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Form **990-PF****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.

Department of the Treasury  
Internal Revenue Service▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

OMB No. 1545-0052

**2013**

Open to Public Inspection

For calendar year 2013 or tax year beginning

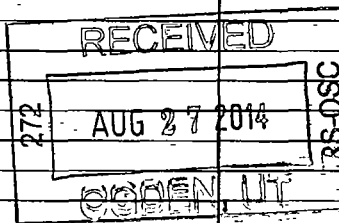
, 2013, and ending

, 20

|                                                                                                                                                                                                                                                   |                                                                                                                                                                                                 |                                                                                                                                                                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name of foundation<br><b>WOODWARD CHARITABLE TRUST</b>                                                                                                                                                                                            |                                                                                                                                                                                                 | A Employer identification number<br><b>84-6025403</b>                                                                                                                        |
| Number and street (or P.O. box number if mail is not delivered to street address)                                                                                                                                                                 | Room/suite                                                                                                                                                                                      | B Telephone number (see instructions)<br><b>(815) 877-7441</b>                                                                                                               |
| 5001 NORTH SECOND STREET                                                                                                                                                                                                                          |                                                                                                                                                                                                 |                                                                                                                                                                              |
| City or town, state or province, country, and ZIP or foreign postal code<br><b>ROCKFORD, IL 61125-7001</b>                                                                                                                                        |                                                                                                                                                                                                 | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                   |
| G Check all that apply:<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Address change                                                                                            |                                                                                                                                                                                                 | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |
| <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Name change                                                                                             |                                                                                                                                                                                                 | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>                                                                |
| H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation |                                                                                                                                                                                                 | F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>                                                             |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>23,332,371.</b>                                                                                                                                        | J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(Part I, column (d) must be on cash basis.) |                                                                                                                                                                              |

| Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).) |                                                                                     | (a) Revenue and expenses per books | (b) Net investment income | (c) Adjusted net income | (d) Disbursements for charitable purposes (cash basis only) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------|------------------------------------|---------------------------|-------------------------|-------------------------------------------------------------|
| Revenue                                                                                                                                                             | 1 Contributions, gifts, grants, etc., received (attach schedule)                    | 200,000.                           |                           |                         |                                                             |
|                                                                                                                                                                     | 2 Check <input 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                                            | 367,416.                           | 367,416.                  |                         | ATCH 1                                                      |
|                                                                                                                                                                     | 5a Gross rents                                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Net rental income or (loss)                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 6a Net gain or (loss) from sale of assets not on line 10                            | 518,469.                           |                           |                         |                                                             |
|                                                                                                                                                                     | b Gross sales price for all assets on line 6a                                       | 3,669,396.                         |                           |                         |                                                             |
|                                                                                                                                                                     | 7 Capital gain net income (from Part IV, line 2)                                    |                                    | 518,469.                  |                         |                                                             |
|                                                                                                                                                                     | 8 Net short-term capital gain                                                       |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 9 Income modifications                                                              |                                    |                           |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                               | 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) ATCH 2                                            | 5,095.                             | 5,095.                    |                         |                                                             |
|                                                                                                                                                                     | 12 Total. Add lines 1 through 11                                                    | 1,090,980.                         | 890,980.                  |                         |                                                             |
|                                                                                                                                                                     | 13 Compensation of officers, directors, trustees, etc.                              | 0                                  |                           |                         |                                                             |
|                                                                                                                                                                     | 14 Other employee salaries and wages                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 15 Pension plans, employee benefits                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 16a Legal fees (attach schedule)                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Accounting fees (attach schedule) ATCH 3                                          | 7,050.                             | 3,525.                    |                         | 3,525.                                                      |
|                                                                                                                                                                     | c Other professional fees (attach schedule) *                                       | 68,275.                            | 68,275.                   |                         |                                                             |
|                                                                                                                                                                     | 17 Interest                                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 18 Taxes (attach schedule) (see instructions) ATCH 5                                | 16,315.                            |                           |                         | 15.                                                         |
|                                                                                                                                                                     | 19 Depreciation (attach schedule) and depletion                                     |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 20 Occupancy                                                                        |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 21 Travel, conferences, and meetings                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 22 Printing and publications                                                        |                                    |                           |                         |                                                             |
| 23 Other expenses (attach schedule) ATCH 6                                                                                                                          | 10.                                                                                 | 5.                                 |                           | 5.                      |                                                             |
| 24 Total operating and administrative expenses. Add lines 13 through 23                                                                                             | 91,650.                                                                             | 71,805.                            |                           | 3,545.                  |                                                             |
| 25 Contributions, gifts, grants paid                                                                                                                                | 759,000.                                                                            |                                    |                           | 759,000.                |                                                             |
| 26 Total expenses and disbursements. Add lines 24 and 25                                                                                                            | 850,650.                                                                            | 71,805.                            | 0                         | 762,545.                |                                                             |
| 27 Subtract line 26 from line 12:                                                                                                                                   |                                                                                     |                                    |                           |                         |                                                             |
| a Excess of revenue over expenses and disbursements                                                                                                                 | 240,330.                                                                            |                                    |                           |                         |                                                             |
| b Net investment income (if negative, enter -0-)                                                                                                                    |                                                                                     | 819,175.                           |                           |                         |                                                             |
| c Adjusted net income (if negative, enter -0-)                                                                                                                      |                                                                                     |                                    |                           |                         |                                                             |

SCANNED AUG 27 2014



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| 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 . . . . .                                                                                             |             | 407,252.          | 551,014.       | 551,014.              |
|                             | 2                                                                                                                                 | Savings and temporary cash investments . . . . .                                                                                  |             |                   |                |                       |
|                             | 3                                                                                                                                 | Accounts receivable ▶ . . . . .                                                                                                   |             |                   |                |                       |
|                             |                                                                                                                                   | Less: allowance for doubtful accounts ▶ . . . . .                                                                                 |             |                   |                |                       |
|                             | 4                                                                                                                                 | Pledges receivable ▶ . . . . .                                                                                                    |             |                   |                |                       |
|                             |                                                                                                                                   | Less: allowance for doubtful accounts ▶ . . . . .                                                                                 |             |                   |                |                       |
|                             | 5                                                                                                                                 | Grants receivable . . . . .                                                                                                       |             |                   |                |                       |
|                             | 6                                                                                                                                 | Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . . |             |                   |                |                       |
|                             | 7                                                                                                                                 | Other notes and loans receivable (attach schedule) ▶ . . . . .                                                                    |             |                   |                |                       |
|                             |                                                                                                                                   | Less: allowance for doubtful accounts ▶ . . . . .                                                                                 |             |                   |                |                       |
|                             | 8                                                                                                                                 | Inventories for sale or use . . . . .                                                                                             |             |                   |                |                       |
|                             | 9                                                                                                                                 | Prepaid expenses and deferred charges . . . . .                                                                                   |             |                   |                |                       |
|                             | 10 a                                                                                                                              | Investments - U.S. and state government obligations (attach schedule), **                                                         | 1,704,223.  | 2,548,996.        | 2,531,265.     |                       |
|                             | b                                                                                                                                 | Investments - corporate stock (attach schedule) ATCH 8                                                                            | 4,899,657.  | 4,728,813.        | 17,647,019.    |                       |
|                             | c                                                                                                                                 | Investments - corporate bonds (attach schedule) ATCH 9                                                                            | 1,986,888.  | 1,544,613.        | 1,694,191.     |                       |
|                             | 11                                                                                                                                | Investments - land, buildings, and equipment: basis . . . . .                                                                     |             |                   |                |                       |
|                             | Less: accumulated depreciation (attach schedule) ▶ . . . . .                                                                      |                                                                                                                                   |             |                   |                |                       |
| 12                          | Investments - mortgage loans . . . . .                                                                                            |                                                                                                                                   |             |                   |                |                       |
| 13                          | Investments - other (attach schedule) . . . . . ATCH 10                                                                           | 1,047,705.                                                                                                                        | 902,144.    | 884,009.          |                |                       |
| 14                          | Land, buildings, and equipment: basis . . . . .                                                                                   |                                                                                                                                   |             |                   |                |                       |
|                             | Less: accumulated depreciation (attach schedule) ▶ . . . . .                                                                      |                                                                                                                                   |             |                   |                |                       |
| 15                          | Other assets (describe ▶ . . . . . ATCH 11)                                                                                       | 14,396.                                                                                                                           | 24,873.     | 24,873.           |                |                       |
| 16                          | Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .                           | 10,060,121.                                                                                                                       | 10,300,453. | 23,332,371.       |                |                       |
| 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                                                                                                                                 | 0           |                   |                |                       |
| Net Assets or Fund Balances | Foundations that follow SFAS 117, check here, ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.    |                                                                                                                                   |             |                   |                |                       |
|                             | 24                                                                                                                                | Unrestricted . . . . .                                                                                                            |             |                   |                |                       |
|                             | 25                                                                                                                                | Temporarily restricted . . . . .                                                                                                  |             |                   |                |                       |
|                             | 26                                                                                                                                | Permanently restricted . . . . .                                                                                                  |             |                   |                |                       |
|                             | Foundations that do not follow SFAS 117, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31. |                                                                                                                                   |             |                   |                |                       |
|                             | 27                                                                                                                                | Capital stock, trust principal, or current funds . . . . .                                                                        |             |                   |                |                       |
|                             | 28                                                                                                                                | Paid-in or capital surplus, or land, bldg., and equipment fund . . . . .                                                          |             |                   |                |                       |
|                             | 29                                                                                                                                | Retained earnings, accumulated income, endowment, or other funds . . . . .                                                        | 10,060,121. | 10,300,453.       |                |                       |
|                             | 30                                                                                                                                | Total net assets or fund balances (see instructions) . . . . .                                                                    | 10,060,121. | 10,300,453.       |                |                       |
|                             | 31                                                                                                                                | Total liabilities and net assets/fund balances (see instructions) . . . . .                                                       | 10,060,121. | 10,300,453.       |                |                       |

