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Form **990-PF**

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

OMB No 1545-0052

2013

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2013 or tax year beginning , and ending

Name of foundation
VOGEL FAMILY CHARITABLE TRUST

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code
Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
91-6576387

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

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

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

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

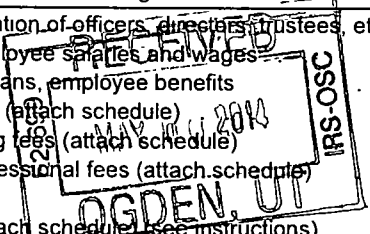
H Check type of organization: Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ **966,595**

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	22,632	21,623		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	94,581			
	b Gross sales price for all assets on line 6a	1,081,254			
	7 Capital gain net income (from Part IV, line 2)		94,581		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	117,213	116,204	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	13,756	10,317		3,439
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,098			1,098
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	642	642		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	5	5		
	24 Total operating and administrative expenses. Add lines 13 through 23	15,501	10,964	0	4,537
	25 Contributions, gifts, grants paid	45,941			45,941
26 Total expenses and disbursements. Add lines 24 and 25	61,442	10,964	0	50,478	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	55,771				
b Net investment income (if negative, enter -0-)		105,240			
c Adjusted net income (if negative, enter -0-)			0		

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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 (a) Book Value	End of year (b) Book Value (c) Fair Market Value		
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	91,574	20,585	20,585
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	736,664	862,868	946,010	
14	Land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶				
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	828,238	883,453	966,595	
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 and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	828,238	883,453	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	828,238	883,453	
31	Total liabilities and net assets/fund balances (see instructions)	828,238	883,453		

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	828,238
2	Enter amount from Part I, line 27a	2	55,771
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,226
4	Add lines 1, 2, and 3	4	885,235
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	1,782
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	883,453

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
a			0	
b			0	
c			0	
d			0	
e			0	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	94,581
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries				
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))	
2012	48,020	880,221	0.054554	
2011	51,363	904,428	0.056791	
2010	73,889	870,738	0.084858	
2009	46,003	780,467	0.058943	
2008	55,372	908,251	0.060966	
2	Total of line 1, column (d)		2	0.316112
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3	0.063222
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4	905,285
5	Multiply line 4 by line 3		5	57,234
6	Enter 1% of net investment income (1% of Part I, line 27b)		6	1,052
7	Add lines 5 and 6		7	58,286
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8	50,478

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2		0
3	Add lines 1 and 2	3		2,105
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5		2,105
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	119	
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		119
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		1,986
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11		0

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

- 5a During the year did the foundation pay or incur any amount to
 - (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No
 - (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No
 - (3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No
 - (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No
 - (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No
- b If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here
- c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A 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?

5b	N/A	
6b		X
7b	N/A	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	TRUSTEE	4 00 13,756		

2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."

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

Total number of other employees paid over \$50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
2	
3	
4	

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

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

Amount

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

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

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	892,841
b	Average of monthly cash balances	1b	26,230
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	919,071
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	919,071
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	13,786
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	905,285
6	Minimum investment return. Enter 5% of line 5	6	45,264

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	45,264
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,105
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	2,105
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	43,159
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	43,159
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	43,159

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	50,478
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	50,478
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	50,478

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				43,159
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				5,548
e From 2012				4,247
f Total of lines 3a through e			9,795	
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 50,478				
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				43,159
e Remaining amount distributed out of corpus	7,319			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	17,114			
b Prior years' undistributed income. Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	17,114			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				5,548
d Excess from 2012				4,247
e Excess from 2013				7,319

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	45,941
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name
BOISE STATE UNIVERSITY

Street
1910 UNIVERSITY DRIVE

City BOISE	State ID ID	Zip Code 83725	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 15,314

Name
ST ALPHONSUS REGIONAL MEDICAL CENTER

Street
1055 NORTH CURTIS ROAD

City BOISE	State ID ID	Zip Code 83706	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 15,314

