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.

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , 2013, and ending , 20

Name of foundation THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

A Employer identification number 94-3256658

Number and street (or P O box number if mail is not delivered to street address) ONE FRANKLIN PARKWAY
BUILDING 920/1

Room/suite

B Telephone number (see instructions) (650) 312-3000

City or town, state or province, country, and ZIP or foreign postal code
SAN MATEO, CA 94403

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 153,317,197.

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	89,396,245.			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	257,352.	257,352.		ATCH 1
	4	Dividends and interest from securities	808,256.	808,256.		ATCH 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,648,578.			
	b	Gross sales price for all assets on line 6a 6,925,028.				
	7	Capital gain net income (from Part IV, line 2)		1,648,578.		
	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) ATCH 3	2,075.	2,075.		
	12	**Total.** Add lines 1 through 11	92,112,506.	2,716,261.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule) ATCH 4	200.	200.		
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule) *	183,746.	183,746.		
	17	Interest				
	18	Taxes (attach schedule) (see instructions) ATCH 6	113,819.	19,659.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	297,765.	203,605.		
	25	Contributions, gifts, grants paid	2,565,000.			2,565,000.
	26	**Total expenses and disbursements** Add lines 24 and 25	2,862,765.	203,605.	0	2,565,000.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	89,249,741.			
	b	**Net investment income** (if negative, enter -0-)		2,512,656.		
	c	**Adjusted net income** (if negative, enter -0-)				

RECEIVED
NOV 20 2014
OGDEN, UT
IRS-OSC

SCANNED NOV 24 2014

JSA For Paperwork Reduction Act Notice, see instructions. *ATCH 5 Form **990-PF** (2013)

3E1410 1 000
9OC1I4 4178 V 13-7.5F

9

9-14

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	4,660,017.	3,349,059.	3,349,059.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)			
	b	Investments - corporate stock (attach schedule) ATCH 7	50,072,326.	149,968,138.	149,968,138.
	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)	54,732,343.	153,317,197.	153,317,197.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted	54,732,343.	153,317,197.	
	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 instructions)	54,732,343.	153,317,197.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	54,732,343.	153,317,197.	

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	54,732,343.
2	Enter amount from Part I, line 27a	2	89,249,741.
3	Other increases not included in line 2 (itemize) ▶ ATCH 8	3	9,335,113.
4	Add lines 1, 2, and 3	4	153,317,197.
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	153,317,197.

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 PART IV SCHEDULE			
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				
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				
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	1,648,578.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	1,880,000.	48,917,510.	0.038432
2011	1,752,120.	44,060,589.	0.039766
2010	1,738,832.	36,946,247.	0.047064
2009	1,670,160.	30,807,218.	0.054213
2008	1,517,373.	37,358,254.	0.040617

2	**Total** of line 1, column (d)	2	0.220092
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	0.044018
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	76,023,910.
5	Multiply line 4 by line 3	5	3,346,420.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	25,127.
7	Add lines 5 and 6	7	3,371,547.
8	Enter qualifying distributions from Part XII, line 4	8	2,565,000.

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 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	50,253.
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	50,253.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	50,253.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	86,565.		
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	86,565.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	36,312.
11	Enter the amount of line 10 to be. **Credited to 2014 estimated tax** ▶ 36,312. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ 0 (2) On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
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		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA,			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ MARIA DELUCCHI-KAHALE Telephone no ▶ 650-312-3000

Located at ▶ ONE FRANKLIN PARKWAY, SAN MATEO, CA ZIP+4 ▶ 94403

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		X
	See the 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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)?	1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No If "Yes," list the years ▶ ________ , ________ , ________ , ________			
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________			
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		X
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a During the year did the foundation pay or incur any amount to:		
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No		
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? . . . . . . ☐ Yes ☒ No		
(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . . . . ☐ Yes ☒ No		
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) . . . . . . ☐ Yes ☒ No		
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? . . . . . . ☐ Yes ☒ No		
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**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**	X
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
ATCH 9		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		0	0	0

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
NOT APPLICABLE		0
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 NOT APPLICABLE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 . . . . . . ▶	

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	72,997,878.
b	Average of monthly cash balances	1b	4,183,757.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	77,181,635.
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	77,181,635.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,157,725.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	76,023,910.
6	**Minimum investment return.** Enter 5% of line 5	6	3,801,196.