## 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 | 10,060,121. |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                         | 2 | 240,330.    |
| 3 | Other increases not included in line 2 (itemize) ▶ ATCH 12 . . . . .                                                                                                 | 3 | 2.          |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                      | 4 | 10,300,453. |
| 5 | Decreases not included in line 2 (itemize) ▶ . . . . .                                                                                                               | 5 |             |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 . . . . .                                                      | 6 | 10,300,453. |

\*\*ATCH 7

Form 990-PF (2013)

**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,<br>2-story brick warehouse; or common stock, 200 shs MLC Co.)                                                               |                                            |                                                 | (b) How<br>acquired<br>P - Purchase<br>D - Donation                                             | (c) Date<br>acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|-------------------------------------------------|-------------------------------------------------------------------------------------------------|-----------------------------------------|----------------------------------|
| 1a SEE PART IV SCHEDULE                                                                                                                                                                            |                                            |                                                 |                                                                                                 |                                         |                                  |
| b                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| c                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| d                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| e                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| (e) Gross sales price                                                                                                                                                                              | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g)                                                    |                                         |                                  |
| a                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| 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<br>as of 12/31/69       | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |                                         |                                  |
| a                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| b                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| c                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| d                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| e                                                                                                                                                                                                  |                                            |                                                 |                                                                                                 |                                         |                                  |
| 2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }                                                                |                                            |                                                 | 2                                                                                               | 518,469.                                |                                  |
| 3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8 |                                            |                                                 | 3                                                                                               | 0                                       |                                  |

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

| (a)<br>Base period years<br>Calendar year (or tax year beginning in)                                                                                                                                                     | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|----------------------------------------------|-------------------------------------------------------------|
| 2012                                                                                                                                                                                                                     | 965,415.                                 | 20,775,633.                                  | 0.046469                                                    |
| 2011                                                                                                                                                                                                                     | 1,141,266.                               | 20,369,057.                                  | 0.056029                                                    |
| 2010                                                                                                                                                                                                                     | 1,079,610.                               | 18,786,169.                                  | 0.057468                                                    |
| 2009                                                                                                                                                                                                                     | 869,046.                                 | 15,722,074.                                  | 0.055276                                                    |
| 2008                                                                                                                                                                                                                     | 1,181,054.                               | 20,882,465.                                  | 0.056557                                                    |
| 2 Total of line 1, column (d)                                                                                                                                                                                            |                                          |                                              | 2 0.271799                                                  |
| 3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years                                        |                                          |                                              | 3 0.054360                                                  |
| 4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5                                                                                                                                           |                                          |                                              | 4 21,328,400.                                               |
| 5 Multiply line 4 by line 3                                                                                                                                                                                              |                                          |                                              | 5 1,159,412.                                                |
| 6 Enter 1% of net investment income (1% of Part I, line 27b)                                                                                                                                                             |                                          |                                              | 6 8,192.                                                    |
| 7 Add lines 5 and 6                                                                                                                                                                                                      |                                          |                                              | 7 1,167,604.                                                |
| 8 Enter qualifying distributions from Part XII, line 4.<br>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<br>Part VI instructions. |                                          |                                              | 8 762,545.                                                  |

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

|    |                                                                                                                                                                                                                                                |    |         |
|----|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|---------|
| 1a | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 . . . . .<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary - see instructions) |    |         |
| b  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .                                                                                      | 1  | 16,384. |
| c  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).                                                                                                                       |    |         |
| 2  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .                                                                                                                            | 2  |         |
| 3  | Add lines 1 and 2 . . . . .                                                                                                                                                                                                                    | 3  | 16,384. |
| 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  | 16,384. |
| 6  | Credits/Payments:                                                                                                                                                                                                                              |    |         |
| a  | 2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .                                                                                                                                                                    | 6a | 17,694. |
| b  | Exempt foreign organizations - tax withheld at source . . . . .                                                                                                                                                                                | 6b |         |
| c  | Tax paid with application for extension of time to file (Form 8868) . . . . .                                                                                                                                                                  | 6c |         |
| d  | Backup withholding erroneously withheld . . . . .                                                                                                                                                                                              | 6d |         |
| 7  | Total credits and payments. Add lines 6a through 6d . . . . .                                                                                                                                                                                  | 7  | 17,694. |
| 8  | Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> If Form 2220 is attached . . . . .                                                                                                                    | 8  |         |
| 9  | Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .                                                                                                                                                        | 9  |         |
| 10 | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .                                                                                                                                            | 10 | 1,310.  |
| 11 | Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 1,310. Refunded <input type="checkbox"/> <input type="checkbox"/>                                                                                   | 11 |         |

