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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
EQUINOX FOUNDATION

A Employer identification number
93-1273462

Number and street (or P O box number if mail is not delivered to street address)
23985 VAUGHN ROAD

Room/suite

B Telephone number (see instructions)
(541) 935-7266

City or town, state or province, country, and ZIP or foreign postal code
VENETA, OR 974879435

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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)*▶$ 892,441

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	37	37		
	4	Dividends and interest from securities	19,722	19,722		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	38,049			
	b	Gross sales price for all assets on line 6a 328,227				
	7	Capital gain net income (from Part IV, line 2)		38,049		
	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	57,808	57,808		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	2,140			2,140
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	384	384		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	8,205	8,205		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,729	8,589		2,140
	25	Contributions, gifts, grants paid	29,000			29,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	39,729	8,589		31,140
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	18,079			
	b	**Net investment income** (if negative, enter -0-)		49,219		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	77,361	138,813	138,813
	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)	760,742	717,369	753,628
	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)			
	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)	838,103	856,182	892,441
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☑ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	838,103	856,182	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see page 17 of the instructions)	838,103	856,182	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	838,103	856,182	

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	838,103
2	Enter amount from Part I, line 27a	2	18,079
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	856,182
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	856,182

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)
1 a	SEE ATTACHED UBS STATEMENT	P		
b	SEE ATTACHED UBS STATEMENT	P		
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	162,298		145,717	16,581
b	165,929		144,461	21,468
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				16,581
b				21,468
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	38,049
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	16,581

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	37,828	748,181	0 050560
2011	30,000	857,898	0 034969
2010	20,000	935,539	0 021378
2009	32,000	906,333	0 035307
2008	25,491	1,143,860	0 022285

2	**Total** of line 1, column (d).	2	0 164499
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 032900
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	820,404
5	Multiply line 4 by line 3.	5	26,991
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	492
7	Add lines 5 and 6.	7	27,483
8	Enter qualifying distributions from Part XII, line 4.	8	31,140

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI **Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)**

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b			1	492
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	492
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	492
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	120		
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	120
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	372
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶			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?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶OR			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions). . . . . **11** No

12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . **12** No

13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? **13** Yes

Website address ▶NA

14 The books are in care of ▶J WILSON-CHARLES Telephone no ▶(541) 935-7266

Located at ▶23985 VAUGHN ROAD VENETA OR ZIP+4 ▶974879435

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . . ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year . . . . ▶ **15**

	Yes	No
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? **16**		No
See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶		

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

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? ☐ Yes ☑ No

(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. . . . ☐ Yes ☑ No

(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No

(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No

(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. . . . ☐ Yes ☑ No

(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). . . . ☐ Yes ☑ No

b If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. . . **1b**

Organizations relying on a current notice regarding disaster assistance check here. . . . ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?. . . . **1c**

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))

a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. . . . ☐ Yes ☑ No

If "Yes," list the years ▶ 20____, 20____, 20____, 20____

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions) **2b**

c If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here

▶ 20____, 20____, 20____, 20____

3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. . . . ☐ Yes ☑ No

b If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).* **3b**

4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? **4a** No

b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? **4b** No

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☑ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? **7b**

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JEFFREY WILSON-CHARLES 23985 VAUGHN RD VENETA, OR 97487	VICE PRESIDE 1 00	0	0	0
VICTORIA WILSON-CHARLES 23985 VAUGHN RD VENETA, OR 97487	PRESIDENT 2 00	0	0	0
TENAYA WILSON-CHARLES 300 N COLLEGE ST NORTHLAND, MN 55057	SECRETARY 1 00	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 ▶

