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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](http://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 MARION G WEEKS FOUNDATION		<b>A Employer identification number</b>  94-3212001	
Number and street (or P O box number if mail is not delivered to street address) C/O KEYBANK NA 1101 PACIFIC AVE ROOM/SUITE 2ND FL		<b>B Telephone number</b> (see instructions)  (253) 305-2710	
City or town, state or province, country, and ZIP or foreign postal code TACOMA, WA 98402		<b>C</b> If exemption application is pending, check here ▶ <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here ▶ <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 2,752,866		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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 <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	131	131		
	4 Dividends and interest from securities. . . . .	46,227	46,227		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	49,787			
	b Gross sales price for all assets on line 6a 697,146				
	7 Capital gain net income (from Part IV, line 2) . . .		49,787		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold . . . . .				
	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	96,145	96,145		
	13 Compensation of officers, directors, trustees, etc	28,990	21,743		7,247
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	8,301	2,075		6,226
	c Other professional fees (attach schedule) . . . . .	2,455	1,251		1,204
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	1,227	1,057		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	3,373	1,917		1,456
	24 <b>Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	44,346	28,043		16,133
	25 Contributions, gifts, grants paid . . . . .	130,200			130,200
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	174,546	28,043		146,333
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-78,401			
	b <b>Net investment income</b> (if negative, enter -0-)		68,102		
	c <b>Adjusted net income</b> (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 . . . . .	50,500	36,306	36,306
	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)	105,792	106,821	114,589
	b	Investments—corporate stock (attach schedule) . . . . .	1,745,801	1,680,565	2,153,349
	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 ▶ _____ 178,057 Less accumulated depreciation (attach schedule) ▶ _____	178,057	178,057	448,622
	15	Other assets (describe ▶ _____)			
	16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	2,080,150	2,001,749	2,752,866
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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances		<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
		<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	2,080,150	2,001,749	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	<b>Total net assets or fund balances</b> (see page 17 of the instructions) . . . . .	2,080,150	2,001,749	
	31	<b>Total liabilities and net assets/fund balances</b> (see page 17 of the instructions) . . . . .	2,080,150	2,001,749	

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	2,080,150
2	Enter amount from Part I, line 27a . . . . .	2	-78,401
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	2,001,749
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	2,001,749

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	See Additional Data Table		
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	49,787
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	-12,740

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	129,910	2,749,980	0 047240
2011	149,848	2,822,154	0 053097
2010	130,832	2,767,980	0 047266
2009	132,368	2,618,582	0 050549
2008	154,721	2,784,213	0 055571

2	Total of line 1, column (d). . . . .	2	0 253723
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 050745
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	2,761,790
5	Multiply line 4 by line 3. . . . .	5	140,147
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	681
7	Add lines 5 and 6. . . . .	7	140,828
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	146,333

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 <input type="checkbox"/> and enter "N/A" on line 1		1	681
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 checked="" 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	
3 Add lines 1 and 2. . . . .		3	681
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	681
6 Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,524
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	1,524
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	843
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 843 Refunded		11	

Part VII-A Statements Regarding Activities			
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? . . . . .		2	No
If "Yes," attach a detailed description of the activities.			
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? . . . . .		5	No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either <ul style="list-style-type: none"><li>By language in the governing instrument, or</li><li>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? . . . . .</li></ul>		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) AK			
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 N/A				
14	The books are in care of KEYBANK NATL ASSN Telephone no (216) 813-4556 Located at 4900 TIEDEMAN RD OH-01-49-0150 BROOKLYN OH ZIP+4 441442302			
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.			
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	Yes	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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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 ).			
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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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? 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?			
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> 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?			
	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?			
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?			
	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
See Additional Data TableSee Additional Data Table				
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	
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	2,282,825
b	Average of monthly cash balances. . . . .	1b	43,404
c	Fair market value of all other assets (see instructions). . . . .	1c	477,619
d	Total (add lines 1a, b, and c). . . . .	1d	2,803,848
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	2,803,848
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	42,058
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,761,790
6	Minimum investment return. Enter 5% of line 5. . . . .	6	138,090