**Part VII-A Statements Regarding Activities**

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

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

|                                                                           |                                                                                                                                                                                                                                                                                                                                                       |                                                                                                             |                                       |    |
|---------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|---------------------------------------|----|
| 11                                                                        | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).                                                                                                                                                              | 11                                                                                                          |                                       | X  |
| 12                                                                        | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).                                                                                                                                                             | 12                                                                                                          |                                       | X  |
| 13                                                                        | Did the foundation comply with the public inspection requirements for its annual returns and exemption application?                                                                                                                                                                                                                                   | 13                                                                                                          | X                                     |    |
| Website address <input type="checkbox"/> NONE                             |                                                                                                                                                                                                                                                                                                                                                       |                                                                                                             |                                       |    |
| 14                                                                        | The books are in care of <input type="checkbox"/> KAREN FINCH                                                                                                                                                                                                                                                                                         | Telephone no.                                                                                               | <input type="checkbox"/> 815-877-7441 |    |
| Located at <input type="checkbox"/> 5001 NORTH SECOND STREET ROCKFORD, IL |                                                                                                                                                                                                                                                                                                                                                       | ZIP+4                                                                                                       | <input type="checkbox"/> 61125-7001   |    |
| 15                                                                        | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here <input type="checkbox"/>                                                                                                                                                                                                                          | and enter the amount of tax-exempt interest received or accrued during the year <input type="checkbox"/> 15 |                                       |    |
| 16                                                                        | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country <input type="checkbox"/> | 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 type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                   |     |    |
| (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                          |     |    |
| (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                        |     |    |
| b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/>                                                                                                                                                                                                                                                                            | 1b  |    |
| 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? <input type="checkbox"/>                                                                                                                                                                                                                                                                                                         | 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 <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                                                                                                          |     |    |
| b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <input type="checkbox"/>                                                                                                                                                                                       | 2b  | X  |
| c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                |     |    |
| 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                          |     |    |
| b If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) <input type="checkbox"/> | 3b  |    |
| 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? <input type="checkbox"/>                                                                                                                                                                                                                                                                                                                                                                                | 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? <input type="checkbox"/>                                                                                                                                                                                                                                                               | 4b  | X  |

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**Part VII-B** Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐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? ☐ 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**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 |
|----------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| ATCH 13              |                                                           | 0                                         | 0                                                                     | 0                                     |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |
|                      |                                                           |                                           |                                                                       |                                       |

**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 ☐

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

**Total number of others receiving over \$50,000 for professional services**

### Expenses

**Part IX-B Summary of Program-Related Investments (see instructions)**Form 990-PF (2013)



**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 | 21,352,417. |
| b | Average of monthly cash balances                                                                            | 1b | 300,781.    |
| c | Fair market value of all other assets (see instructions)                                                    | 1c |             |
| d | Total (add lines 1a, b, and c)                                                                              | 1d | 21,653,198. |
| e | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)   | 1e |             |
| 2 | Acquisition indebtedness applicable to line 1 assets                                                        | 2  |             |
| 3 | Subtract line 2 from line 1d                                                                                | 3  | 21,653,198. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)  | 4  | 324,798.    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4        | 5  | 21,328,400. |
| 6 | Minimum investment return. Enter 5% of line 5                                                               | 6  | 1,066,420.  |

**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  | 1,066,420. |
| 2a | Tax on investment income for 2013 from Part VI, line 5                                             | 2a | 16,384.    |
| b  | Income tax for 2013. (This does not include the tax from Part VI.)                                 | 2b |            |
| c  | Add lines 2a and 2b                                                                                | 2c | 16,384.    |
| 3  | Distributable amount before adjustments. Subtract line 2c from line 1                              | 3  | 1,050,036. |
| 4  | Recoveries of amounts treated as qualifying distributions                                          | 4  |            |
| 5  | Add lines 3 and 4                                                                                  | 5  | 1,050,036. |
| 6  | Deduction from distributable amount (see instructions)                                             | 6  |            |
| 7  | Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 | 7  | 1,050,036. |

**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 | 762,545. |
| b | Program-related investments - total from Part IX-B                                                                                                   | 1b |          |
| 2 | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes                                            | 2  |          |
| 3 | Amounts set aside for specific charitable projects that satisfy the:                                                                                 |    |          |
| a | Suitability test (prior IRS approval required)                                                                                                       | 3a |          |
| b | Cash distribution test (attach the required schedule)                                                                                                | 3b |          |
| 4 | Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4                                           | 4  | 762,545. |
| 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  | 762,545. |

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.

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**Part XIII Undistributed Income** (see instructions)

|                                                                                                                                                                                      | (a)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2013 from Part XI, line 7 . . . . .                                                                                                                       |               |                            |             | 1,050,036.  |
| 2 Undistributed Income, if any, as of the end of 2013:                                                                                                                               |               |                            |             |             |
| a Enter amount for 2012 only . . . . .                                                                                                                                               |               |                            |             |             |
| b Total for prior years: 20 11, 20 10, 20 09 . . . . .                                                                                                                               |               |                            |             |             |
| 3 Excess distributions carryover, if any, to 2013:                                                                                                                                   |               |                            |             |             |
| a From 2008 . . . . . 144,901.                                                                                                                                                       |               |                            |             |             |
| b From 2009 . . . . . 90,532.                                                                                                                                                        |               |                            |             |             |
| c From 2010 . . . . . 146,052.                                                                                                                                                       |               |                            |             |             |
| d From 2011 . . . . . 128,704.                                                                                                                                                       |               |                            |             |             |
| e From 2012 . . . . .                                                                                                                                                                |               |                            |             |             |
| f Total of lines 3a through e . . . . .                                                                                                                                              | 510,189.      |                            |             |             |
| 4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 762,545.                                                                                                             |               |                            |             |             |
| a Applied to 2012, but not more than line 2a . . . . .                                                                                                                               |               |                            |             |             |
| b Applied to undistributed Income of prior years (Election required - see instructions) . . . . .                                                                                    |               |                            |             |             |
| c Treated as distributions out of corpus (Election required - see instructions) . . . . .                                                                                            |               |                            |             |             |
| d Applied to 2013 distributable amount . . . . .                                                                                                                                     |               |                            |             | 762,545.    |
| e Remaining amount distributed out of corpus . . . . .                                                                                                                               |               |                            |             |             |
| 5 Excess distributions carryover applied to 2013 . . . . .<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                     | 287,491.      |                            |             | 287,491.    |
| 6 Enter the net total of each column as indicated below:                                                                                                                             |               |                            |             |             |
| a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .                                                                                                                        | 222,698.      |                            |             |             |
| b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .                                                                                                         |               |                            |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . . |               |                            |             |             |
| d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .                                                                                                         |               |                            |             |             |
| e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .                                                                          |               |                            |             |             |
| f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .                                                              |               |                            |             |             |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  |               |                            |             |             |
| 8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .                                                                              |               |                            |             |             |
| 9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .                                                                                              | 222,698.      |                            |             |             |
| 10 Analysis of line 9:                                                                                                                                                               |               |                            |             |             |
| a Excess from 2009 . . . . .                                                                                                                                                         |               |                            |             |             |
| b Excess from 2010 . . . . . 93,994.                                                                                                                                                 |               |                            |             |             |
| c Excess from 2011 . . . . . 128,704.                                                                                                                                                |               |                            |             |             |
| d Excess from 2012 . . . . .                                                                                                                                                         |               |                            |             |             |
| e Excess from 2013 . . . . .                                                                                                                                                         |               |                            |             |             |

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

NOT APPLICABLE

1 a 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)

2 a 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 6 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . . .

(3) Largest amount of support from an exempt organization. . . . .

(4) Gross investment income . . . . .

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

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

NONE

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

NONE

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

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

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

ATCH 14

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

ATCH 15

c Any submission deadlines:

NONE

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

NONE

**Part XV** Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

| Recipient<br>Name and address (home or business) | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount   |
|--------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|----------|
| <i>a Paid during the year</i><br><br>ATCH 16     |                                                                                                                    |                                      |                                     |          |
| <b>Total</b> . . . . . ▶ <b>3a</b>               |                                                                                                                    |                                      |                                     | 759,000. |
| <i>b Approved for future payment</i>             |                                                                                                                    |                                      |                                     |          |
| <b>Total</b> . . . . . ▶ <b>3b</b>               |                                                                                                                    |                                      |                                     |          |