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 MAKE DISTRIBUTIONS TO QUALIFYING 501(C)(3) ORGANIZATIONS TO FURTHER THEIR CHARITABLE PURPOSES FUNDS WERE GRANTED TO EIGHT CHARITABLE ORGANIZATIONS DURING THE YEAR THE FOUNDATION DID NOT ENGAGE IN ANY DIRECT CHARITABLE ACTIVITIES TO WHICH THIS SECTION APPLIES	
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 N/A	
2	
All other program-related investments See page 24 of the instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	724,809
b	Average of monthly cash balances	1b	108,088
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	832,897
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	832,897
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,493
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	820,404
6	**Minimum investment return.** Enter 5% of line 5	6	41,020

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	41,020
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 492		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	492
3	Distributable amount before adjustments Subtract line 2c from line 1	3	40,528
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	40,528
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	40,528

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	31,140
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	31,140
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	492
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	30,648

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				40,528
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			33,427	
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.				
e From 2012.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 31,140				
a Applied to 2012, but not more than line 2a			31,140	
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.				
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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			2,287	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				40,528
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				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

EQUINOX FOUNDATION
23985 VAUGHN ROAD
VENETA, OR 97487
(541) 935-7266

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

NO PARTICULAR FORM IS REQUIRED INCLUDE GENERAL INFORMATION ABOUT THE ORGANIZATION AND THE PURPOSE FOR REQUESTING GRANT

c Any submission deadlines

APPLICATIONS ACCEPTED THROUGHOUT THE YEAR

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

EXCLUSIVELY FOR RELIGIOUS, CHARITABLE, SCIENTIFIC, TESTING FOR PUBLIC SAFETY, LITERARY AND EDUCATIONAL PURPOSES AND PREVENTION OF CRUELTY TO CHILDREN AND ANIMALS

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				29,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	37	
4 Dividends and interest from securities. . . .			14	19,722	
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	38,049	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				57,808	

13 Total. Add line 12, columns (b), (d), and (e). 13 57,808

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

****** | 2014-05-07 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
WILLIAM V MASON II		2014-05-14		P00086637
Firm's name ▶ JONES & ROTH PC			Firm's EIN ▶	
Firm's address ▶ PO BOX 10086 EUGENE, OR 97440			Phone no (541) 687-2320	

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
JOHN SHEDD INST FOR ART 868 HIGH ST EUGENE,OR 97401	NONE	PUBLIC	OPERATING FUND	10,000
OAK HILL SCHOOL 86397 ELDON SCHAFER DR EUGENE,OR 97405	NONE	PUBLIC	EDUCATION FUND	4,000
SHAKESPEARE FESTIVAL 15 S PIONEER STREET ASHLAND,OR 97520	NONE	PUBLIC	OPERATING FUND	1,000
THE HOTCHKISS SCHOOL 11 INTERLAKEN ROAD LAKEVILLE,CT 06039	NONE	PUBLIC	EDUCATION FUND	2,000
ST PAUL'S SCHOOL 1201 SATRE STREET EUGENE,OR 97401	NONE	PUBLIC	EDUCATION FUND	2,000
CHEWONKI FOUNDATION 485 CHEWONKI NECK RD WISCASSET,ME 04578	NONE	PUBLIC	EDUCATION FUND	3,000
CARLETON COLLEGE 1 N COLLEGE ST NORTHFIELD,MN 55057	NONE	PUBLIC	EDUCATION FUND	5,000
REED COLLEGE PARENTS FUND 3203 SOUTHEAST WOODSTOCK PORTLAND,OR 972028199	NONE	PUBLIC	EDUCATION FUND	2,000
Total . . . . ▶ **3a**				29,000

TY 2013 Compensation Explanation

Name: EQUINOX FOUNDATION

EIN: 93-1273462

Person Name	Explanation
JEFFREY WILSON-CHARLES	
VICTORIA WILSON-CHARLES	
TENAYA WILSON-CHARLES	

TY 2013 Investments Corporate Stock Schedule

Name: EQUINOX FOUNDATION

EIN: 93-1273462

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES	717,369	753,628

TY 2013 Other Expenses Schedule

Name: EQUINOX FOUNDATION

EIN: 93-1273462

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
INVESTMENT MANAGEMENT FEES	8,205	8,205		