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	138,090
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	681
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	681
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	137,409
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	137,409
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	137,409

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	146,333
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	146,333
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	681
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	145,652
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				137,409
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			2,840	
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 ▶ \$ 146,333				
a Applied to 2012, but not more than line 2a			2,840	
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. . . . .				137,409
e Remaining amount distributed out of corpus	6,084			
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	6,084			
b Prior years' undistributed income Subtract line 4b from line 2b. . . . .				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				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 . . . . .	6,084			
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. . . . 6,084				

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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 XVSupplementary 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 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

Form 990-PF (2013)

**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)				
<b>a</b> Paid during the year See Additional Data Table				
<b>Total</b> . . . . .			<b>3a</b>	130,200
<b>b</b> Approved for future payment				
<b>Total</b> . . . . .			<b>3b</b>	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
AT&T 25 SH	P	2012-01-17	2013-01-16
GOGGLE CL A 5 SH	P	2009-09-10	2013-01-16
NEWMONT MINING 165 SH	P	2012-11-20	2013-01-16
PRICELINE COM 5 SH	P	2010-09-10	2013-01-16
VERIZON 35 SH	P	2012-01-17	2013-01-16
ISHARES BARCLAYS TIPS BD FUND 500 SH	P	2009-06-04	2013-07-09
COCA COLA 15 SH	P	2011-10-11	2013-12-16
MASTERCARD CL A 5 SH	P	2012-01-17	2013-12-16
T ROWE PRICE GROUP 10 SH	P	2009-04-01	2013-12-16
XL GROUP PLC FGN 40 SH	P	2009-09-10	2013-12-16
AMERICAN WATER WORKS 15 SH	P	2011-10-11	2013-01-16
INTEL 60 SH	P	2012-05-14	2013-01-16
NIKE CL B 25 SH	P	2011-11-09	2013-01-16
PROCTER & GAMBLE 40 SH	P	2011-10-11	2013-01-16
WELLS FARGO 5 SH	P	2012-11-20	2013-01-16
ISHARES MSCI CANADA INDEX FD 1250 SH	P	2009-06-04	2013-07-09
COSTCO WHOLESALE 5 SH	P	2011-10-13	2013-12-16
MCCORMICK 5 SH	P	2011-01-25	2013-12-16
PROCTER & GAMBLE 5 SH	P	2011-10-11	2013-12-16
COMMON TRUST FUNDS SHORT-TERM	P		2013-12-31
APPLE 10 SH	P	2008-10-15	2013-01-16
INTERCONTINENTAL EXCHANGE 10 SH	P	2009-12-17	2013-01-16
NORFOLK SOUTHERN 10 SH	P	2012-01-17	2013-01-16
QUALCOMM 20 SH	P	2011-02-03	2013-01-16
ZIONS BANCORP 60 SH	P	2012-11-20	2013-01-16
ISHARES MSCI CANADA INDEX FD 1750 SH	P	2012-12-12	2013-07-09
DANAHER DEL 10 SH	P	2013-01-16	2013-12-16
MCKESSON 5 SH	P	2011-02-03	2013-12-16
QUALCOMM 10 SH	P	2011-02-03	2013-12-16
COMMON TRUST FUNDS LONG-TERM	P		2013-12-31