Name
REDEEMER LUTHERAN CHURCH

Street
2920 CASSIA STREET

City BOISE	State ID ID	Zip Code 83705	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 15,313

Name

Street

City	State ID	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State ID	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

Name

Street

City	State ID	Zip Code	Foreign Country
Relationship	Foundation Status		
Purpose of grant/contribution			Amount

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

Check "X" to include in Part IV	Description	CUSIP #	Amount	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Capital Gains/Losses		Gross Sales Price	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Net Gain or Loss
									Gross Sales	Other sales				Expense of Sale and Cost of Improvements	Depreciation	
	Long Term CG Distributions		3,567													
	Short Term CG Distributions															
69	X AMEX UTILITIES SPDR	813697886				1/26/2008		1/20/13	1,759	1,458						301
70	X AMEX UTILITIES SPDR	813697886				1/30/2008		1/20/13	1,759	1,472						287
71	X TARGET CORP	87612E106				1/7/2008		1/20/13	3,029	2,445						584
72	X TARGET CORP	87612E106				6/13/2008		7/11/2013	507	373						134
73	X TARGET CORP	87612E106				4/23/2009		1/20/13	25,340	25,338						2
74	X TEVA PHARMACEUTICAL	881624209				4/17/2009		8/19/2013	1,526	1,778						-252
75	X TEVA PHARMACEUTICAL	881624209				4/17/2009		8/19/2013	1,984	2,223						-239
76	X THERMO FISHER SCIENTIFIC	883556102				1/9/2013		7/11/2013	1,064	807						257
77	X THERMO FISHER SCIENTIFIC	883556102				7/17/2006		8/29/2013	536	403						133
78	X THORNBERG INTL VALUE FUND	885215586				1/25/2003		1/20/13	47,289	41,685						5,604
79	X THORNBERG INTL VALUE FUND	885215586				2/20/2008		1/20/13	29,571	17,000						12,571
80	X THORNBERG INTL VALUE FUND	885215586				7/20/2008		1/20/13	18,702	20,000						-1,298
81	X 3M CO	88579Y101				5/7/2013		7/11/2013	686	646						40
82	X 3M CO	88579Y101				1/9/2013		7/11/2013	114	96						18
83	X TRAVELERS COMPANIES, INC	88417E109				1/7/2008		1/20/13	2,958	2,090						868
84	X TRAVELERS COMPANIES, INC	88417E109				6/13/2008		1/20/13	2,588	1,670						918
85	X UNION PACIFIC CORP	90781B108				1/9/2013		7/11/2013	2,060	1,705						355
86	X UNITED TECHNOLOGIES CORP	913017109				1/7/2008		1/20/13	2,550	2,238						312
87	X UNITED TECHNOLOGIES CORP	913017109				6/13/2008		1/20/13	1,700	1,700						0
88	X UNITED TECHNOLOGIES CORP	913017109				11/26/2008		1/20/13	1,275	702						573
89	X UNITED TECHNOLOGIES CORP	913017109				6/15/2009		1/20/13	2,975	1,897						1,078
90	X UNITED HEALTH GROUP INC	91324P102				4/2/2009		7/11/2013	955	867						88
91	X VANGUARD INTERMEDIATE T	921937819				1/9/2013		5/7/2013	10,827	10,826						1
92	X VANGUARD INTERMEDIATE T	921937819				1/20/13		7/11/2013	4,660	4,929						-269
93	X VANGUARD SHORT TERM BO	921937827				1/9/2013		5/7/2013	7,691	7,698						7
94	X VANGUARD SHORT TERM BO	921937827				1/9/2013		7/11/2013	11,537	11,668						-131
95	X VANGUARD FTSE DEVELOPE	921943858				5/7/2013		10/9/2013	7,536	7,465						71
96	X VANGUARD FTSE EMERGING	922042858				1/9/2013		10/9/2013	13,353	14,611						-1,258