TY 2013 Other Professional Fees Schedule

Name: EQUINOX FOUNDATION

EIN: 93-1273462

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL FEES	2,140			2,140

TY 2013 Taxes Schedule

Name: EQUINOX FOUNDATION

EIN: 93-1273462

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	384	384		

UBS Financial Services Inc.
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Federal ID 13-2638166

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202-585-4000/800-382-9989

Payer:
EQUINOX FOUNDATION
23985 VAUGHN ROAD
VENETA OR 97487-9435

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: WS 24056 K5
Tax Identification Number: 93-1273426

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715)

Consistent with IRS guidance, transactions are grouped into section(s) based upon whether the security is covered or noncovered, and whether the term is short or long Transactions for which the term cannot be determined are grouped in a separate section As a result, the substitute Form 1099-B could have up to five separate sections, each with a heading identifying which securities are included and how to report the transactions on Form 8949 When available, basis information will be displayed in sections where basis is not required to be reported to the IRS A security is a "covered security" and subject to basis reporting requirements if it is acquired on or after its corresponding effective date For stock in a corporation, the effective date is January 1, 2011 For stock in a mutual fund the effective date is January 1, 2012 UBS is not required to report basis to the IRS for any securities acquired before 2011 IRS regulations now require that brokers report short sales for the year in which the short sale is closed The possible application of the "Constructive Sale" provisions (Sec 1259) for short-against-the box transactions is not required and thus not reflected here Clients may wish to discuss the potential application of this provision with their tax advisors

The cost basis of the oldest security lot (first-in, first-out or FIFO method of accounting) is assigned to a sale to calculate Gain/Loss unless you identified a specific lot (a "versus purchase" or "VSP" order) when you placed your sell order 2013 Gain/Loss for transactions with trade dates through 12/31/13 has been incorporated into this statement The net gain or loss for each transaction is calculated based on the sales amount less cost basis with any wash sale loss disallowed Although we apply wash sale rules to covered lots of identical securities, there are other circumstances to be considered that may result in or negate wash sales Gain or loss is not calculated on the sale or redemption of certain Structured Products and certain grantor trusts with collectible or foreign currency as it may be ordinary, and not capital, gain or loss These gains or losses will not be included on the gain or loss subtotal and total amounts Where applicable, symbol (2) will be printed to the right of the gain or loss subtotal and total amounts Net gain or loss is not reported to the IRS

In Box 2a gross proceeds are reported less commissions and option premiums Sale amounts with "±" symbol indicate where an option premium adjustment has been made If Box 2b is checked, a loss based on the amount reported in Box 2a is not allowed

Beginning in 2012, basis for both covered and noncovered securities have been adjusted for all capital changes Prior to 2012, basis may not have been adjusted for noncovered tax lots The Original Cost Basis column is only populated for transactions of securities that have had their basis reduced due to premium amortization or increased due to OID accretion Cost basis for coupon tax-exempt municipal securities (including securities subject to AMT) has been adjusted for mandatory amortization of bond premium The OID amount reported on your Form 1099-OID is not adjusted for market discount, amortized acquisition premium, or bond premium Therefore, the amortization and accretion adjustments used here may not be consistent with the Form 1099-OID amounts reported to the IRS because the reporting requirements are different

Please check with your tax advisor and/or read the tax-related disclosure materials associated with those products

Type of Gain/Loss: Short Term (Box 1c)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked).