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
CMS ENERGY 60 SH	P	2012-08-02	2013-01-16
INTERNATIONAL BUSINESS MACHS 5 SH	P	2012-01-17	2013-01-16
NOVARTIS AG ADR 125 SH	P	2011-10-11	2013-01-16
REPUBLIC SERVICES CL A 30 SH	P	2012-01-17	2013-01-16
ACCENTURE PLC FGN CL A 5 SH	P	2011-11-09	2013-01-16
ISHARES MSCI CANADA INDEX FD 750 SH	P	2013-01-16	2013-07-09
WALT DISNEY 15 SH	P	2005-04-07	2013-12-16
MERCK 15 SH	P	2012-01-17	2013-12-16
REPUBLIC SERVICES CL A 15 SH	P	2012-01-17	2013-12-16
CLASS ACTION SETTLEMENT DELL	P		2013-01-10
CELGENE 20 SH	P	2009-12-08	2013-01-16
ISHARES BARCLAYS TIPS BD FUND 135 SH	P	2009-06-04	2013-01-16
NOVARTIS AG ADR 20 SH	P	2011-11-09	2013-01-16
HENRY SCHEIN 5 SH	P	2009-04-01	2013-01-16
XL GROUP PLC FGN 55 SH	P	2009-09-10	2013-01-16
PIMCO TOTAL RETURN 4372 343 SH	P	2006-03-28	2013-07-09
ENERGEN 5 SH	P	2012-01-17	2013-12-16
MICROSOFT 5 SH	P	2012-01-17	2013-12-16
HENRY SCHEIN 5 SH	P	2009-05-11	2013-12-16
PARTNERSHIP K-1 PASSTHRU SHORT-TERM	P		2013-12-31
CHEVRON 20 SH	P	2012-01-17	2013-01-16
JOHNSON & JOHNSON 20 SH	P	2011-12-06	2013-01-16
NOVARTIS AG ADR 5 SH	P	2012-05-11	2013-01-16
HENRY SCHEIN 10 SH	P	2009-05-11	2013-01-16
ISHARES MSCI CANADA INDEX FD 500 SH	P	2010-12-09	2013-05-15
PIMCO TOTAL RETURN 300 554 SH	P	2006-09-05	2013-07-09
ENERGIZER HOLDINGS 5 SH	P	2012-08-02	2013-12-16
MORGAN STANLEY 50 SH	P	2012-11-20	2013-12-16
STARBUCKS 10 SH	P	2012-05-11	2013-12-16
PARTNERSHIP K-1 PASSTHRU LONG-TERM	P		2013-12-31



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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
CINCINNATI FINANCIAL 40 SH	P	2012-05-21	2013-01-16
KRAFT FOODS GROUP 30 SH	P	2011-10-11	2013-01-16
OCCIDENTAL PETE DEL 10 SH	P	2010-05-11	2013-01-16
STARBUCKS 25 SH	P	2012-05-11	2013-01-16
ISHARES S&P GSCIMOD INDX 1000 SH	P	2009-06-04	2013-05-15
ISHARES BARCLAYS TIPS BD FUND 800 SH	P	2009-06-04	2013-07-11
GILEAD SCIENCES 10 SH	P	2013-06-07	2013-12-16
NEWMONT MINING 185 SH	P	2012-11-20	2013-12-16
SUNTRUST BANKS 285 SH	P	2012-11-20	2013-12-16
COCA COLA 30 SH	P	2011-10-11	2013-01-16
LENNAR 50 SH	P	2012-11-20	2013-01-16
ORACLE 25 SH	P	2008-12-22	2013-01-16
SUNTRUST BANKS 10 SH	P	2012-11-20	2013-01-16
POWERSHR DB COMMOD INDX 1000 SH	P	2009-04-07	2013-05-15
ISHARES BARCLAYS TIPS BD FUND 200 SH	P	2009-07-21	2013-07-11
HALLIBURTON 70 SH	P	2013-01-16	2013-12-16
NIKE CL B 5 SH	P	2011-11-09	2013-12-16
THERMO FISHER SCIENTIFIC 10 SH	P	2009-04-01	2013-12-16
CONOCOPHILLIPS 85 SH	P	2011-10-11	2013-01-16
MASTERCARD CL A 5 SH	P	2012-01-17	2013-01-16
PFIZER 55 SH	P	2012-01-17	2013-01-16
TEVA PHARMACEUTICAL ADR 5 SH	P	2008-07-08	2013-01-16
ISHARES MSCI CANADA INDEX FD 500 SH	P	2010-12-09	2013-05-22
AT&T 5 SH	P	2012-01-17	2013-12-16
HOME DEPOT 5 SH	P	2013-06-07	2013-12-16
NORFOLK SOUTHERN 5 SH	P	2012-01-17	2013-12-16
UNITED PARCEL SERVICE CL B 5 SH	P	2012-01-17	2013-12-16
COSTCO WHOLESALE 10 SH	P	2011-10-13	2013-01-16
MCCORMICK 15 SH	P	2011-01-25	2013-01-16
PHILLIPS 66 52 SH	P	2011-10-11	2013-01-16