## Enter gross amounts unless otherwise indicated.

| Enter gross amounts unless otherwise indicated.            |                      | Unrelated business income |                       | Excluded by section 512, 513, or 514 |  | (e)<br>Related or exempt<br>function income<br>(See instructions) |
|------------------------------------------------------------|----------------------|---------------------------|-----------------------|--------------------------------------|--|-------------------------------------------------------------------|
|                                                            | (a)<br>Business code | (b)<br>Amount             | (c)<br>Exclusion code | (d)<br>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                    | 367,416.                             |  |                                                                   |
| 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                    | 518,469.                             |  |                                                                   |
| 9 Net income or (loss) from special events . . . . .       |                      |                           |                       |                                      |  |                                                                   |
| 10 Gross profit or (loss) from sales of inventory . .      |                      |                           |                       |                                      |  |                                                                   |
| 11 Other revenue: a _____                                  |                      |                           |                       |                                      |  |                                                                   |
| b ATCH 17 _____                                            |                      |                           |                       | 5,095.                               |  |                                                                   |
| c _____                                                    |                      |                           |                       |                                      |  |                                                                   |
| d _____                                                    |                      |                           |                       |                                      |  |                                                                   |
| e _____                                                    |                      |                           |                       |                                      |  |                                                                   |
| 12 Subtotal. Add columns (b), (d), and (e) . . . . .       |                      |                           |                       | 890,980.                             |  |                                                                   |
| 13 Total. Add line 12, columns (b), (d), and (e) . . . . . |                      |                           |                       | 13                                   |  | 890,980.                                                          |

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

[illegible]

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

[illegible]

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

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

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

Sign Here  Signature of officer or trustee

 Date

 Title

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

|                                       |                            |                                                  |          |                                                 |              |
|---------------------------------------|----------------------------|--------------------------------------------------|----------|-------------------------------------------------|--------------|
| <b>Paid<br/>Preparer<br/>Use Only</b> | Print/Type preparer's name | Preparer's signature                             | Date     | Check <input type="checkbox"/> if self-employed | PTIN         |
|                                       | Tamara Bash                | Tamara Bash                                      | 8/8/2014 |                                                 | P00798670    |
|                                       | Firm's name ▶              | EXPERIS FINANCE US, LLC                          |          | Firm's EIN ▶                                    | 39-1845657   |
|                                       | Firm's address ▶           | 1125 17TH STREET, SUITE 2550<br>DENVER, CO 80202 |          | Phone no.                                       | 303-256-3150 |

**Schedule B**(Form 990, 990-EZ,  
or 990-PF)  
Department of the Treasury  
Internal Revenue Service**Schedule of Contributors**

OMB No 1545-0047

**2013**

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

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

Name of the organization

WOODWARD CHARITABLE TRUST

Employer identification number

84-6025403

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundation

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

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

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the General Rule applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

JSA

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Name of organization **WOODWARD CHARITABLE TRUST**Employer identification number  
84-6025403**Part I** Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                     | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                |
|------------|-----------------------------------------------------------------------|----------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | WOODWARD, INC.<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001 | \$ 200,000.                | Person <input checked="checked" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.) |
|            |                                                                       | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)                   |
|            |                                                                       | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)                   |
|            |                                                                       | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)                   |
|            |                                                                       | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)                   |
|            |                                                                       | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)                   |
|            |                                                                       | \$                         | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions.)                   |



Name of organization **WOODWARD CHARITABLE TRUST**

Employer identification number

**84-6025403****Part II** Noncash Property (see instructions). Use duplicate copies of Part II if additional space is needed.

| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
|---------------------------|----------------------------------------------|------------------------------------------------|----------------------|
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received |
| ---                       | -----<br>-----<br>-----<br>-----             | \$-----                                        | -----                |

Name of organization WOODWARD CHARITABLE TRUST

Employer identification number

84-6025403

**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry.

For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

| (a) No.<br>from<br>Part I | (b) Purpose of gift                     | (c) Use of gift         | (d) Description of how gift is held      |
|---------------------------|-----------------------------------------|-------------------------|------------------------------------------|
| ---                       | -----<br>-----<br>-----                 | -----<br>-----<br>----- | -----<br>-----<br>-----                  |
|                           | (e) Transfer of gift                    |                         |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                         | Relationship of transferor to transferee |
|                           | -----<br>-----<br>-----                 | -----<br>-----<br>----- |                                          |
| (a) No.<br>from<br>Part I | (b) Purpose of gift                     | (c) Use of gift         | (d) Description of how gift is held      |
| ---                       | -----<br>-----<br>-----                 | -----<br>-----<br>----- | -----<br>-----<br>-----                  |
|                           | (e) Transfer of gift                    |                         |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                         | Relationship of transferor to transferee |
|                           | -----<br>-----<br>-----                 | -----<br>-----<br>----- |                                          |
| (a) No.<br>from<br>Part I | (b) Purpose of gift                     | (c) Use of gift         | (d) Description of how gift is held      |
| ---                       | -----<br>-----<br>-----                 | -----<br>-----<br>----- | -----<br>-----<br>-----                  |
|                           | (e) Transfer of gift                    |                         |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                         | Relationship of transferor to transferee |
|                           | -----<br>-----<br>-----                 | -----<br>-----<br>----- |                                          |
| (a) No.<br>from<br>Part I | (b) Purpose of gift                     | (c) Use of gift         | (d) Description of how gift is held      |
| ---                       | -----<br>-----<br>-----                 | -----<br>-----<br>----- | -----<br>-----<br>-----                  |
|                           | (e) Transfer of gift                    |                         |                                          |
|                           | Transferee's name, address, and ZIP + 4 |                         | Relationship of transferor to transferee |
|                           | -----<br>-----<br>-----                 | -----<br>-----<br>----- |                                          |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 1

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

| <u>DESCRIPTION</u>         | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|----------------------------|---------------------------------------------------|--------------------------------------|
| DIVIDENDS FROM INVESTMENTS | 257,620.                                          | 257,620.                             |
| INTEREST FROM INVESTMENTS  | 109,796.                                          | 109,796.                             |
| TOTAL                      | <u>367,416.</u>                                   | <u>367,416.</u>                      |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 2

FORM 990PF, PART I - OTHER INCOME

| <u>DESCRIPTION</u>        | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|---------------------------|---------------------------------------------------|--------------------------------------|
| CAPITAL GAIN DISTRIBUTION | 5,095.                                            | 5,095.                               |
| TOTALS                    | <u>5,095.</u>                                     | <u>5,095.</u>                        |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 3

FORM 990PF, PART I - ACCOUNTING FEES

| <u>DESCRIPTION</u> | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>ADJUSTED<br/>NET<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|--------------------|---------------------------------------------------|--------------------------------------|------------------------------------|--------------------------------|
| AUDIT FEES         | 7,050.                                            | 3,525.                               |                                    | 3,525.                         |
| TOTALS             | <u>7,050.</u>                                     | <u>3,525.</u>                        |                                    | <u>3,525.</u>                  |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 4

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

| <u>DESCRIPTION</u>  | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> |
|---------------------|---------------------------------------------------|--------------------------------------|
| NORTHERN TRUST FEES | 68,275.                                           | 68,275.                              |
| TOTALS              | <u>68,275.</u>                                    | <u>68,275.</u>                       |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 5

FORM 990PF, PART I - TAXES

| <u>DESCRIPTION</u>     | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|------------------------|---------------------------------------------------|--------------------------------|
| IL CHAR ORG ANNUAL FEE | 15.                                               | 15.                            |
| FEDERAL EXCISE TAX     | 16,300.                                           |                                |
| TOTALS                 | <u>16,315.</u>                                    | <u>15.</u>                     |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 6

FORM 990PF, PART I - OTHER EXPENSES

| <u>DESCRIPTION</u> | <u>REVENUE<br/>AND<br/>EXPENSES<br/>PER BOOKS</u> | <u>NET<br/>INVESTMENT<br/>INCOME</u> | <u>CHARITABLE<br/>PURPOSES</u> |
|--------------------|---------------------------------------------------|--------------------------------------|--------------------------------|
| MISCELLANEOUS      | 10.                                               | 5.                                   | 5.                             |
| TOTALS             | <u>10.</u>                                        | <u>5.</u>                            | <u>5.</u>                      |