Activity type	*Quantity / face value (Box 1e)*	*Original cost basis ($)*	*Date acquired (Box 1b)*	*Date of sale / exchange (Box 1a)*	*Sale amount (Box 2a) ($)*	*Cost or other basis (Box 3) ($)*	*Wash sale loss disallowed (Box 5) ($)*	*Federal income tax withheld (Box 4) ($)*	*Loss not allowed (Box 2b)*	*Gain/Loss ($)*
Description (Box 8) AMGEN INC					*CUSIP* 031162100	*Symbol (Box 1d)* AMGN				
Sell	**27.0000**		02/14/13	03/05/13	**2,514.63**	**2,295.16**				**219.47**
Description (Box 8) AT&T INC					*CUSIP* 00206R102	*Symbol (Box 1d)* T				
Sell	**28.0000**		11/29/12	03/05/13	**1,024.59**	**949.13**				**75.46**
Description (Box 8) BEST BUY CO INC					*CUSIP* 086516101	*Symbol (Box 1d)* BBY				
Sell	**330.0000**		05/18/12	03/05/13	**5,956.97**	**5,946.30**				**10.67**
Description (Box 8) LINCOLN NATL CORP IND					*CUSIP* 534187109	*Symbol (Box 1d)* LNC				
Sell	**10.0000**		05/18/12	03/20/13	**329.24**	**205.50**				**123.74**

continued next page

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Payer:
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VENETA OR 97487-9435

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Short-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part I, with **Box A** checked (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked).

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) METLIFE INC					*CUSIP* 59156R108		*Symbol (Box 1d)* MET			
Sell	**510.0000**		03/20/13	06/12/13	**22,740.25**	**19,808.13**				**2,932.12**
Description (Box 8) MICROSOFT CORP					*CUSIP* 594918104		*Symbol (Box 1d)* MSFT			
Sell	**709.0000**		03/05/13	06/13/13	**24,601.87**	**20,048.95**				**4,552.92**
Description (Box 8) NORFOLK STHN CORP					*CUSIP* 655844108		*Symbol (Box 1d)* NSC			
Sell	**330.0000**		05/18/12	03/05/13	**24,855.04**	**21,548.51**				**3,306.53**
Description (Box 8) SPDR DJIA TRUST ETF SER 1					*CUSIP* 78467X109		*Symbol (Box 1d)* DIA			
Sell	**280.0000**		10/10/13	11/05/13	**43,497.24**	**42,229.60**				**1,267.64**
Description (Box 8) TARGET CORP					*CUSIP* 87612E106		*Symbol (Box 1d)* TGT			
Sell	**97.0000**		03/05/13	07/16/13	**7,018.87**	**6,459.02**				**559.85**
Description (Box 8) UNITED PARCEL SERVICE INC CL B					*CUSIP* 911312106		*Symbol (Box 1d)* UPS			
Sell	30 0000		11/16/12	03/05/13	2,523 64	2,100 60				423 04
Sell	200 0000		11/16/12	07/19/13	17,329 69±	14,004 00				3,325 69
Sell	85 0000		11/16/12	09/23/13	7,691 28	5,951 70				1,739 58
Sub Total	**315.0000**				**27,544.61**	**22,056.30**				**5,488.31**
Short-term total Box A, Part I	**2,636.0000**				**$160,083.31**	**$141,546.60**				**$18,536.71**

continued next page

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VENETA OR 97487-9435

Copy B, For Recipient
Account Number: WS 24056 K5
Tax Identification Number: 93-1273426

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Type of Gain/Loss: Long Term (Box 1c)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box D** checked

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked).