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
TEVA PHARMACEUTICAL ADR 10 SH	P	2009-01-29	2013-01-16
ISHARES MSCI PAC EX 500 SH	P	2012-12-12	2013-05-22
AMAZON 10 SH	P	2010-01-28	2013-12-16
INTEL 10 SH	P	2012-05-14	2013-12-16
NUCOR 5 SH	P	2013-06-07	2013-12-16
UNITED TECHNOLOGIES 5 SH	P	2009-10-09	2013-12-16
WALT DISNEY 30 SH	P	2005-04-07	2013-01-16
MCDONALDS 10 SH	P	2011-10-11	2013-01-16
PHILLIPS 66 5 SH	P	2011-11-09	2013-01-16
TEVA PHARMACEUTICAL ADR 125 SH	P	2009-10-09	2013-01-16
CELGENE 80 SH	P	2009-12-08	2013-06-07
AMERICAN WATER WORKS 10 SH	P	2011-10-11	2013-12-16
INTERNATIONAL BUSINESS MACHS 25 SH	P	2012-01-17	2013-12-16
OCCIDENTAL PETE DEL 10 SH	P	2010-05-11	2013-12-16
VERIZONMUNICATIONS 5 SH	P	2012-01-17	2013-12-16
EMC 35 SH	P	2011-10-11	2013-01-16
MCKESSON 5 SH	P	2011-02-03	2013-01-16
PHILLIPS 66 50 SH	P	2012-01-17	2013-01-16
TEVA PHARMACEUTICAL ADR 20 SH	P	2011-11-09	2013-01-16
WALT DISNEY 25 SH	P	2005-04-07	2013-06-07
APPLE 5 SH	P	2008-10-15	2013-12-16
JP MORGAN CHASE 5 SH	P	2009-04-01	2013-12-16
ORACLE 10 SH	P	2009-01-29	2013-12-16
WELLS FARGO 10 SH	P	2012-11-20	2013-12-16
ENERGEN 10 SH	P	2012-01-17	2013-01-16
MERCK 25 SH	P	2012-01-17	2013-01-16
PHILLIPS 66 58 SH	P	2012-05-11	2013-01-16
THERMO FISHER SCIENTIFIC 25 SH	P	2009-04-01	2013-01-16
INTERCONTINENTAL EXCHANGE 60 SH	P	2009-12-17	2013-06-07
CMS ENERGY 25 SH	P	2012-08-02	2013-12-16