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	3,801,196.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	50,253.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	50,253.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	3,750,943.
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	3,750,943.
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	3,750,943.

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	2,565,000.
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	2,565,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,565,000.

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				3,750,943.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			2,325,979.	
b Total for prior years 20 11 ,20 10 ,20 09				
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	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 2,565,000.				
a Applied to 2012, but not more than line 2a			2,325,979.	
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				239,021.
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				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				3,511,922.
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	0			
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) NOT APPLICABLE

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

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

	Tax year	Prior 3 years			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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 foundation had $5,000 or more in assets at any time during the year - see instructions.)**

1 **Information Regarding Foundation Managers:**

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

SEE ATTACHMENT 10

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

NONE

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

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

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

ATCH 10

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

N/A

c Any submission deadlines.

N/A

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

N/A

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*				
ATCH 11				
Total . . . . ▶ **3a**				2,565,000.
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	257,352.	
4 Dividends and interest from securities			14	808,256.	
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	1,648,578.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a OTHER INCOME		2,075.	14		
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		2,075.		2,714,186.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 2,716,261.

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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
NOT APPLICABLE		

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) is based on all information of which preparer has any knowledge

▶ Esther B. Wiskemann ▶ Nov 16, 2014 ▶ Director

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOE SILVESTRI		11/17/14		P00542475

Firm's name ▶ PRICEWATERHOUSECOOPERS LLP Firm's EIN ▶ 13-4008324

Firm's address ▶ THREE EMBARCADERO CENTER
SAN FRANCISCO, CA 94111 Phone no 415-498-5000

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

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047
2013

Name of the organization
THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number
94-3256658

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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

General Rule

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

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ _______________

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

Name of organization	Employer identification number
THE MEADOWVIEW FOUNDATION C/O MARIA DELUCCHI-KAHALE, FTCI	94-3256658

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ELIZABETH WISKEMANN ONE FRANKLIN PARKWAY SAN MATEO, CA 94403	$ 89,396,245.	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number 94-3256658

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	1,447,616 SHS FRANKLIN RESOURCE INC	$ 88,437,218.	VAR
		$	
		$	
		$	
		$	
		$	

JSA
3E1254 1 000
9OC1I4 4178 V 13-7.5F

Name of organization THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number 94-3256658

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

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

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
- - - -			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
- - - -			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
- - - -			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
- - - -			

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIDUCIARY 491206000		64.	64.
FIDUCIARY 491206010		65.	65.
FIDUCIARY 491206020		257,101.	257,101.
FIDUCIARY 491206030		63.	63.
FIDUCIARY 491206040		10.	10.
FIDUCIARY 491206050		49.	49.
	TOTAL	257,352.	257,352.

ATTACHMENT 2

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FIDUCIARY 491206000		323,420.	323,420.
FIDUCIARY 491206010		75,017.	75,017.
FIDUCIARY 491206020		2.	2.
FIDUCIARY 491206030		280,111.	280,111.
FIDUCIARY 491206040		16,833.	16,833.
FIDUCIARY 491206050		112,873.	112,873.
	TOTAL	808,256.	808,256.

ATTACHMENT 3

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME		2,075.	2,075.
	TOTALS	2,075.	2,075.

ATTACHMENT 4

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
FIDUCIARY TRUST INTERNATIONAL	200.	200.		
TOTALS	200.	200.		

ATTACHMENT 5

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MANAGEMENT FEES	183,746.	183,746.
TOTALS	183,746.	183,746.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES PAID	19,659.	19,659.
2012 FED EXTENSION PAYMENT	42,000.	
2013 FED TAX PAYMENT	52,000.	
STATE TAXES	160.	
TOTALS	113,819.	19,659.