97	X VANGUARD REIT VIPER	922908553				4/17/2009		1/20/13	4,028	1,718						2,310
98	X VANGUARD REIT VIPER	922908553				5/7/2010		1/20/13	3,958	2,784						1,174
99	X VANGUARD SMALL CAP GRW	922908827				5/10/2007		1/20/13	6,443	5,000						1,443
100	X VANGUARD SMALL CAP GRW	922908827				5/31/2007		1/20/13	6,181	5,000						1,181
101	X VANGUARD SMALL CAP GRW	922908827				1/7/2008		1/20/13	6,223	5,000						1,223
102	X VANGUARD SMALL CAP GRW	922908827				1/7/2008		1/20/13	13,716	10,000						3,716
103	X VODAFONE GROUP PLC NEW	92857W209				1/26/2008		1/20/13	1,984	2,035						-51
104	X VODAFONE GROUP PLC NEW	92857W209				1/26/2008		1/20/13	1,588	1,666						-78
105	X VODAFONE GROUP PLC NEW	92857W209				1/30/2009		1/20/13	2,381	1,696						685
106	X ACCENTURE PLC	G1151C101				1/7/2008		1/20/13	5,213	2,556						2,657
107	X ACCENTURE PLC	G1151C101				1/30/2009		1/20/13	1,738	788						950
108	X ACCENTURE PLC	G1151C101				4/17/2009		1/20/13	3,475	1,336						2,139
109	X PRUDENTIAL PLC	G7293H189				4/18/2007		1/20/13	10,192	10,411						-219
110	X ABBOTT LABS	002824100				6/15/2009		1/20/13	3,308	2,152						1,156
111	X ABBOTT LABS	002824100				6/15/2009		1/20/13	3,383	2,333						1,050
112	X AEGON N.V.	007924400				4/18/2007		1/20/13	10,048	10,266						-218
113	X AFFILIATED MANAGERS GRO	008352108				1/9/2013		2/25/2013	860	832						27
114	X AFFILIATED MANAGERS GRO	008352108				1/9/2013		7/11/2013	672	355						317
115	X ANHEUSER-BUSCH INBEV SP	03524A108				5/7/2013		7/11/2013	652	675						-23
116	X ANHEUSER-BUSCH INBEV SP	03524A108				1/9/2013		7/11/2013	186	168						18
117	X APACHE CORP	037411105				1/9/2013		7/11/2013	646	641						5
118	X APPLE INC	037833100				1/9/2013		7/11/2013	1,692	2,094						-402
119	X ARTISAN MID CAP VALUE FUND	043144709				6/13/2008		1/20/13	22,186	20,000						2,186
120	X ARTISAN MID CAP VALUE FUND	043144709				1/29/2010		1/20/13	12,351	10,000						2,351
121	X BARCLAYS BK PLC ADR	06739F390				4/18/2007		1/20/13	10,080	10,967						-887
122	X BERKSHIRE HATHAWAY 150	084664B11				5/3/2011		1/20/13	25,249	25,242						7
123	X BERKSHIRE HATHAWAY INC	084670702				5/7/2013		7/11/2013	810	774						36
124	X BERKSHIRE HATHAWAY INC	084670702				1/9/2013		7/11/2013	347	281						66
125	X BHP BILLITON LIMITED - ADR	088606108				6/13/2008		1/20/13	1,973	2,061						-88
126	X BOEING CO	097023105				5/7/2013		7/11/2013	639	586						53
127	X BOEING CO	097023105				1/9/2013		7/11/2013	106	78						28
128	X CVS/CAREMARK CORPORATI	126650100				1/7/2008		1/20/13	3,010	2,294						716
129	X CVS/CAREMARK CORPORATI	126650100				11/26/2008		1/20/13	2,007	1,087						920
130	X CVS/CAREMARK CORPORATI	126650100				5/7/2013		7/11/2013	545	522						23
131	X CVS/CAREMARK CORPORATI	126650100				6/15/2009		7/11/2013	242	120						122
132	X CHAMBERS STREET PROFER	157842105				11/25/2009		7/8/2013	6	8						2
133	X CHAMBERS STREET PROFER	157842105				11/25/2009		8/8/2013	17,943	18,300						-357
134	X CHEVRON CORP	166764100				2/20/2008		1/20/13	2,735	2,122						613
135	X CHEVRON CORP	166764100				11/26/2008		1/20/13	1,094	776						318
136	X CHEVRON CORP	166764100				1/30/2009		1/20/13	546	360						186