Activity type	*Quantity / face value (Box 1e)*	*Original cost basis ($)*	*Date acquired (Box 1b)*	*Date of sale / exchange (Box 1a)*	*Sale amount (Box 2a) ($)*	*Cost or other basis (Box 3) ($)*	*Wash sale loss disallowed (Box 5) ($)*	*Federal income tax withheld (Box 4) ($)*	*Loss not allowed (Box 2b)*	*Gain/Loss ($)*
Description (Box 8) BARCLAYS PLC ADR					*CUSIP* 06738E204		*Symbol (Box 1d)* BCS			
Sell	**405.0000**		08/15/11	03/05/13	**7,489.30**	**4,959.98**				**2,529.32**
Description (Box 8) BEST BUY CO INC					*CUSIP* 086516101		*Symbol (Box 1d)* BBY			
Sell	200 0000		01/06/11	03/05/13	3,610 28	7,051 00				(3,440 72)
Sell	255 0000		04/01/11	03/05/13	4,603 12	7,331 25				(2,728 13)
Sell	15 0000		08/15/11	03/05/13	270 77	367 95				(97 18)
Sub Total	**470.0000**				**8,484.17**	**14,750.20**				**(6,266.03)**
Description (Box 8) CHEVRON CORP					*CUSIP* 166764100		*Symbol (Box 1d)* CVX			
Sell	15 0000		04/01/11	03/05/13	1,769 27	1,627 65				141 62
Sell	1 0000		08/15/11	03/05/13	117 95	99 17				18 78
Sub Total	**16.0000**				**1,887.22**	**1,726.82**				**160.40**
Description (Box 8) INTEL CORP					*CUSIP* 458140100		*Symbol (Box 1d)* INTC			
Sell	**493.0000**		01/28/11	06/14/13	**12,300.14**	**10,688.24**				**1,611.90**
Description (Box 8) LINCOLN NATL CORP IND					*CUSIP* 534187109		*Symbol (Box 1d)* LNC			
Sell	**135.0000**		08/15/11	03/20/13	**4,444.75**	**3,080.30**				**1,364.45**
Description (Box 8) MERCK & CO INC NEW COM					*CUSIP* 58933Y105		*Symbol (Box 1d)* MRK			
Sell	**82.0000**		04/01/11	07/30/13	**3,945.16**	**2,717.22**				**1,227.94**
Description (Box 8) NOVARTIS AG SPON ADR					*CUSIP* 66987V109		*Symbol (Box 1d)* NVS			
Sell	380 0000		01/06/11	02/14/13	26,034 03	22,008 68				4,025 35
Sell	45 0000		04/01/11	02/14/13	3,082 98	2,433 56				649 42
Sub Total	**425.0000**				**29,117.01**	**24,442.24**				**4,674.77**

continued next page

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis reported to the IRS; Report on Form 8949, Part II, with **Box D** checked (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are reported to the IRS (Box 6b checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) RTS BARCLAYS PLC SPON ADR EXP 10/02/13					*CUSIP* 06738E121	*Symbol (Box 1d)* BCS RT				
Redemption	**42.5000**		04/01/11	10/23/13	**224.77**					**224.77** **
Description (Box 8) TARGET CORP					*CUSIP* 87612E106	*Symbol (Box 1d)* TGT				
Sell	230 0000		01/07/11	07/16/13	16,642 69	12,685 50				3,957 19
Sell	35 0000		04/01/11	07/16/13	2,532 58	1,768 50				764 08
Sub Total	**265.0000**				**19,175.27**	**14,454.00**				**4,721.27**
Long-term total Box D, Part II	**2,333.5000**				**$87,067.79**	**$76,819.00**				**$10,248.79**

Type of Gain/Loss: Long Term (Box 1c)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) BARCLAYS PLC ADR					*CUSIP* 06738E204	*Symbol (Box 1d)* BCS				
Sell	**29.0000**		10/31/07	03/05/13	**536.27**	**1,460.73**				**(924.46)**
Description (Box 8) BEST BUY CO INC					*CUSIP* 086516101	*Symbol (Box 1d)* BBY				
Sell	50 0000		04/13/07	03/05/13	902 58	2,329 00				(1,426 42)
Sell	50 0000		06/27/07	03/05/13	902 57	2,312 00				(1,409 43)
Sell	100 0000		07/10/07	03/05/13	1,805 14	4,774 00				(2,968 86)
Sell	50 0000		07/26/07	03/05/13	902 57	2,225 00				(1,322 43)
Sell	150 0000		07/28/09	03/05/13	2,707 71	5,524 26				(2,816 55)
Sell	220 0000		08/16/10	03/05/13	3,971 32	7,240 20				(3,268 88)
Sub Total	**620.0000**				**11,191.89**	**24,404.46**				**(13,212.57)**

continued next page

**Indicates corrected item.

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VENETA OR 97487-9435

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: WS 24056 K5
Tax Identification Number: 93-1273426

Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS; Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) BHP BILLITON LTD SPON ADR					*CUSIP* 088606108		*Symbol (Box 1d)* BHP			
Sell	**10.0000**		10/28/05	03/05/13	**743.08**	**303.45**				**439.63**
Description (Box 8) CORNING INC					*CUSIP* 219350105		*Symbol (Box 1d)* GLW			
Sell	**120.0000**		11/17/10	03/05/13	**1,502.68**	**2,094.00**				**(591.32)**
Description (Box 8) CSX CORPORATION					*CUSIP* 126408103		*Symbol (Box 1d)* CSX			
Sell	**211.0000**		11/12/08	03/05/13	**4,983.08**	**3,063.02**				**1,920.06**
Description (Box 8) CVS CAREMARK CORP					*CUSIP* 126650100		*Symbol (Box 1d)* CVS			
Sell	20 0000		11/01/06	03/05/13	1,047 03	588 00				459 03
Sell	5 0000		02/02/09	03/05/13	261 76	134 32				127 44
Sell	45 0000		02/02/09	07/17/13	2,529 86±	1,208 88				1,320 98
Sell	155 0000		11/05/09	07/17/13	8,713 94±	4,403 55				4,310 39
Sub Total	**225.0000**				**12,552.59**	**6,334.75**				**6,217.84**
Description (Box 8) GENL ELECTRIC CO					*CUSIP* 369604103		*Symbol (Box 1d)* GE			
Sell	**192.0000**		05/28/09	03/05/13	**4,541.10**	**2,524.69**				**2,016.41**
Description (Box 8) GOOGLE INC CL A					*CUSIP* 38259P508		*Symbol (Box 1d)* GOOG			
Sell	**6.0000**		04/19/10	03/05/13	**5,015.28**	**3,321.16**				**1,694.12**
Description (Box 8) INTL BUSINESS MACH					*CUSIP* 459200101		*Symbol (Box 1d)* IBM			
Sell	**7.0000**		04/26/05	03/05/13	**1,444.40**	**528.36**				**916.04**
Description (Box 8) ISHARES MSCI EMERGING MARKETS ETF					*CUSIP* 464287234		*Symbol (Box 1d)* EEM			
Sell	**35.0000**		10/31/05	03/05/13	**1,519.85**	**928.67**				**591.18**

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Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Long-term transactions reported on Form 1099-B - basis **Not** reported to the IRS, Report on Form 8949, Part II, with **Box E** checked. (continued)