ATTACHMENT 7

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FIDUCIARY TRUST #6000 ATCH 12	24,104,485.	120,359,732.	120,359,732.
FIDUCIARY TRUST #6010 ATCH 13	2,684,687.	2,419,493.	2,419,493.
FIDUCIARY TRUST #6020 ATCH 14	6,738,890.	6,602,093.	6,602,093.
FIDUCIARY TRUST #6030 ATCH 15	7,783,153.	10,632,123.	10,632,123.
FIDUCIARY TRUST #6040 ATCH 16	1,650,174.	2,215,069.	2,215,069.
FIDUCIARY TRUST #6050 ATCH 17	7,110,937.	7,739,628.	7,739,628.
TOTALS	50,072,326.	149,968,138.	149,968,138.

THE MEADOWVIEW FOUNDATION 94-3256658

ATTACHMENT 8

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

DESCRIPTION	AMOUNT
INCREASE OF STOCK FAIR MARKET VALUE	9,335,113.
TOTAL	9,335,113.

THE MEADOWVIEW FOUNDATION 94-3256658

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

ATTACHMENT 9

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
KIM D. WISKEMANN BESSOLO ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	PRESIDENT & TRUSTEE	0	0	0
CHRISTINE Y. WISKEMANN ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	VICE PRES. & SECRETARY	0	0	0
ESTHER B. WISKEMANN TORRES ONE FRANKLIN PARKWAY BUILDING 920/1 SAN MATEO, CA 94403	TREASURER	0	0	0
ELIZABETH S. WISKEMANN ONE FRANKLIN WAY BUILDING 920/1 SAN MATEO, CA 94403	TRUSTEE, THRU 10/23/2013	0	0	0
	GRAND TOTALS	0	0	0

ATTACHMENT 10

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

N/A

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
CHEETAH CONSERVATION FUND 2210 MT. VERNON AVE, FL 2 ALEXANDRIA, VA 22301	N/A PC	CHARITABLE SUPPORT	15,000.
CHILDREN OF THE NIGHT 14530 SYLVAN STREET VAN NUYS, CA 91411	N/A PC	CHARITABLE SUPPORT	25,000.
CHILDREN'S HOSTPITAL OF OAKLAND 747 52ND ST OAKLAND, CA 94609	N/A PC	CHARITABLE SUPPORT	100,000.
CSRM FOUNDATION 125 I""STREET"" SACRAMENTO, CA 95814	N/A PC	CHARITABLE SUPPORT	40,000
DOCTORS WITHOUT BORDERS P.O BOX 5030 HAGERSTOWN, MD 21741	N/A PC	CHARITABLE SUPPORT	120,000
EXPLORATORIUM SAN FRANCISCO PIER 15 SAN FRANCISCO, CA 94111	N/A PC	CHARITABLE SUPPORT	20,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
GOLDEN GATE UNIVERSITY 536 MISSION ST. SAN FRANCISCO, CA 94105	N/A PC	CHARITABLE SUPPORT	30,000
HABITAT FOR HUMANITY 500 WASHINGTON ST #250 SAN FRANCISCO, CA 94111	N/A PC	CHARITABLE SUPPORT	300,000
HOMEBOY INDUSTRIES 130 BRUNO ST. LOS ANGELES, CA 90012	N/A PC	CHARITABLE SUPPORT	20,000
LOYOLA MARYMOUNT UNIVERSITY 1 LOYOLA MARYMOUNT UNIVERSITY DR LOS ANGELES, CA 90045	N/A PC	CHARITABLE SUPPORT	100,000.
MARIN COMMUNITY FOOD BANK 75 DIGITAL DRIVE NOVATO, CA 94949	N/A PC	CHARITABLE SUPPORT	20,000.
MARINE MAMMAL CENTER 2000 BUNKER ROAD SAUSALITO, CA 94965	N/A PC	CHARITABLE SUPPORT	200,000.

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
NATIONAL GEOGRAPHIC 1145 17TH STREET NW WASHINGTON, DC 20036	N/A PC	CHARITABLE SUPPORT	100,000
NOVATO COUMMUNITY HOSPITAL 180 ROWLAND WAY NOVATO, CA 94945	N/A PC	CHARITABLE SUPPORT	100,000
OSTEOPATHY'S PROMISE TO CHILDREN 4135 54TH PLACE SAN DIEGO, CA 92105	N/A PC	CHARITABLE SUPPORT	200,000
PEDIATRIC BRAIN TUMOR FOUNDATION 302 RIDGEFIELD CT ASHEVILLE, NC 28806	N/A PC	CHARITABLE SUPPORT	50,000
PEGASUS PROJECT P O BOX 2311 VANCOUVER, WA 98668	N/A PC	CHARITABLE SUPPORT	30,000.
PEGASUS VOYAGES 1554 SONOMA AVE ALBANY, CA 94706	N/A PC	CHARITABLE SUPPORT	25,000