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
JOHNSON & JOHNSON 10 SH	P	2011-12-06	2013-12-16
PFIZER 35 SH	P	2012-01-17	2013-12-16
ZIONS BANCORP 35 SH	P	2012-11-20	2013-12-16
ENERGIZER HOLDINGS 20 SH	P	2012-08-02	2013-01-16
MICROSOFT 50 SH	P	2012-01-17	2013-01-16
PRAXAIR 15 SH	P	2012-01-17	2013-01-16
UNITED PARCEL SERVICE CL B 15 SH	P	2012-01-17	2013-01-16
INTERCONTINENTAL EXCHANGE 5 SH	P	2011-11-09	2013-06-07
CELGENE 10 SH	P	2009-12-08	2013-12-16
KRAFT FOODS GROUP 15 SH	P	2011-10-11	2013-12-16
PHILLIPS 66 50 SH	P	2012-05-11	2013-12-16
ACCENTURE PLC FGN CL A 10 SH	P	2011-11-09	2013-12-16
FAMILY DLR STORES 165 SH	P	2012-05-11	2013-01-16
MORGAN STANLEY 75 SH	P	2012-11-20	2013-01-16
T ROWE PRICE GROUP 15 SH	P	2009-04-01	2013-01-16
UNITED TECHNOLOGIES 30 SH	P	2009-10-09	2013-01-16
JOHNSON & JOHNSON 30 SH	P	2011-12-06	2013-06-07
CHEVRON 5 SH	P	2012-01-17	2013-12-16
LENNAR 10 SH	P	2012-11-20	2013-12-16
PRAXAIR 25 SH	P	2012-01-17	2013-12-16
EATON PLC FGN 10 SH	P	2013-01-16	2013-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
833		760	73
3,586		2,349	1,237
7,412		7,679	-267
3,333		1,624	1,709
1,464		1,370	94
55,689		50,003	5,686
590		501	89
3,981		1,730	2,251
796		291	505
1,190		682	508
565		453	112
1,317		1,630	-313
1,341		1,153	188
2,768		2,587	181
175		164	11
47,238		41,963	5,275
588		408	180
338		232	106
410		323	87
		2,439	-2,439
5,042		1,030	4,012
1,281		1,070	211
654		757	-103
1,294		1,100	194
1,342		1,202	140
66,133		76,388	-10,255
747		601	146
788		385	403
727		550	177
264			264

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,487		1,433	54
965		905	60
8,160		7,201	959
901		833	68
350		285	65
28,343		33,308	-4,965
1,057		425	632
719		580	139
508		417	91
6			6
1,973		1,092	881
16,372		13,501	2,871
1,306		1,095	211
419		200	219
1,472		937	535
46,784		45,335	1,449
331		260	71
184		143	41
560		233	327
		98	-98
2,278		2,136	142
1,452		1,274	178
326		266	60
839		465	374
13,965		15,135	-1,170
3,216		3,129	87
546		337	209
1,548		816	732
762		551	211
		3,127	-3,127

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,643		1,378	265
1,409		1,092	317
825		843	-18
1,353		1,376	-23
31,121		33,065	-1,944
88,990		80,004	8,986
715		527	188
4,334		8,610	-4,276
10,043		7,775	2,268
1,118		1,003	115
2,034		1,902	132
870		436	434
292		273	19
25,850		27,505	-1,655
22,248		20,189	2,059
3,496		2,537	959
384		231	153
1,018		345	673
5,010		4,394	616
2,609		1,730	879
1,459		1,211	248
190		218	-28
14,000		15,135	-1,135
170		152	18
395		391	4
447		379	68
509		371	138
1,013		815	198
979		694	285
2,801		1,597	1,204

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
379		418	-39
24,580		23,955	625
3,878		1,259	2,619
246		272	-26
258		220	38
543		311	232
1,549		850	699
911		896	15
269		161	108
4,741		6,441	-1,700
9,558		4,369	5,189
410		302	108
4,433		4,525	-92
911		843	68
242		196	46
846		805	41
512		385	127
2,693		1,628	1,065
759		815	-56
1,608		708	900
2,802		515	2,287
283		141	142
338		176	162
439		329	110
486		520	-34
1,072		967	105
3,124		1,853	1,271
1,691		863	828
10,346		6,423	3,923
657		597	60

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
913		637	276
1,057		771	286
987		701	286
1,695		1,349	346
1,356		1,432	-76
1,688		1,645	43
1,191		1,114	77
862		623	239
1,643		546	1,097
792		546	246
3,645		1,597	2,048
746		570	176
9,553		11,319	-1,766
1,541		1,225	316
1,040		437	603
2,566		1,864	702
2,537		1,911	626
602		534	68
353		381	-28
3,120		2,742	378
724		553	171



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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			73
			1,237
			-267
			1,709
			94
			5,686
			89
			2,251
			505
			508
			112
			-313
			188
			181
			11
			5,275
			180
			106
			87
			-2,439
			4,012
			211
			-103
			194
			140
			-10,255
			146
			403
			177
			264