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

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

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

		642	642	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	642	642		

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

		5	5	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	5	5		

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			0	0	0
2	AFLAC INC		0	2,368	3,007
3	AFFILIATED MANAGERS GROUP INC		0	2,082	3,254
4	APACHE CORPORATION COM		0	2,302	2,492
5	APPLE COMPUTER INC COM		0	5,434	6,171
6	BAXTER INTL INC COM		0	2,656	2,643
7	BOEING COMPANY		0	1,834	3,276
8	CVS/CAREMARK CORPORATION		0	1,377	3,292
9	CAPITAL ONE FINANCIAL CORP		0	2,499	3,064
10	CISCO SYSTEMS INC		0	2,379	3,409
11	DIAGEO PLC - ADR		0	1,039	2,516
12	WALT DISNEY CO		0	2,056	4,355
13	E M C CORP MASS		0	1,922	2,012
14	GILEAD SCIENCES INC		0	1,513	2,929
15	INTERNATIONAL BUSINESS MACHS CORP		0	2,445	2,251
16	JOHNSON CONTROLS INC		0	2,693	4,412
17	MERGER FD SH BEN INT 260		0	17,334	17,498
18	MICROSOFT CORP		0	1,870	2,619
19	NATIONAL OILWELL INC COM		0	2,404	2,624
20	NESTLE SA REGISTERED SHARES - ADR		0	1,414	2,944
21	ORACLE CORPORATION		0	2,594	2,870
22	PIMCO FOREIGN BD FD USD H-INST 103		0	4,471	4,363
23	SCHLUMBERGER LTD		0	2,685	3,334
24	TJX COS INC NEW		0	2,413	3,505
25	THERMO FISHER SCIENTIFIC INC		0	1,479	2,450
26	TOTAL FINA ELF SA ADR		0	2,330	2,757
27	UNION PACIFIC CORP		0	2,886	3,696
28	MCKESSON CORP		0	2,126	3,389
29	GOLDMAN SACHS GROUP INC		0	2,003	2,659
30	HSBC - ADR		0	2,510	2,536
31	UNITED PARCEL SERVICE-CL B		0	1,924	2,627
32	TARGET CORP		0	2,297	3,290
33	UNITEDHEALTH GROUP INC		0	2,732	3,916
34	FID ADV EMER MKTS INC- CL I 607		0	14,186	13,945
35	COACH INC		0	2,296	2,357
36	BHP BILLITON LIMITED		0	962	1,705
37	ISHARES TR SMALLCAP 600 INDEX FD		0	43,100	58,057
38	JPMORGAN CHASE & CO		0	2,334	3,977
39	US BANCORP DEL NEW		0	2,666	3,232
40	ISHARES S&P MIDCAP 400 VALUE		0	23,051	29,406
41	ISHARES S & P 500 INDEX FUND		0	18,361	23,206
42	ANHEUSER-BUSCH INBEV SPN ADR		0	2,355	2,981
43	LAUDUS MONDRIAN INTL FI-INST 2940		0	4,642	4,325
44	ISHARES S&P MIDCAP 400 GROWTH		0	35,190	44,006
45	CHEVRON CORP		0	1,442	2,498
46	DREYFUS EMG MKT DEBT LOC C-I 6083		0	34,932	32,431