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
SAN FRANCISCO FOOD BANK 900 PENNSYLVANIA AVE SAN FRANCISCO, CA 94107	N/A PC	CHARITABLE SUPPORT	20,000.
ST. MARY'S COLLEGE OF CA 1928 ST MARYS ROAD MORAGA, CA 94556	N/A PC	CHARITABLE SUPPORT	300,000
THE ALLAIRE SCHOOL 50 EL CAMINO DR. #11 CORTE MADERA, CA 94925	N/A PC	CHARITABLE SUPPORT	30,000
THE MARIN SCHOOL 150 N. SAN PEDRO ROAD SAN RAFAEL, CA 94903	N/A PC	CHARITABLE SUPPORT	200,000.
UC REGENTS 1111 FRANKLIN STREET, FL 12 OAKLAND, CA 94607	N/A PC	CHARITABLE SUPPORT	200,000.
VETS HELPING HEROES P.O BOX 540723 GREENACRES, FL 33454	N/A PC	CHARITABLE SUPPORT	20,000

THE MEADOWVIEW FOUNDATION 94-3256658

FORM 990PF, PART XV - GRANTS AND CONTRIBUTIONS PAID DURING THE YEAR

ATTACHMENT 11 (CONT'D)

RECIPIENT NAME AND ADDRESS	RELATIONSHIP TO SUBSTANTIAL CONTRIBUTOR AND FOUNDATION STATUS OF RECIPIENT	PURPOSE OF GRANT OR CONTRIBUTION	AMOUNT
WILDCARE (SAN RAFAEL) 76 ALBERT PARK LN SAN RAFAEL, CA 94901	N/A PC	CHARITABLE SUPPORT	200,000.
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD, SUITE 300 JACKSONVILLE, FL 32256	N/A PC	CHARITABLE SUPPORT	100,000
		TOTAL CONTRIBUTIONS PAID	2,565,000.

Fiduciary
Trust
International

Account Overview

Account Number: 491206000

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Detail of Account Holdings reflects the securities within your Principal Portfolio, Income Portfolio and any Special Holdings. Generally, equity and fixed income holdings are valued as of the close of business."Total Cost" column may reflect an automatic adjustment for Amortization or other changes to cost basis.Please see the Important Disclosures for additional information.

Principal Portfolio: Equities - Industry Allocation of Common Stock Holdings

Industry Sector	Market Value	% of Equity Holdings in Sector	% of Principal Portfolio in Sector	Est. Annual Income	Market Yield (%)
Energy	257,629 90	2 51	2 14	3,189 70	1 24
Materials	334,911 65	3.26	2 78	4,206 00	1 26
Industrials	1,064,443 60	10 37	8 83	9,116 50	0 86
Consumer Discretionary	1,070,886 50	10 43	8 88	4,911 00	0.46
Consumer Staples	1,255,731 60	12 23	10 42	12,452 65	0 99
Health Care	1,450,359.90	14.13	12 03	0.00	0 00
Financials	1,021,265 66	9 95	8 47	26,133 09	2 56
Information Technology	3,529,017.84	34 37	29 28	43,061 00	1.22
Telecommunication Services	283,361.00	2.76	2 35	4,118 00	1.45
	$10,267,607.65	**100.00**	**85.19**	**$107,187.94**	**1.04**