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	*Quantity / face value (Box 1e)*	*Original cost basis ($)*	*Date acquired (Box 1b)*	*Date of sale / exchange (Box 1a)*	*Sale amount (Box 2a) ($)*	*Cost or other basis (Box 3) ($)*	*Wash sale loss disallowed (Box 5) ($)*	*Federal income tax withheld (Box 4) ($)*	*Loss not allowed (Box 2b)*	*Gain/Loss ($)*
Description (Box 8) JPMORGAN CHASE & CO					*CUSIP* 46625H100	*Symbol (Box 1d)* JPM				
Sell	**195.0000**		10/02/09	03/05/13	**9,677.05**	**8,148.64**				**1,528.41**
Description (Box 8) LINCOLN NATL CORP IND					*CUSIP* 534187109	*Symbol (Box 1d)* LNC				
Sell	193 0000		02/02/09	03/05/13	5,971 82	3,099 74				2,872 08
Sell	262 0000		02/02/09	03/20/13	8,626 11	4,207 94				4,418 17
Sell	50 0000		10/02/09	03/20/13	1,646 21	1,215 34				430 87
Sell	60 0000		08/16/10	03/20/13	1,975 45	1,357 51				617 94
Sub Total	**565.0000**				**18,219.59**	**9,880.53**				**8,339.06**
Description (Box 8) MERCK & CO INC NEW COM					*CUSIP* 58933Y105	*Symbol (Box 1d)* MRK				
Sell	**125.0000**		10/14/10	07/30/13	**6,013.96**	**4,649.60**				**1,364.36**
Description (Box 8) RTS BARCLAYS PLC SPON ADR EXP 10/02/13					*CUSIP* 06738E121	*Symbol (Box 1d)* BCS RT				
Cash in Lieu	0 5000		10/31/07	09/19/13	2 80					2 80 **
Redemption	123 5000		10/31/07	10/23/13	653 17					653 17 **
Redemption	25 0000		06/12/08	10/23/13	132 22					132 22 **
Redemption	25 0000		08/14/08	10/23/13	132 22					132 22 **
Sub Total	**174.0000**				**920.41**					**920.41**
Long-term total Box E, Part II	**2,514.0000**				**$78,861.23**	**$67,642.06**				**$11,219.17**

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Proceeds from Broker Transactions Details Reported on Form 1099-B (OMB No. 1545-0715) (continued)

Type of Gain/Loss: Undetermined.

Transactions reported on Form 1099-B - basis **Not** reported to the IRS and Short- or Long-Term Determination is Unknown (to Broker); Report on Form 8949, in either Part I with **Box B** checked or Part II with **Box E** checked, as appropriate.

In this sub-section Date acquired, Cost or Other Basis, and Wash Sale Loss disallowed are not reported to the IRS (Box 6a checked)

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) SPDR GOLD TRUST					*CUSIP* 78463V107	*Symbol (Box 1d)* GLD				
Return of Principal				01/07/13	7.35					*Not Calculated*
Return of Principal				02/21/13	7.60					*Not Calculated*
Return of Principal				03/12/13	7.38					*Not Calculated*
Return of Principal				04/09/13	7.56					*Not Calculated*
Return of Principal				05/10/13	7.80					*Not Calculated*
Return of Principal				06/17/13	6.82					*Not Calculated*
Return of Principal				07/10/13	6.72					*Not Calculated*
Return of Principal				08/15/13	6.18					*Not Calculated*
Return of Principal				09/19/13	8.43					*Not Calculated*
Return of Principal				10/14/13	8.67					*Not Calculated*
Return of Principal				11/13/13	7.76					*Not Calculated*
Return of Principal				12/17/13	7.46					*Not Calculated*
Sub Total					**89.73**					
Term Unknown total Box B or Box E					**$89.73**					
Total					**$326,102.06**					

Proceeds from Broker Transactions Details Not Reported on Form 1099-B

Proceeds transactions in this section are not reported to the IRS However, you may have to report them on Form 8949
An asterisk (*) indicates a UBS Financial Services adjustment to cost basis

Type of Gain/Loss: Short Term (Box 1c)

Short-term transactions which are **Not** reported on Form 1099-B, Report on Form 8949, Part I, **Box C** checked