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			54
			60
			959
			68
			65
			-4,965
			632
			139
			91
			6
			881
			2,871
			211
			219
			535
			1,449
			71
			41
			327
			-98
			142
			178
			60
			374
			-1,170
			87
			209
			732
			211
			-3,127

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			265
			317
			-18
			-23
			-1,944
			8,986
			188
			-4,276
			2,268
			115
			132
			434
			19
			-1,655
			2,059
			959
			153
			673
			616
			879
			248
			-28
			-1,135
			18
			4
			68
			138
			198
			285
			1,204








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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-39
			625
			2,619
			-26
			38
			232
			699
			15
			108
			-1,700
			5,189
			108
			-92
			68
			46
			41
			127
			1,065
			-56
			900
			2,287
			142
			162
			110
			-34
			105
			1,271
			828
			3,923
			60


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			276
			286
			286
			346
			-76
			43
			77
			239
			1,097
			246
			2,048
			176
			-1,766
			316
			603
			702
			626
			68
			-28
			378
			171


Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(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
KEYBANK NATIONAL ASSOCIATION 	CO-TRUSTEE 3 00	28,990	0	0
1101 PACIFIC AVE 2ND FLOOR TACOMA,WA 98402				
CORY BORGESON 	CO-TRUSTEE 0 50	0	0	0
100 CUSHMAN ST STE 311 FAIRBANKS,AK 99701				
DONALD DENNIS 	CO-TRUSTEE 1 00	0	0	0
PO BOX 1531 ALPINE,CA 91903				
E M TED COX 	CO-TRUSTEE 1 00	0	0	0
3008 RIVERVIEW DR FAIRBANKS,AK 99709				
JERRY WALKER 	CO-TRUSTEE 1 00	0	0	0
202 HENDERSON ROAD FAIRBANKS,AK 99709				
RICHARD HEIEREN 	CO-TRUSTEE 1 00	0	0	0
326 DRIVEWAY STREET STE 102 FAIRBANKS,AK 99701				
RICHARD W HOMPESCH 	CO-TRUSTEE 0 25	0	0	0
119 N CUSHMAN ST STE 400 FAIRBANKS,AK 99701				

Form 990PF Part XV Line 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)				
<b>a</b> Paid during the year				
BIG BROTHERS BIG SISTERS OF AK PO BOX 73924 FAIRBANKS,AK 99707	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	2,600
BOY SCOUTS MIDNIGHT SUN COUNCIL 1400 GILLAM WAY FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	2,100
BOYS AND GIRLS CLUB FBKS PO BOX 74143 FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	8,600
FAIRBANKS ARTS ASSOCIATION PO BOX 72786 FAIRBANKS,AK 99707	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	4,200
FAIRBANKS COMMUN FOOD BANK 725 26TH AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	5,500
FAIRBANKS DRAMA ASSO CN 1852 SECOND AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	2,100
FAIRBANKS RESOURCE AGENCY 805 AIRPORT WAY FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	3,300
FAMILY CENTERED SERVICES OF AK 1825 MARIKA RD FAIRBANKS,AK 99709	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	3,300
FARTHEST NORTH GIRL SCOUT 431 OLD STEESE HWY STE 100 FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	2,100
INTERIOR BASEBALL LEAGUE PO BOX 74805 FAIRBANKS,AK 99707	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	3,300
INTERIOR YOUTH BASKETBALL PO BOX 74317 FAIRBANKS,AK 99707	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	3,100
LITERACY COUNCIL OF AK 823 THIRD AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	4,800
LOVE INC 818 26TH AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	8,300
NORTH STAR YOUTH COURT 610 CUSHMAN ST FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	3,300
NORTHLAND CHILDRENS CHOIR PO BOX 82699 FAIRBANKS,AK 99708	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	2,600
<b>Total . . . . .</b>  <b>3a</b>				130,200