736,664

862,868

946,010

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

		736,664	862,868	946,010
	Asset Description	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	DRIEHAUS ACTIVE INCOME FUND	0	28,408	28,551
48	3M CO	0	2,315	3,366
49	BERSHIRE HATHAWAY INC.	0	3,472	4,387
50	COMCAST CORP CLASS A	0	1,091	3,949
51	ASG GLOBAL ALTERNATIVES-Y 1993	0	36,615	36,338
52	GOOGLE INC	0	2,949	4,483
53	VANGUARD REIT VIPER	0	20,731	36,283
54	AQR MANAGED FUTURES STR-I	0	9,649	10,018
55	CELANESE CORP	0	1,882	2,212
56	VANGUARD EMERGING MARKETS ETF	0	104,356	97,954
57	MONSTER BEVERAGE CORP	0	1,743	2,372
58	EATON CORP PLC	0	2,233	3,045
59	VANGUARD BD INDEX FD INC	0	67,595	66,821
60	VANGUARD EUROPE PACIFIC ETF	0	100,862	108,701
61	ROBECO BP LNG/SHRT RES-INS	0	26,486	28,737
62	DIAMOND HILL LONG-SHORT FD CLI 11	0	15,835	18,998
63	RIDGEWORTH SEIX HY BD-I 5855	0	48,280	46,283
64	CREDIT SUISSE COMM RT ST-CO 2156	0	42,131	37,199
65	CME GROUP INC	0	2,377	3,531
66	SPDR DJ WILSHIRE INTERNATIONAL REA	0	39,805	37,698
67	VANGUARD INTERMEDIATE TERM B	0	28,465	26,798

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

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

1	MUTUAL FUND & CTF INCOME ADDITIONS	1	1,181
2	FEDERAL EXCISE TAX REFUND	2	45
3	Total	3	1,226

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

1	COST BASIS ADJUSTMENT	1	207
2	MUTUAL FUND & CTF INCOME SUBTRACTION	2	1,218
3	PY RETURN OF CAPITAL	3	357
4	Total	4	1,782