Principal Portfolio: Equities - Top 10 Holdings

Security	Ticker Symbol	Units	Market Value	% of Equity Holdings	% of Principal Portfolio	Est. Annual Income	Market Yield (%)
MONSTER BEVERAGE CORP	MNST	9,390 00	636,360 30	6 20	5 28	0 00	0 00
APPLE INC	AAPL	1,125 00	631,248 75	6 15	5 24	13,725 00	2 17
QUALCOMM INC	QCOM	6,040 00	448,470 00	4 37	3 72	8,456 00	1 89
GILEAD SCIENCES INC	GILD	5,840 00	438,876.00	4.27	3.64	0 00	0.00
MEAD JOHNSON NUTRITION COMPANY	MJN	4,825.00	404,142 00	3 94	3.35	6,562 00	1 62
STRATASYS LTD	SSYS	2,950 00	397,365 00	3.87	3 30	0 00	0 00
EXPRESS SCRIPTS HOLDING CO	ESRX	5,525 00	388,076 00	3 78	3 22	0 00	0 00
CELGENE CORP	CELG	2,215.00	374,246 40	3 64	3 11	0 00	0 00
CHIPOTLE MEXICAN GRILL CL A	CMG	695 00	370,282 10	3 61	3 07	0 00	0.00

SKYWORKS SOLUTIONS INC	SWKS	12,900 00	368,424 00	3 59	3.06	5,676 00	1 54
			$4,457,490.55	**43.41**	**36.98**	**$34,419.00**	**0.77**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Principal Portfolio: Equities - Common Stock Holdings by Sector