Form 990PF Part XV Line 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)				
<b>a</b> <i>Paid during the year</i>				
PRESBYTERIAN HOSPITALITY HOUSE INC 209 FORTY MILE AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	7,400
SALVATION ARMY 1602 10TH AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	8,800
TANANA VLLY SPORTSMEN FOUNDTN PO BOX 70669 FAIRBANKS,AK 99709	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	7,300
UNIVERSITY OF AK FBKS FOUND PO BOX 755660 FAIRBANKS,AK 99775	N/A	PUBLIC CHRTY	SCHOLARSHIP SUPPORT	33,000
UNIVERSITY OF AK KUAC PO BOX 755660 FAIRBANKS,AK 99775	N/A	PUBLIC CHRTY	CHILDREN'S PROGRAMMING	8,300
WELLSPRING REVIVAL MINISTRIES JOELS PLACE PO BOX 83584 FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	2,400
YUKON QUEST INTERNATIONAL 550 FIRST AVE FAIRBANKS,AK 99701	N/A	PUBLIC CHRTY	RECIPIENT AUTHORIZED EXEMPT PURPOSES	3,800
<b>Total . . . . .</b>  <b>3a</b>				130,200



## TY 2013 Accounting Fees Schedule

**Name:** MARION G WEEKS FOUNDATION

**EIN:** 94-3212001

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PLANNING & PREPARATION	8,301	2,075		6,226

**TY 2013 Compensation Explanation****Name:** MARION G WEEKS FOUNDATION**EIN:** 94-3212001

Person Name	Explanation
KEY BANK NATIONAL ASSOCIATION	
CORY BORGESON	
DONALD DENNIS	
E M TED COX	
JERRY WALKER	
RICHARD HEIEREN	
RICHARD W HOMPESCH	

**TY 2013 Investments Corporate  
Stock Schedule**

**Name:** MARION G WEEKS FOUNDATION  
**EIN:** 94-3212001

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES S&P GSCI COMMODITY INDEX		
POWERSHARES DB COMMODITY INDEX FD		
ACCENTURE PLC CL A	9,138	13,155
ROWAN COS PLC	6,804	7,072
XL GROUP PLC	7,374	12,895
LYONDELLBASELL INDUSTRIES NV	7,705	8,028
AT&T INC	5,924	6,856
AMAZON COM INC	5,901	15,952
AMERICAN WATER WORKS CO	5,451	7,607
APPLE INC	8,705	19,636
CMS ENERGY CORP	9,317	10,440
CAPITAL ONE FINANCIAL	11,570	12,258
CELGENE CORP	3,731	10,983
CHEVRON	16,557	19,361
CINCINNATI FINANCIAL CORP	6,890	10,474
COCA COLA CO	10,868	13,426
COLUMBIA ACORN INTERNATL CL A	13,914	21,439
CONOCOPHILLIPS	7,611	9,891
COSTCO WHOLESALE CORP	4,898	7,141
DANAHER CORP DEL	10,820	13,896
WALT DISNEY CO	5,034	12,988
EATON CORP	9,131	12,560
EMC CORP	7,849	8,425
ENERGEN CORP	6,245	8,490
ENERGIZER HOLDINGS INC	6,410	10,283
FAMILY DOLLAR STORES		
GILEAD SCIENCES	8,161	11,641
GOOGLE INC CL A	8,719	16,811
HALLIBURTON	4,711	6,598
HARBOR INTERNATL FUND	28,778	49,088