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

Line	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over/Adjusted Basis or Losses
1	GILEAD SCIENCES INC	375558103		1/9/2013	12/12/2013	704			388	316				91,014
2	GOOGLE INC	36259P508		1/9/2013	7/1/2013	913			737	176				316
3	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/20/2008	5/7/2013	5,011			7,500	-2,489				176
4	HUSSMAN STRATEGIC GROWTH FUND	448108100		11/29/2008	5/7/2013	5,978			7,000	-1,022				-2,489
5	HUSSMAN STRATEGIC GROWTH FUND	448108100		1/1/2010	6/24/2013	6,243			10,445	-2,202				-1,022
6	INTEL CORP	458140100		1/9/2013	6/1/2013	2,384			2,027	357				-2,202
7	SHARES INC MSCI PACIFIC EX-JAPAN	484288605		5/10/2007	1/9/2013	10,726			10,726	-12				357
8	SHARES INC MSCI PACIFIC EX-JAPAN	484288605		5/10/2007	1/9/2013	3,575			3,584	-9				-12
9	SHARES INC MSCI PACIFIC EX-JAPAN	484288605		5/31/2007	1/9/2013	2,145			2,164	-19				-9
10	SHARES INC MSCI PACIFIC EX-JAPAN	484288605		1/30/2009	1/9/2013	5,959			2,850	3,109				-19
11	SHARES CORE S & P 500 ETF	464281200		1/9/2013	5/7/2013	4,358			3,966	432				3,109
12	SHARES CORE S & P 500 ETF	464281200		1/9/2013	7/1/2013	17,272			15,130	2,142				432
13	SHARES TR MSCI EMERGING MARKET	464281234		4/18/2007	1/9/2013	10,006			9,223	783				2,142
14	SHARES TR MSCI EMERGING MARKET	464281234		5/10/2007	1/9/2013	5,336			4,931	405				783
15	SHARES TR MSCI EMERGING MARKET	464281234		1/30/2009	1/9/2013	5,559			2,676	2,883				405
16	SHARES TR MSCI EMERGING MARKET	464281234		2/7/2011	1/9/2013	5,781			6,080	-299				2,883
17	SHARES MSCI EAFE	464281485		1/9/2013	1/28/2013	49,860			48,602	1,258				2,883
18	SHARES MSCI EAFE	464281485		1/6/2013	5/7/2013	63,487			58,037	5,450				1,258
19	SHARES S&P MIDCAP 400 GROWTH	464281608		5/7/2013	7/1/2013	1,348			1,314	35				5,450
20	SHARES S&P MIDCAP 400 GROWTH	464281608		8/6/2013	10/9/2013	407			394	13				35
21	SHARES S&P MIDCAP 400 GROWTH	464281608		5/7/2013	7/1/2013	3,392			2,916	476				13
22	SHARES S&P MIDCAP 400 GROWTH	464281608		1/9/2013	11/12/2013	17,450			15,905	1,545				476
23	SHARES CORE S&P SMALL-CAP E	464281604		1/9/2013	5/7/2013	2,628			2,627	1				1,545
24	SHARES CORE S&P SMALL-CAP E	464281604		6/15/2009	1/9/2013	1,141			858	283				1
25	JPMORGAN CHASE & CO	46925H100		5/7/2013	7/1/2013	670			583	87				283
26	JPMORGAN CHASE & CO	46925H100		6/15/2009	7/1/2013	391			240	151				87
27	JOHNSON & JOHNSON	478160104		1/7/2008	1/9/2013	2,148			2,005	143				151
28	JOHNSON & JOHNSON	478160104		11/26/2008	1/9/2013	1,074			853	221				143
29	JOHNSON & JOHNSON	478160104		1/9/2009	1/9/2013	2,148			1,738	410				221
30	JOHNSON & JOHNSON	478160104		1/9/2013	7/1/2013	1,314			1,240	74				410
31	NESTLE SA REGISTERED SHARES - A	641088406		1/9/2013	1/1/2013	10,557			10,000	557				74
32	NESTLE SA REGISTERED SHARES - A	641088406		4/18/2007	1/9/2013	5,268			5,000	268				557
33	NESTLE SA REGISTERED SHARES - A	641088406		5/10/2007	1/9/2013	2,169			2,958	-789				268
34	MORGAN MONDIAI INTL F-HST #284	51850C035		1/9/2013	7/1/2013	472			405	67				-789
35	MORGAN MONDIAI INTL F-HST #284	51850C035		5/9/2013	7/1/2013	9,504			9,574	-70				67
36	MORGAN MONDIAI INTL F-HST #284	51850C035		1/9/2013	7/1/2013	288			268	20				-70
37	MORGAN MONDIAI INTL F-HST #284	51850C035		4/9/2007	1/9/2013	10,072			10,275	-203				20
38	MORGAN MONDIAI INTL F-HST #284	51850C035		4/18/2007	1/9/2013	10,080			10,275	-195				-203
39	MIL CAPITAL TRUST V 7.12% FFD	5921G104		6/13/2008	1/9/2013	1,330			1,322	8				-195