This section includes securities held for less than one year

Activity type	Quantity / face value (Box 1e)	Original cost basis ($)	Date acquired (Box 1b)	Date of sale / exchange (Box 1a)	Sale amount (Box 2a) ($)	Cost or other basis (Box 3) ($)	Wash sale loss disallowed (Box 5) ($)	Federal income tax withheld (Box 4) ($)	Loss not allowed (Box 2b)	Gain/Loss ($)
Description (Box 8) CALL CHEVRON CORP DUE 06/22/13	120 000 0926P3									
Shortcover	**1.0000**		06/19/13	02/08/13	**188.99**	**152.00**				**36.99**
Description (Box 8) CALL LINCOLN NATL CORP I DUE 04/20/13	31 000 261521									
Shortcover	**4.0000**		03/20/13	02/07/13	**259.99**	**888.00**				**(628.01)**
Description (Box 8) CALL STRYKER CORP DUE 06/22/13	62 500 444065									
Shortcover	**2.0000**		06/13/13	02/06/13	**539.99**	**940.00**				**(400.01)**
Description (Box 8) CALL STRYKER CORP DUE 12/21/13	67 500 444065									
Shortcover	**3.0000**		12/20/13	06/13/13	**1,019.98**	**2,190.00**				**(1,170.02)**
Description (Box 8) CALL TARGET CORP DUE 01/19/13	65 000 462152									
Expired	**2.0000**		01/22/13	10/16/12	**205.99**					**205.99**
Short-term total Box C, Part I	**12.0000**				**$2,214.94**	**$4,170.00**				**$(1,955.06)**

UBS Financial Services Inc.
1000 Harbor Boulevard
Weehawken, NJ 07086-6790
Federal ID 13-2638166

Your Financial Advisor:
DALE WEALTH MANAGEMENT
202-585-4000/800-382-9989

Payer:
EQUINOX FOUNDATION
23985 VAUGHN ROAD
VENETA OR 97487-9435

2013 Consolidated Form 1099

Copy B, For Recipient
Account Number: WS 24056 K5
Tax Identification Number: 93-1273426

2013 Realized Gain/Loss Summary (Includes sale proceeds not reported on Form 1099-B)

This section summarizes your realized gain/loss for transactions reported on Form 1099-B and those transactions not reported on Form 1099-B

- *Transactions with box A or box D checked were reported to the IRS on Form 1099-B with cost basis*
- *Transactions with box B or box E checked were reported to the IRS on Form 1099-B without cost basis*
- *Transactions with box C or box F checked were not reported to the IRS on Form 1099-B*

For transactions where term is unknown to UBS, please rely on the confirmations previously provided to you as your official record

Net gain or loss subtotal and total amounts with symbol (2) do not include tax lots where gain or loss was not calculated

Description	Sale amount	Cost/other basis	Wash sale loss disallowed	Net Gain/Loss
Short-term Gain/Loss				
Short-term totals with box A checked in Part I	160,083 31	141,546 60		18,536 71
Short-term totals with box C checked in Part I	2,214 94	4,170 00		(1,955 06)
Total short-term	$162,298 25	$145,716 60		$16,581 65
Long-term Gain/Loss				
Long-term totals with box D checked in Part II	87,067 79	76,819 00		10,248 79
Long-term totals with box E checked in Part II	78,861 23	67,642 06		11,219 17
Total long-term	$165,929 02	$144,461 06		$21,467 96
Sub Total	**$328,227.27**	**$290,177.66**		**$38,049.61**
Term Unknown Gain/Loss				
Term unknown totals with box B or box E checked	89 73			
Totals	**$328,317.00**	**$290,177.66**		**$38,049.61**

Details for Items Reported on Forms 1099

Dividends and Distributions Details Reported on Form 1099-DIV

Transactions shown as "Qualified Dividend" only indicate that the dividend is issuer-qualified We do not compute the holding period required for a qualified dividend It is the responsibility of the taxpayer to determine whether the holding period requirements have been met To assist you, we include the ex-dividend date information if available

Security Description	CUSIP	Activity Description	Ex Date	Payment Date	Amount
AMGEN INC	031162100	Qualified Dividend	05/14/13	06/07/13	121 26
		Qualified Dividend	08/14/13	09/06/13	121 26
		Qualified Dividend	11/12/13	12/06/13	121 26
				Sub-Total:	**$ 363.78**
APPLE INC	037833100	Qualified Dividend	02/07/13	02/14/13	185 50
		Qualified Dividend	05/09/13	05/16/13	213 50
		Qualified Dividend	08/08/13	08/15/13	213 50

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