FORM 990PF, PART II - U.S. AND STATE OBLIGATIONSATTACHMENT 7

| <u>DESCRIPTION</u>             | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|---------------------------------|------------------------------|-----------------------|
| FNMA #254088 5.5% DUE 12/1/16  | 2,865.                          | 1,691.                       | 1,771.                |
| FNMA #254759 4.5% DUE 06/01/18 | 10,189.                         | 6,437.                       | 6,683.                |
| FNMA #592060 6.0% DUE 06/01/16 | 1,588.                          | 962.                         | 988.                  |
| FHLMC 5.0% DUE 07/15/14        | 51,970.                         | 51,970.                      | 51,299.               |
| US TRS NOTE 4.25% DUE 08/15/13 | 51,086.                         |                              |                       |
| US TRS NOTE 4.0% DUE 02/15/14  | 47,187.                         | 47,187.                      | 50,232.               |
| US TRS NOTE 4.75% DUE 05/15/14 | 50,016.                         | 50,016.                      | 50,848.               |
| MFB NORTHERN BOND INDEX FUND   | 781,537.                        | 281,330.                     | 294,577.              |
| MFB NORTHERN SHORT INTER TX EX | 404,283.                        | 804,477.                     | 791,830.              |
| MFC FLEXSHRS TR IBOX 3YR TIPS  | 120,523.                        | 295,788.                     | 289,197.              |
| MFC FLEXSHRS TR IBOX 5YR TIPS  | 120,666.                        | 295,880.                     | 281,280.              |
| MFB NORTHERN ULTRA SHORT FIXED | 62,313.                         | 713,258.                     | 712,560.              |
| US OBLIGATIONS TOTAL           | <u>1,704,223.</u>               | <u>2,548,996.</u>            | <u>2,531,265.</u>     |

ATTACHMENT 8FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u>             | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|---------------------------------|------------------------------|-----------------------|
| 967 SHS AMERICAN EXPRESS       | 55,466.                         | 43,183.                      | 87,736.               |
| 563 SHS AMERICAN WATER WORKS   | 23,463.                         | 18,824.                      | 23,792.               |
| 271 SHS APPLE                  | 56,807.                         | 48,051.                      | 152,061.              |
| 522 SHS BHP BILLITON ADR       | 33,096.                         |                              |                       |
| 1823 SHS BRISTOL MYERS SQUIBB  | 53,507.                         |                              |                       |
| 615 SHS CHEVRON CORP           | 55,886.                         | 44,868.                      | 76,820.               |
| 376 SHS CITRIX SYS             | 32,446.                         | 25,347.                      | 23,782.               |
| 1563 SHS COCA COLA CO          | 63,443.                         | 50,925.                      | 64,568.               |
| 377 SHS COSTCO WHOLESALE       | 42,270.                         | 22,479.                      | 44,867.               |
| 788 SHS COVIDIEN PLC           | 33,399.                         |                              |                       |
| 1157 SHS CVS CAREMARK          | 64,689.                         | 51,822.                      | 82,806.               |
| 1348 SHS DANAHER CORP          | 23,718.                         | 19,536.                      | 104,066.              |
| 1040 SHS DOMINION RES          | 45,739.                         |                              |                       |
| 1096 SHS DU PONT E I DE NEMOUR | 43,695.                         |                              |                       |
| 749 SHS EATON CORP             | 48,349.                         | 38,797.                      | 57,014.               |
| 2599 SHS EMC CORP              | 66,596.                         | 53,602.                      | 65,365.               |
| 778 SHS EMERSON ELEC CO        | 50,548.                         | 40,334.                      | 54,600.               |
| 1160 SHS EXPRESS SCRIPTS HLDGS | 62,175.                         | 63,732.                      | 81,478.               |
| 977 SHS EXXON MOBILE           | 50,667.                         | 39,367.                      | 98,872.               |
| 853 SHS FRANKLIN RES           | 54,272.                         | 30,984.                      | 49,244.               |
| 2778 SHS GENERAL ELECTRIC      | 63,722.                         | 46,525.                      | 77,867.               |
| 77 SHS GOOGLE INC              | 55,634.                         | 43,139.                      | 86,295.               |
| 1041 SHS HOME DEPOT            | 73,400.                         | 46,390.                      | 85,716.               |
| 222 SHS INT'L BUS MACHINES     |                                 | 19,130.                      | 41,641.               |
| 1437 SHS INTEL CORP            | 49,755.                         | 39,716.                      | 37,305.               |
| 258 SHS INTERCONTINENTAL EXCH  | 40,701.                         | 32,636.                      | 58,029.               |
| 353 SHS IBM CORP               | 30,076.                         |                              |                       |
| 1146 SHS JOHNSON CONTROLS      | 33,498.                         |                              |                       |
| 1714 SHS JP MORGAN CHASE & CO  | 64,732.                         | 47,840.                      | 100,235.              |

ATTACHMENT 8 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u>             | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|---------------------------------|------------------------------|-----------------------|
| 639 SHS MCDONALDS CORP         | 69,998.                         | 56,292.                      | 62,002.               |
| 92962 SHS MFB NORTHERN EMERGIN | 703,974.                        | 838,974.                     | 1,048,608.            |
| 32066 SHS MFB NORTHERN SM CAP  | 197,935.                        | 212,679.                     | 392,807.              |
| 22330 SHS MFB NORTHERN MID CAP | 233,866.                        | 244,745.                     | 377,161.              |
| 85817 SHS MFB NORTHERN INTL EQ | 839,142.                        | 839,142.                     | 1,058,987.            |
| 596 SHS NATL OILWELL VARCO     | 19,003.                         | 15,480.                      | 47,400.               |
| 577 SHS NIKE INC               | 23,160.                         | 18,692.                      | 45,375.               |
| 1139 SHS NOBLE CORP            | 52,389.                         | 41,537.                      | 42,678.               |
| 357 SHS NOBLE ENERGY INC       | 25,667.                         |                              |                       |
| 477 SHS NORFOLK SOUTHERN CORP  | 50,327.                         | 31,063.                      | 44,280.               |
| 553 SHS NUCOR CORP             | 31,147.                         | 24,952.                      | 29,519.               |
| 1034 SHS OMNICOM GROUP INC     | 50,290.                         |                              |                       |
| 1430 SHS ORACLE CORP           | 65,071.                         | 39,819.                      | 54,712.               |
| 3185 SHS PFIZER INC            | 96,707.                         | 76,526.                      | 97,556.               |
| 210 SHS PRECISION CASTPARTS    | 43,436.                         | 34,631.                      | 56,553.               |
| 409 SHS PROCTOR & GAMBLE       | 28,122.                         | 22,330.                      | 33,297.               |
| 1211 SHS QUALCOMM INC          | 76,456.                         | 61,167.                      | 89,917.               |
| 537 SHS SCHLUMBERGE LTD        | 56,041.                         | 44,338.                      | 48,389.               |
| 392 SHS SIMON PROPERTY GROUP   | 34,335.                         |                              |                       |
| 1496 SHS SPECTRA ENERGY CORP   | 24,504.                         |                              |                       |
| 597 SHS ST JUDE MED INC        | 43,825.                         | 25,571.                      | 36,984.               |
| 864 SHS STARBUCKS CORP         | 48,995.                         | 39,295.                      | 67,729.               |
| 1054 SHS UNITEDHEALTH GROUP    | 41,143.                         |                              |                       |
| 371 SHS UNITED TECHNOLOGIES    | 14,828.                         | 12,136.                      | 42,220.               |
| 1501 SHS US BANCORP            | 50,446.                         | 39,767.                      | 60,640.               |
| 1452 SHS V.F. CORP             | 61,095.                         | 41,609.                      | 90,519.               |
| 644 SHS VERIZON COMMUNICATIONS | 28,800.                         | 23,128.                      | 31,646.               |
| 795 SHS WALT DISNEY CO         | 33,802.                         | 27,297.                      | 60,738.               |
| 2138 SHS WELLS FARGO & CO      | 76,350.                         | 59,222.                      | 97,065.               |