40	MICROSOFT CORP	594911104		5/13/2008	1/9/2013	1,955			1,522	433				8
41	MICROSOFT CORP	594911104		1/26/2009	1/9/2013	3,458			3,106	352				433
42	MICROSOFT CORP	594911104		3/7/2011	1/9/2013	1,638			1,306	332				352
43	MICROSOFT CORP	594911104		11/20/2008	1/9/2013	2,948			2,895	53				332
44	NESTLE SA REGISTERED SHARES - A	641088406		1/26/2009	1/9/2013	1,955			1,522	433				53
45	NESTLE SA REGISTERED SHARES - A	641088406		4/18/2007	1/9/2013	1,966			1,522	444				433
46	NESTLE SA REGISTERED SHARES - A	641088406		3/7/2011	1/9/2013	14,190			10,959	3,231				444
47	NEXTERA ENERGY INC	85338F101		1/9/2013	1/9/2013	1,606			1,253	353				3,231
48	NOVARTIS AG - ADR	8698FV109		6/13/2008	1/9/2013	643			416	227				353
49	NOVARTIS AG - ADR	8698FV109		1/30/2009	1/9/2013	1,694			1,040	654				227
50	NOVARTIS AG - ADR	8698FV109		1/30/2009	1/9/2013	2,970			3,029	-59				654
51	PIMCO FOREIGN BD FSD H-INST #1	693390882		1/9/2013	7/1/2013	231			218	13				-59
52	PEPSICO INC	733448108		1/7/2008	1/9/2013	2,187			1,155	1,032				13
53	PEPSICO INC	733448108		6/13/2008	1/9/2013	1,745			1,689	56				1,032
54	PEPSICO INC	733448108		1/30/2009	1/9/2013	3,388			1,924	1,464				56
55	PROCTER & GAMBLE CO	742718109		6/15/2009	1/9/2013	1,745			1,268	477				1,464
56	PROCTER & GAMBLE CO	742718109		1/7/2008	1/9/2013	1,035			987	48				477
57	PROCTER & GAMBLE CO	742718109		6/13/2008	1/9/2013	1,725			1,386	339				48
58	PROCTER & GAMBLE CO	742718109		6/15/2009	1/9/2013	1,725			1,290	435				339
59	RIDGEMOUNT SEC HY BDI #5855	766281845		1/9/2013	5/7/2013	9,324			9,102	222				435
60	RIDGEMOUNT SEC HY BDI #5855	766281845		5/20/2008	5/7/2013	1,435			1,722	-287				222
61	SCHLUMBERGER LTD	806657108		5/7/2013	7/1/2013	539			538	1				-287
62	SCHLUMBERGER LTD	806657108		1/9/2013	7/1/2013	218			218	0				1
63	AMEX ENERGY SELECT SPDR	81569Y506		4/13/2011	1/9/2013	21,807			22,829	-1,022				1
64	AMEX FINANCIAL SELECT SPDR	81569Y605		1/26/2009	1/9/2013	2,975			2,975	0				-1,022
65	AMEX FINANCIAL SELECT SPDR	81569Y605		1/30/2009	1/9/2013	3,388			1,924	1,464				1,474
66	AMEX UTILITIES SPDR	81569Y866		1/9/2013	1/9/2013	1,759			1,649	110				1,474
67	AMEX UTILITIES SPDR	81569Y866		11/26/2008	1/9/2013	1,759			1,459	301				110
68	AMEX UTILITIES SPDR	81569Y866		1/30/2009	1/9/2013	1,759			1,472	287				301
69	TARGET CORP	87612E108		1/7/2008	1/9/2013	3,029			2,445	584				287
70	TARGET CORP	87612E108		6/13/2008	1/9/2013	507			373	134				584
71	TARGET CORP	87612E108		4/23/2009	1/9/2013	25,340			25,338	2				134
72	TEVA PHARMACEUTICAL INDUSTRIES	881624209		4/17/2009	1/9/2013	1,526			1,778	-252				2
73	TEVA PHARMACEUTICAL INDUSTRIES	881624209		8/19/2013	1/9/2013	1,984			2,223	-239				-252
74	THERMO FISHER SCIENTIFIC INC	883568102		1/9/2013	7/1/2013	1,064			807	257				-239
75	THERMO FISHER SCIENTIFIC INC	883568102		8/29/2013	7/1/2013	536			403	133				257
76	THORNBURG INTL VALUE FUND-CL 1#	885215566		11/26/2008	1/9/2013	47,289			41,685	5,604				133
77	THORNBURG INTL VALUE FUND-CL 1#	885215566		2/20/2008	1/9/2013	16,702			20,000	-1,298				5,604
78	THORNBURG INTL VALUE FUND-CL 1#	885215566		5/7/2013	7/1/2013	114			96	18				12,571
79	TRAVELERS COMPANIES, INC	89417E109		1/7/2008	1/9/2013	2,958			2,090	868				-1,298
80	TRAVELERS COMPANIES, INC	89417E109		6/13/2008	1/9/2013	2,588			1,670	918				868
81	TRAVELERS COMPANIES, INC	89417E109		1/9/2013	1/9/2013	2,588			1,670	918				18
82	TRAVELERS COMPANIES, INC	89417E109		6/13/2008	1/9/2013	2,588			1,670	918				18