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Sector:	**Energy**									
1,970 00	SCHLUMBERGER LTD	SLB	65 41	128,861 40	90 11	177,516 70	1 73	48,655 30	2,462 50	1 39
1,010 00	ANADARKO PETROLEUM CORP	APC	88 71	89,593 67	79 32	80,113 20	0 78	(9,480 47)	727 20	0 91
	Total Energy			**$218,455.07**		**$257,629.90**	**2.51**	**$39,174.83**	**$3,189.70**	**1.24**
Sector:	**Materials**									
1,620.00	CYTEC INDUSTRIES INC	CYT	85 78	138,971.05	93.16	150,919 20	1 47	11,948.15	810 00	0 54
1,415 00	PRAXAIR INC	PX	88 91	125,804 47	130 03	183,992 45	1 79	58,187 98	3,396 00	1 85
	Total Materials			**$264,775.52**		**$334,911.65**	**3.26**	**$70,136.13**	**$4,206.00**	**1.26**
Sector:	**Industrials**									
825.00	PRECISION CASTPARTS CORP	PCP	130 01	107,258.05	269.30	222,172 50	2 16	114,914.45	99.00	0.04
1,735 00	UNITED TECHNOLOGIES CORP	UTX	76 99	133,577 78	113 80	197,443 00	1 92	63,865 22	4,094 60	2 07
1,370 00	CUMMINS INC	CMI	76.27	104,486 31	140 97	193,128 90	1 88	88,642 59	3,425 00	1.77
3,015 00	DANAHER CORP	DHR	34 53	104,104.51	77.20	232,758.00	2 27	128,653.49	301 50	0 13
9,970 00	INTERFACE INC	TILE	17 48	174,306 95	21 96	218,941 20	2 13	44,634 25	1,196 40	0 55
	Total Industrials			**$623,733.60**		**$1,064,443.60**	**10.37**	**$440,710.00**	**$9,116.50**	**0.86**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Sector:	**Consumer Disc.**									
3,100 00	NIKE INC CL B	NKE	32 13	99,597 58	78 64	243,784 00	2 37	144,186 42	2,976 00	1 22
1,075 00	RALPH LAUREN CORP	RL	172.12	185,024.65	176.57	189,812 75	1 85	4,788.10	1,935 00	1.02
140 00	ZULILY INC SER A	ZU	22 00	3,080 00	41 43	5,800 20	0 06	2,720 20	0 00	0 00
695 00	CHIPOTLE MEXICAN GRILL CL A	CMG	287.81	200,027 52	532.78	370,282.10	3.61	170,254 58	0.00	0 00
655.00	AMAZON COM INC	AMZN	226 94	148,646.19	398 79	261,207 45	2.54	112,561 26	0.00	0.00
	Total Consumer Discretionary			**$636,375.94**		**$1,070,886.50**	**10.43**	**$434,510.56**	**$4,911.00**	**0.46**
Sector:	**Consumer Staples**									
9,390 00	MONSTER BEVERAGE CORP	MNST	47 38	444,893 34	67 77	636,360 30	6 20	191,466 96	0 00	0 00
2,595.00	PEPSICO INC	PEP	68.85	178,660.57	82 94	215,229.30	2 10	36,568.73	5,890 65	2 74
4,825 00	MEAD JOHNSON NUTRITION COMPANY	MJN	70 04	337,942 51	83.76	404,142 00	3 94	66,199 49	6,562 00	1 62
	Total Consumer Staples			**$961,496.42**		**$1,255,731.60**	**12.23**	**$294,235.18**	**$12,452.65**	**0.99**
Sector:	**Health Care**									
3,150 00	DEXCOM INC	DXCM	27.08	85,301.06	35 41	111,541 50	1.09	26,240 44	0.00	0.00
5,525 00	EXPRESS SCRIPTS HOLDING CO	ESRX	48 62	268,631 72	70 24	388,076 00	3 78	119,444 28	0 00	0 00
2,215 00	CELGENE CORP	CELG	59 07	130,844 03	168 96	374,246 40	3 64	243,402 37	0 00	0 00
5,840.00	GILEAD SCIENCES INC	GILD	19.18	112,008 60	75 15	438,876 00	4.27	326,867 40	0 00	0 00
500 00	REGENERON PHARMACEUTICALS INC	REGN	266 78	133,391 36	275 24	137,620 00	1 34	4,228 64	0 00	0 00
	Total Health Care			**$730,176.77**		**$1,450,359.90**	**14.13**	**$720,183.13**	**$0.00**	**0.00**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
	Sector: Financials									
11,400 00	BANK OF AMERICA CORP	BAC	13 02	148,400 65	15 57	177,498 00	1 73	29,097 35	456 00	0 26
4,485 00	AFLAC INC	AFL	40 48	181,549.55	66 80	299,598 00	2 92	118,048.45	6,637 80	2 22
3,670 00	PROASSURANCE CORP	PRA	47 25	173,400 53	48 48	177,921 60	1 73	4,521 07	4,404 00	2 48
2,660.00	EULER HERMES SA (EUR)		91 88	244,410.93	137.69	366,248 06	3.57	121,837.13	14,635 29	4 00
	Total Financials			**$747,761.66**		**$1,021,265.66**	**9.95**	**$273,504.00**	**$26,133.09**	**2.56**
	Sector: Info. Technology									
239 00	GOOGLE INC SER A	GOOGL	378 37	90,429 62	1120 71	267,849 69	2 61	177,420 07	0 00	0 00
3,830 00	SALESFORCE COM INC	CRM	42 82	163,985 29	55 19	211,377 70	2 06	47,392 41	0 00	0 00
550.00	TWITTER INC	TWTR	26.00	14,300 00	63 65	35,007.50	0.34	20,707.50	0 00	0 00
2,950 00	STRATASYS LTD	SSYS	88 01	259,638 90	134 70	397,365 00	3 87	137,726 10	0 00	0 00
3,155 00	RED HAT INC	RHT	46 52	146,767.13	56 04	176,806 20	1 72	30,039 07	0.00	0 00
160.00	TABLEAU SOFTWARE INC CL A	DATA	31.00	4,960 00	68 93	11,028.80	0.11	6,068.80	0.00	0 00
17,500 00	CORNING INC	GLW	12 56	219,772 09	17 82	311,850 00	3 04	92,077 91	7,000 00	2 24
6,040 00	QUALCOMM INC	QCOM	54 16	327,108 62	74 25	448,470 00	4 37	121,361 38	8,456 00	1 89
10,440.00	EMC CORP	EMC	26.31	274,675 17	25.15	262,566 00	2 56	(12,109 17)	4,176.00	1 59
1,060 00	INTERNATIONAL BUSINESS MACHINES CORP	IBM	169 56	179,731 97	187 57	198,824 20	1 94	19,092 23	4,028 00	2 03