ATTACHMENT 8 (CONT'D)FORM 990PF, PART II - CORPORATE STOCK

| <u>DESCRIPTION</u>          | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|-----------------------------|---------------------------------|------------------------------|-----------------------|
| 507 SHS AMGEN INC           | 42,784.                         | 34,260.                      | 57,879.               |
| 249216 SHS WOODWARD GOV CO  | 364,270.                        | 364,270.                     | 11,366,742.           |
| 618 SHS AMERICAN TOWER CORP |                                 | 44,990.                      | 49,329.               |
| 779 SHS BAXTER INTL INC     |                                 | 52,251.                      | 54,179.               |
| 3187 SHS CISCO SYSTEM INC   |                                 | 69,289.                      | 71,548.               |
| 1322 SHS CITIGROUP INC      |                                 | 66,294.                      | 68,889.               |
| 354 SHS CR BARD             |                                 | 35,952.                      | 47,415.               |
| 1237 SHS EXELON CORP        |                                 | 45,535.                      | 33,881.               |
| 482 SHS GILEAD SCIENCES INC |                                 | 26,402.                      | 36,222.               |
| 1409 SHS MERCK & CO INC     |                                 | 61,232.                      | 70,520.               |
| 1324 SHS METLIFE INC        |                                 | 50,908.                      | 71,390.               |
| 1469 SHS MONDELEZ INTL INC  |                                 | 47,609.                      | 51,856.               |
| 448 SHS MONSANTO CO         |                                 | 47,392.                      | 52,214.               |
| 605 SHS PETSMART INC        |                                 | 44,810.                      | 44,014.               |
| TOTALS                      | <u>4,899,657.</u>               | <u>4,728,813.</u>            | <u>17,647,019.</u>    |

ATTACHMENT 9FORM 990PF, PART II - CORPORATE BONDS

| <u>DESCRIPTION</u>             | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|---------------------------------|------------------------------|-----------------------|
| BANK OF AM 5.125% DUE 11/15/14 | 40,868.                         | 40,868.                      | 41,443.               |
| CR SUISSE 5.125% 01/15/14      | 144,996.                        | 144,996.                     | 150,249.              |
| GOLDMAN SACHS 5.5% 11/15/14    | 146,170.                        | 146,170.                     | 156,338.              |
| JOHNSON&JOHNSON 3.8% 5/15/     | 100,287.                        |                              |                       |
| MERRILL LYNCH 5.45% 7/15/14    | 146,474.                        | 146,474.                     | 153,894.              |
| MPB NORTHERN HI YLD FXD INCOME | 723,093.                        | 493,762.                     | 598,259.              |
| MFO PIMCO FUNDS PAC INVT MGMT  | 685,000.                        | 572,343.                     | 594,008.              |
| <br>TOTALS                     | <u>1,986,888.</u>               | <u>1,544,613.</u>            | <u>1,694,191.</u>     |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 10

FORM 990PF, PART II - OTHER INVESTMENTS

| <u>DESCRIPTION</u>             | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|--------------------------------|---------------------------------|------------------------------|-----------------------|
| MFC SPDR GOLD TR               | 434,838.                        |                              |                       |
| MFO PIMCO PAC COMMODITIES FND  | 247,867.                        |                              |                       |
| MFO DFA INVT DIMENSIONS GRP    | 365,000.                        | 365,000.                     | 361,982.              |
| MFC GLOBAL UPSTREAM NAT RES IN |                                 | 537,144.                     | 522,027.              |
| TOTALS                         | <u>1,047,705.</u>               | <u>902,144.</u>              | <u>884,009.</u>       |

WOODWARD CHARITABLE TRUST

84-6025403

ATTACHMENT 11

FORM 990PF, PART II - OTHER ASSETS

| <u>DESCRIPTION</u>  | <u>BEGINNING<br/>BOOK VALUE</u> | <u>ENDING<br/>BOOK VALUE</u> | <u>ENDING<br/>FMV</u> |
|---------------------|---------------------------------|------------------------------|-----------------------|
| INTEREST RECEIVABLE | 14,396.                         | 24,873.                      | 24,873.               |
| TOTALS              | <u>14,396.</u>                  | <u>24,873.</u>               | <u>24,873.</u>        |

ATTACHMENT 12FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

| <u>DESCRIPTION</u> | <u>AMOUNT</u> |
|--------------------|---------------|
| ROUNDING           | 2.            |
| TOTAL              | <u>2.</u>     |



WOODWARD CHARITABLE TRUST

84-6025403

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

ATTACHMENT 13

| <u>NAME AND ADDRESS</u>                                                     | <u>TITLE AND AVERAGE HOURS PER<br/>WEEK DEVOTED TO POSITION</u> |
|-----------------------------------------------------------------------------|-----------------------------------------------------------------|
| MARTY GLASS<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001          | PRESIDENT/TRUSTEE<br>.20                                        |
| A. CHRISTOPHER FAWZY<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001 | TRUSTEE<br>.20                                                  |
| JULIA BUCHANAN<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001       | TRUSTEE<br>.20                                                  |
| JAY EVANS<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001            | TRUSTEE<br>.20                                                  |
| DAN LOESCHER<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001         | TRUSTEE<br>.20                                                  |
| PHIL TURNER<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001          | TRUSTEE<br>.20                                                  |

WOODWARD CHARITABLE TRUST

84-6025403

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

ATTACHMENT 13 (CONT'D)

| <u>NAME AND ADDRESS</u>                                            | <u>TITLE AND AVERAGE HOURS PER<br/>WEEK DEVOTED TO POSITION</u> |
|--------------------------------------------------------------------|-----------------------------------------------------------------|
| LORI SWAN<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001   | SECRETARY<br>.20                                                |
| KAREN FINCH<br>5001 NORTH SECOND STREET<br>ROCKFORD, IL 61125-7001 | TREASURER<br>.20                                                |

FORM 990PF, PART XV - NAME, ADDRESS AND PHONE FOR APPLICATIONS

PAM CAPPITELLI  
5001 N SECOND STREET  
ROCKFORD, IL 61125

JENNIFER RAY  
1000 EAST DRAKE ROAD  
FORT COLLINS, CO 80525

JACKIE KLEINO  
700 NORTH CENTENNIAL STREET  
ZEELAND, MI 49464

DEMIE GARCIA  
201 FORRESTER DRIVE, SUITE 1A  
GREENVILLE, SC 29607

DAVID BERKLEY  
7320 NORTH LINDER AVENUE  
SKOKIE, IL 60077

ROMY KUKLIN  
25200 WEST RYE CANYON ROAD  
SANTA CLARITA, CA 91355

RICK HOLM  
5001 NORTH SECOND STREET  
ROCKFORD, IL 61125

990PF, PART XV - FORM AND CONTENTS OF SUBMITTED APPLICATIONS

APPLICATIONS SHOULD BE SUBMITTED IN LETTER FORM. NO STANDARD LETTER OF APPLICATION IS REQUIRED. A REQUEST EVALUATION WILL BE SENT TO THE APPLYING ORGANIZATION TO COMPLETE AND RETURN. THIS FORM EMPHASIZES A DESCRIPTION OF THE CHARITABLE ORGANIZATION ITSELF AND HOW THE ORGANIZATION IS MEETING THE NEEDS OF OUR COMMUNITIES. A COPY OF THE ORGANIZATION'S UNEXPIRED IRS LETTER ACKNOWLEDGEING THAT CONTRIBUTIONS TO THE ORGANIZATION ARE TAX DEDUCTIBLE MUST BE PROVIDED.