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOME DEPOT	8,610	9,057
INTEL CORP	9,917	9,474
INTERCONTINENTAL EXCHANGE INC		
IBM	5,430	5,627
ISHARES MSCI CANADA INDEX FD		
ISHARES MSCI PAC EX-JPN INDEX FD		
ISHARES BARCLAYS TIPS BOND FUND	81,285	87,920
ISHARES IBOXX INVESTMENT BOND FD	75,122	79,932
ISHARES MSCI EAFE INDX FD	58,536	67,095
ISHARES MSCI EMERGING MKTS INDEX FD		
ISHARES CORE S&P MIDCAP ETF	151,144	267,620
ISHARES CORE S&P SMALLCAP ETF	62,082	125,499
JP MORGAN CHASE & CO	7,757	14,328
JOHNSON & JOHNSON	9,557	13,739
KRAFT FOODS INC CL A	9,465	12,130
LENNAR CORP	9,132	9,494
MASTERCARD INC	9,114	16,709
MCCORMICK & CO INC	5,873	8,615
MCDONALDS	7,211	7,762
MCKESSON CORP	5,795	12,105
MERCK & CO INC	6,960	9,009
METLIFE	7,296	9,975
MICROSOFT CORP	7,014	9,165
MORGAN STANLEY	8,165	15,680
NEUBERGER BERMAN EMRG MKTS	150,000	163,869
NEWMONT MINING CORP		
NIKE INC CL B	5,756	9,437
NORTHFOLK SOUTHERN CORP	7,194	8,819
NOVARTIS AG ADR		
NUCOR	5,949	7,206

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OCCIDENTAL PETE CORP DEL	8,168	9,035
OPPENHEIMER SR FLOAT RT FD CL Y	50,000	50,480
ORACLE CORP	5,137	8,226
PIMCO TOTAL RETURN FD	184,871	186,601
PFIZER	6,845	9,495
PHILLIPS 66	3,514	8,484
PRAXAIR INC	6,396	7,802
T ROWE PRICE GROUP INC	3,724	10,052
PRICELINE.COM INC	3,249	11,624
PROCTER & GAMBLE CO	11,575	14,654
QUALCOMM INC	10,187	13,736
KT GOVERNMENT MORTGAGE FD	65,025	70,176
REPUBLIC SERVICES INC	6,942	8,300
HENRY SCHEIN INC	4,782	10,283
STARBUCKS	8,259	11,759
SUNTRUST BANKS		
TEVA PHARMACEUTICAL INDS LTD SPONS A		
THERMO FISHER SCIENTIFIC INC	4,582	12,805
UNITED PARCEL SERVICE INC	8,172	11,559
UNITED TECHNOLOGIES CORP	10,671	17,639
VERIZON COMMUNICATIONS INC	7,083	8,845
WELLS FARGO CO	9,870	13,620
ZIONS BANCORP	6,112	9,138
CHARITABLE INTERMEDIATE TERM FD	302,821	311,376

# TY 2013 Investments Government Obligations Schedule

**Name:** MARION G WEEKS FOUNDATION

**EIN:** 94-3212001

**US Government Securities - End of**

**Year Book Value:**

106,821

**US Government Securities - End of**

**Year Fair Market Value:**

114,589

**State & Local Government  
Securities - End of Year Book  
Value:**

**State & Local Government  
Securities - End of Year Fair  
Market Value:**

## TY 2013 Land, Etc. Schedule

**Name:** MARION G WEEKS FOUNDATION

**EIN:** 94-3212001

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
FARMERS LOOP RD FAIRBANKS AK	178,057		178,057	448,622

**TY 2013 Other Expenses Schedule****Name:** MARION G WEEKS FOUNDATION**EIN:** 94-3212001

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
PROPERTY INSURANCE	587	587		
LIABILITY INSURANCE	1,823	367		1,456
PARTNERSHIP PASS-THRU INVEST	196	196		
MAINTENANCE	767	767		



**TY 2013 Other Professional Fees Schedule****Name:** MARION G WEEKS FOUNDATION**EIN:** 94-3212001

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOUNDATION SECRETARY	1,605	401		1,204
APPRAISAL	850	850		

**TY 2013 Taxes Schedule****Name:** MARION G WEEKS FOUNDATION**EIN:** 94-3212001

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
PROPERTY TAX	404	404		
FOREIGN TAXES ON ADR	348	348		
FOREIGN TAXES ON MUTUAL FUNDS	167	167		
BIENNIAL LICENSE	138	138		
EXCISE TAX ON NET INVEST INCOME	170			