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

Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	91,014
165 COMCAST CORP CLASS A	20030N101		5/17/2013	7/11/2013	478			473		5			5	91,014
170 DODGE & COX INTL STOCK FD #1048	256206103		5/17/2007	1/9/2013	7,212			10,000	-2,788				-2,788	
171 DODGE & COX INTL STOCK FD #1048	256206103		6/14/2006	1/9/2013	3,621			5,000	-1,379				-1,379	
172 DODGE & COX STOCK FUND #145	256219106		7/17/2006	1/9/2013	32,549			36,160	-3,611				-3,611	
173 DODGE & COX STOCK FUND #145	256219106		11/24/2003	1/9/2013	33,850			28,905	4,945				4,945	
174 DREYFUS EMG MKT DEBT LOC C-I #R06	281860484		1/9/2013	5/7/2013	9,018			8,657	361				361	
175 DREYFUS EMG MKT DEBT LOC C-I #R06	281860484		1/9/2013	10/9/2013	12,385			13,486	-1,101				-1,101	
176 ECOLAB INC	278865100		1/29/2010	1/9/2013	3,666			2,238	1,428				1,428	
177 EXXON MOBIL CORPORATION	30231G102		2/20/2008	1/9/2013	2,198			2,188	10				10	
178 EXXON MOBIL CORPORATION	30231G102		11/26/2008	1/9/2013	879			785	94				94	
179 EXXON MOBIL CORPORATION	30231G102		1/30/2009	1/9/2013	3,516			3,150	366				366	
180 GATEWAY FUND - Y #1986	367423884		1/7/2008	1/9/2013	8,705			10,000	-2,895				-2,895	
181 GATEWAY FUND - Y #1986	367423884		2/20/2008	1/9/2013	9,440			9,654	-214				-214	
182 GATEWAY FUND - Y #1986	367423884		2/20/2008	1/9/2013	5,375			5,346	29				29	
183 GATEWAY FUND - Y #1986	367423884		1/30/2009	7/11/2013	3,627			3,000	627				627	
184 GATEWAY FUND - Y #1986	367423884		1/11/2010	7/11/2013	13,484			12,280	1,194				1,194	
185 GATEWAY FUND - Y #1986	367423884		5/9/2013	7/11/2013	13,774			13,857	-83				-83	
186 GENERAL ELECTRIC CO	369504103		1/7/2008	1/9/2013	1,259			2,170	-911				-911	
187 GENERAL ELECTRIC CO	369504103		10/9/2009	1/9/2013	2,937			2,262	675				675	
188 GILEAD SCIENCES INC	375551103		1/9/2013	4/2/2013	395			310	85				85	
189 GILEAD SCIENCES INC	375551103		1/9/2013	7/11/2013	727			504	223				223	
190 HUSSMAN STRATEGIC GROWTH FUND	448108100		1/7/2008	1/9/2013	2,045			2,871	-826				-826	
191 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/20/2008	1/9/2013	3,675			5,361	-1,686				-1,686	
192 HUSSMAN STRATEGIC GROWTH FUND	448108100		2/20/2008	5/7/2013	1,421			2,139	-718				-718	

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

		13,756		0		0					
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1 Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	13,756		

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

	Date	Amount
1 Credit from prior year return	1	119
2 First quarter estimated tax payment	2	
3 Second quarter estimated tax payment	3	
4 Third quarter estimated tax payment	4	
5 Fourth quarter estimated tax payment	5	
6 Other payments	6	
7 Total	7	119