WOODWARD CHARITABLE TRUST

84-6025403

FORM 990E, PART IV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 16

| <u>RECIPIENT NAME AND ADDRESS</u> | <u>RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR<br/>AND<br/>FOUNDATION STATUS OF RECIPIENT</u> | <u>PURPOSE OF GRANT OR CONTRIBUTION</u> | <u>AMOUNT</u>   |
|-----------------------------------|-------------------------------------------------------------------------------------------|-----------------------------------------|-----------------|
| 2013 CONTRIBUTIONS                | NONE<br>SEE STATEMENTS                                                                    | SEE ATTACHMENT #18                      | 759,000.        |
| TOTAL CONTRIBUTIONS PAID          |                                                                                           |                                         | <u>759,000.</u> |

WOODWARD CHARITABLE TRUST

84-6025403

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 17

| <u>DESCRIPTION</u>         | <u>BUSINESS<br/>CODE</u> | <u>AMOUNT</u> | <u>EXCLUSION<br/>CODE</u> | <u>AMOUNT</u> | <u>RELATED OR EXEMPT<br/>FUNCTION INCOME</u> |
|----------------------------|--------------------------|---------------|---------------------------|---------------|----------------------------------------------|
| CAPITAL GAIN DISTRIBUTIONS |                          |               | 18                        | 5,095.        |                                              |
| TOTALS                     |                          |               |                           | <u>5,095.</u> |                                              |

| <u>ORGANIZATION NAME &amp; ADDRESS</u>                                                                      | <u>RELATIONSHIP</u> | <u>FOUNDATION STATUS</u> | <u>HTH, HDC, DIS</u> | <u>SOC WELL</u> | <u>YOUTH CIVIC</u> | <u>CUL EDUCA</u> | <u>FUND RAIS &amp; SUPT</u> | <u>HSPL &amp; REL FAC</u> | <u>AMOUNT</u> |
|-------------------------------------------------------------------------------------------------------------|---------------------|--------------------------|----------------------|-----------------|--------------------|------------------|-----------------------------|---------------------------|---------------|
| THE PHOENIX GARAGE<br>1019 BATTSFORD CIRCLE<br>FORT COLLINS, CO 80525                                       | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 4,000         |
| SEXUAL ASSAULT VICTIM ADVOCATE CENTER<br>612 S COLLEGE AVE, SUITE 2<br>FORT COLLINS, CO 80524               | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 3,500         |
| PROJECT SELF-SUFFICIENCY OF LOVELAND<br>/FORT COLLINS<br>375 W 37TH STREET, SUITE 150<br>LOVELAND, CO 80538 | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 5,000         |
| PATHWAYS HOSPICE<br>305 CARPENTER ROAD<br>FORT COLLINS, CO 80525                                            | NONE                | 170(b)(1)(A)(vi)         | X                    |                 |                    |                  |                             |                           | 4,400         |
| PARTNERS MENTORING YOUTH<br>530 S COLLEGE AVE, UNIT 1<br>FORT COLLINS, CO 80524                             | NONE                | 170(b)(1)(A)(vi)         |                      |                 | X                  |                  |                             |                           | 5,000         |
| MEALS ON WHEELS/FT COLLINS<br>PO BOX 354<br>FORT COLLINS, CO 80522                                          | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 6,500         |
| LUBICK FOUNDATION<br>2221 BALDWIN ST<br>FORT COLLINS, CO 80528                                              | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 5,000         |
| LIVE THE VICTORY INC<br>dba THE MATTHEWS HOUSE<br>415 MASON CT, APT 1A<br>FORT COLLINS, CO 80524            | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 5,000         |
| HOUSE OF NEIGHBORLY SERVICE<br>565 N CLEVELAND AVENUE<br>LOVELAND, CO 80537                                 | NONE                | 509(a)(2)                |                      | X               |                    |                  |                             |                           | 6,500         |
| UNITED WAY OF LARIMER CO (GIVE NEXT)<br>424 PINE STREET, SUITE 102<br>FORT COLLINS, CO 80524                | NONE                | 170(b)(1)(A)(vi)         |                      |                 | X                  |                  |                             |                           | 5,000         |
| FOOD BANK FOR LARIMER CO<br>1301 BLUE SPRUCE<br>FORT COLLINS, CO 80524                                      | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 5,000         |
| ACTION WORKS<br>PO BOX 567<br>LOUISVILLE, CO 80027                                                          | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 5,000         |
| RONALD MCDONALD HOUSE CHARITIES<br>706 GROVE ROAD<br>GREENVILLE, SC 29605                                   | NONE                | 170(b)(1)(A)(vi)         | X                    |                 |                    |                  |                             |                           | 1,000         |
| GREENVILLE AREA INTERFAITH<br>HOSPITALITY NETWORK<br>PO BOX 2083<br>GREENVILLE, SC 29601                    | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 1,000         |
| GOLDEN STRIP EMERGENCY RELIEF<br>RESOURCE AGENCY<br>PO BOX 193<br>FOUNTAIN INN, SC 29644                    | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 1,000         |
| THE FAMILY EFFECT FOUNDATION<br>1400 CLEVELAND STREET<br>GREENVILLE, SC 29607                               | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 1,000         |
| ROCK RIVER VALLEY PANTRY<br>421 SOUTH ROCKTON AVENUE<br>ROCKFORD, IL 61102                                  | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 10,000        |
| BELVIDERE-BOONE COUNTY FOOD BANK<br>PO BOX 35<br>CAPRON, IL 61012                                           | NONE                | 170(b)(1)(A)(vi)         |                      | X               |                    |                  |                             |                           | 15,000        |
| CRUSADER CLINIC<br>1200 WEST STATE STREET<br>ROCKFORD, IL 61102                                             | NONE                | 170(b)(1)(A)(vi)         |                      |                 |                    |                  |                             | X                         | 217,000       |
| DISCOVERY CENTER<br>711 NORTH MAIN STREET<br>ROCKFORD, IL 61103                                             | NONE                | 170(b)(1)(A)(vi)         |                      |                 |                    | X                |                             |                           | 250,000       |

| <u>ORGANIZATION NAME &amp; ADDRESS</u>                                                             | <u>RELATIONSHIP</u> | <u>FOUNDATION STATUS</u> | <u>HTH, HDC, DIS</u> | <u>SOC WELL</u> | <u>YOUTH CIVIC</u> | <u>CUL EDUCA</u> | <u>FUND RAIS &amp; SUPT</u> | <u>HSPL &amp; REL FAC</u> | <u>AMOUNT</u> |
|----------------------------------------------------------------------------------------------------|---------------------|--------------------------|----------------------|-----------------|--------------------|------------------|-----------------------------|---------------------------|---------------|
| ORCHARD VILLAGE<br>7670 MARMORA MANOR<br>SKOKIE, IL 60077                                          | NONE                | 509(a)(2)                | X                    |                 |                    |                  |                             |                           | 7,000         |
| YOUTH ORGANIZATIONS UMBRELLA INC<br>1027 SIEMERMAN AVENUE<br>EVANSTON, IL 60202                    | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 2,000         |
| ERIE NEIGHBORHOOD HOUSE<br>1347 WEST ERIE STREET<br>CHICAGO, IL 60642                              | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 12,000        |
| NORTHERN ILLINOIS LEADERSHIP<br>SEMINAR, INC<br>855 W ERIE STREET, SUITE 130<br>CHICAGO, IL 60632  | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 2,000         |
| NATIONAL ASSOCIATION FOR DOWNS<br>SYNDROME<br>PO BOX 206<br>WILMETTE, IL 60091                     | NONE                | 509(a)(2)                | X                    |                 |                    |                  |                             |                           | 2,000         |
| SANTA CLARITA VALLEY FOOD PANTRY<br>24901 ORCHARD VILLAGE<br>VALENCIA, CA 91355                    | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 10,000        |
| FAMILY PROMISE OF SANTA CLARITA VALLEY<br>25718 MCBEAN PKWY<br>VALENCIA, CA 91355                  | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 10,000        |
| ASSISTANCE LEAGUE OF SANTA CLARITA<br>PO BOX 220145<br>SANTA CLARITA, CA 91322                     | NONE                | 509(a)(2)                |                      | X               |                    |                  |                             |                           | 4,000         |
| HERITAGE HOME, INC.<br>11243 CHICAGO DR.<br>HOLLAND, MI 49423                                      | NONE                | 509(a)(2)                | X                    |                 |                    |                  |                             |                           | 1,300         |
| CITY ON A HILL MINISTRIES<br>100 SOUTH PINE STREET<br>ZEELAND, MI 49464                            | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 1,300         |
| BARNABAS MINISTRIES<br>PO BOX 1772<br>HOLLAND, MI 49422                                            | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 1,300         |
| WINGS OF MERCY INC<br>100 SOUTH PINE STREET, SUITE 393<br>ZEELAND, MI 49464                        | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 1,300         |
| ZEELAND PUBLIC SCHOOLS<br>183 WEST ROOSEVELT AVENUE<br>ZEELAND, MI 49464                           | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 1,100         |
| CENTER FOR DEVELOPMENTAL SERVICES<br>29 N Academy Street<br>Greenville, SC 29601                   | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 1,500         |
| FOOTHILLS GATEWAY, INC.<br>301 Skyway Dr<br>Fort Collins, CO 80525                                 | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 5,000         |
| FORT COLLINS SENIOR CENTER<br>1200 Raintree Dr<br>Fort Collins, CO 80526                           | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 2,000         |
| JUNIOR ACHIEVEMENT-ROCKY MOUNTAIN, INC<br>2032 Caribou Drive, Suite 101B<br>Fort Collins, CO 80525 | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 3,600         |
| PIEDMONT WOMEN'S CENTER<br>1146 Grove Road<br>Greenville, SC 29605                                 | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 1,000         |
| ROCKY MOUNTAIN INNOSPHERE<br>320 E Vine Dr #101<br>Fort Collins, CO 80524                          | NONE                | 509(a)(2)                |                      |                 |                    |                  | X                           |                           | 2,000         |
| BIG BROTHERS BIG SISTERS OF METROPOLITAN CHICAGO<br>560 W Lake St<br>Chicago, IL 60661             | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 3,500         |
| COMMUNITY ACTION HOUSE<br>345 West 14th Street<br>Holland, MI 49423                                | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 1,300         |



| <u>ORGANIZATION NAME &amp; ADDRESS</u>                                                                                 | <u>RELATIONSHIP</u> | <u>FOUNDATION STATUS</u> | <u>HTH, HDC, DIS</u> | <u>SOC WELL</u> | <u>YOUTH CIVIC</u> | <u>CUL EDUCA</u> | <u>FUND RAIS &amp; SUPT</u> | <u>HSPL &amp; REL FAC</u> | <u>AMOUNT</u> |
|------------------------------------------------------------------------------------------------------------------------|---------------------|--------------------------|----------------------|-----------------|--------------------|------------------|-----------------------------|---------------------------|---------------|
| COURT APPOINTED SPECIAL ADVOCATE (CASA) OF WINNEBAGO COUNTY<br>403 Elm Street<br>Rockford, IL 61101                    | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 15,000        |
| HELPING HANDS PANTRY NFP<br>2502 Spring Ridge Dr<br>Spring Grove, IL 60081                                             | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 15,000        |
| HOLLAND JUNIOR WELFARE LEAGUE<br>PO Box 1633<br>Holland, MI 49422                                                      | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 1,300         |
| NORTHWEST SUBURBAN UNITED WAY (IN2BOOKS)<br>550 E Business Center Dr Ste 4<br>Mount Prospect, IL 60056-2166            | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 9,000         |
| OAR (OTTAGAN ADDICTIONS RECOVERY)<br>483 Century Lane<br>Holland, MI, 49423                                            | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 1,500         |
| REGIONAL ACCESS & MOBILIZATION PROJECT, INC. (RAMP)<br>202 Market Street<br>Rockford, Illinois 61107                   | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 6,000         |
| ROCK HOUSE KIDS<br>1325 7th St<br>Rockford, IL 61104                                                                   | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 15,000        |
| ROCKFORD REACHOUT JAIL MINISTRY, INC.<br>650 W State St<br>Rockford, IL 61102                                          | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 5,000         |
| SC MOUNTAINS TO MIDLANDS AFFILIATE OF KOMEN<br>531 South Main Street, Suite ML-10<br>Greenville, SC 29601              | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 1,500         |
| THE CHICAGO LIGHTHOUSE FOR PEOPLE WHO BLIND OR VISUALLY IMPAIRED<br>1850 West Roosevelt Road<br>Chicago, IL 60608-1298 | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 3,500         |
| THE HAVEN NETWORK<br>124 N Water Street, Ste. 201<br>Rockford, IL 61107                                                | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 10,000        |
| WES LEONARD HEART TEAM<br>97 W 22nd Street<br>Holland, MI 49423                                                        | NONE                | 170(b)(1)(A)(v)          | X                    |                 |                    |                  |                             |                           | 1,300         |
| YWCA EVANSTON NORTH SHORE<br>1215 Church St<br>Evanston, IL 60201                                                      | NONE                | 509(a)(2)                |                      |                 | X                  |                  |                             |                           | 5,000         |
| 70X7 LIFE RECOVERY<br>97 W 22nd Street<br>Holland, MI 49423                                                            | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 1,300         |
| POUDRE RIVER LIBRARY TRUST, INC.<br>PO BOX 1474<br>Fort Collins, CO 80522-1474                                         | NONE                | 170(b)(1)(A)(v)          |                      |                 |                    | X                |                             |                           | 20,000        |
| SANTA CLARITA VALLEY BOYS & GIRLS CLUB<br>19425 Stillmore St<br>Santa Clara, CA 91351                                  | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 10,000        |
| THE BRIDGE TO HOME<br>PO Box 802978<br>Santa Clara, CA 91380-2978                                                      | NONE                | 170(b)(1)(A)(v)          |                      | X               |                    |                  |                             |                           | 4,000         |
| TEAM FORT COLLINS<br>201 S College Ave<br>Fort Collins, CO 80524                                                       | NONE                | 170(b)(1)(A)(v)          |                      |                 | X                  |                  |                             |                           | 3,500         |

759,000

**Key:**

HTH, HDC, DIS - Health, Handicapped, Disabled  
SOC WELL - Social Welfare  
YOUTH CIVIC - Youth & Civic Organizations  
CUL EDUCA - Cultural & Educational  
FUND RAIS & SUPT - Fund Raising & Support Organizations  
HSPL & REL FAC - Hospitals & Related Facilities

ATTACHMENT 18

**FORM 990-PF - PART IV**  
**CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME**

| Kind of Property                             |                                       | Description                                                           |                          |                                 |                                    | P<br>or<br>D | Date<br>acquired     | Date sold |
|----------------------------------------------|---------------------------------------|-----------------------------------------------------------------------|--------------------------|---------------------------------|------------------------------------|--------------|----------------------|-----------|
| Gross sale<br>price less<br>expenses of sale | Depreciation<br>allowed/<br>allowable | Cost or<br>other<br>basis                                             | FMV<br>as of<br>12/31/69 | Adj. basis<br>as of<br>12/31/69 | Excess of<br>FMV over<br>adj basis |              | Gain<br>or<br>(loss) |           |
| 3,405,662.                                   |                                       | PUBLICLY TRADED SECURITIES<br>PROPERTY TYPE: SECURITIES<br>2,887,193. |                          |                                 |                                    | P            | VAR<br><br>518,469.  | VAR       |
| TOTAL GAIN (LOSS) .....                      |                                       |                                                                       |                          |                                 |                                    |              | <u>518,469.</u>      |           |