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
1,125 00	APPLE INC	AAPL	246.66	277,494.45	561 11	631,248 75	6 15	353,754.30	13,725.00	2.17
6,000 00	TRIMBLE NAVIGATION LTD	TRMB	32 31	193,889.41	34.70	208,200.00	2.03	14,310 59	0 00	0 00
12,900 00	SKYWORKS SOLUTIONS INC	SWKS	18 15	234,101 41	28 56	368,424 00	3 59	134,322 59	5,676 00	1 54
	Total Information Technology			**$2,386,854.06**		**$3,529,017.84**	**34.37**	**$1,142,163.78**	**$43,061.00**	**1.22**
Sector:	**Telecommunications**									
3,550.00	AMERICAN TOWER REIT INC	AMT	53 20	188,844 81	79 82	283,361 00	2 76	94,516 19	4,118 00	1 45
	Total Telecommunication Services			**$188,844.81**		**$283,361.00**	**2.76**	**$94,516.19**	**$4,118.00**	**1.45**
	Total Common Stock			**$6,758,473.85**		**$10,267,607.65**	**100.00**	**$3,509,133.80**	**$107,187.94**	**1.04**
Grand Total Equities				**$6,758,473.85**		**$10,267,607.65**	***100.00***	**$3,509,133.80**	**$107,187.94**	**1.04**

Principal Portfolio: Fixed Income - Short-Term Instruments

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Short-Term Holdings	Unrealized Gain (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
U.S. Dollar										
Type:	**Cash (USD)**									
(2,744,502 95)	CASH	0 00	(2,744,502 95)	0 00	(2,744,502 95)	0 00	0 00	0 00	(1,372 25)	0 05
	Total Cash (U.S. Dollar)		**($2,744,502.95)**		**($2,744,502.95)**	**(378.58)**	**$0.00**	**$0.00**	**($1,372.25)**	**0.05**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Endıng December 31, 2013

Prıncıpal Portfolıo: Fixed Income - Short-Term Instruments (continued)

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Short-Term Holdings	Unrealized Gaın (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
Type:	**Cash Equiv (USD)**									
2,506,500 00	STIP 3 US TREASURY & AGENCY DTD 8/31/2003	1 00	2,506,500 00	1 00	2,506,500 00	0 00	0 00	17 48	250 68	0 01
	Total Cash Equivalents (U.S. Dollar)		**$2,506,500.00**		**$2,506,500.00**	**345.75**	**$0.00**	**$17.48**	**$250.68**	**0.01**
	Total U.S. Dollar		**($238,002.95)**		**($238,002.95)**	**(32.83)**	**$0.00**	**$17.48**	**($1,121.57)**	**0.47**
Swiss Franc		USD 1 00 = (CHF) 0 89205								
Type:	**Cash (CHF)**									
859,000 08	CASH	0 00	959,026 55	0.00	962,950.60	132.83	3,924 05	0.00	0.00	0 00
	Total Cash (Swiss Franc)		**$959,026.55**		**$962,950.60**	**132.83**	**$3,924.05**	**$0.00**	**$0.00**	**0.00**
	Total Swiss Franc		**$959,026.55**		**$962,950.60**	**132.83**	**$3,924.05**	**$0.00**	**$0.00**	**0.00**
	Total Short-Term Instruments		**$721,023.60**		**$724,947.65**	**100.00**	**$3,924.05**	**$17.48**	**($1,121.57)**	**0.47**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Principal Portfolio: Fixed Income - Mutual Funds Holdings by Type

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Fixed Income Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Class:	**Fixed Income Funds**									
502,512 56	FRANKLIN HIGH INCOME TR ADV CL $0 141	FVHIX	1 99	1,000,000 00	2 11	1,060,301 51	100 00	60,301 51	68,341 71	6 45
	Total Fixed Income Funds			**$1,000,000.00**		**$1,060,301.51**	**100.00**	**$60,301.51**	**$68,341.71**	**6.45**
	Total Fixed Income Mutual Funds			**$1,000,000.00**		**$1,060,301.51**	**100.00**	**$60,301.51**	**$68,341.71**	**6.45**
Grand Total Fixed Income				**$1,000,000.00**		**$1,060,301.51**	**100.00**	**$60,301.51**	**$68,341.71**	**6.45**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Income Portfolio: Short-Term Instruments

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Short-Term Holdings	Unrealized Gain (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
U.S. Dollar										
Type:	**Cash (USD)**									
600 90	CASH	0 00	600.90	0.00	600 90	21 49	0 00	0 00	0 30	0 05
	Total Cash (U.S. Dollar)		**$600.90**		**$600.90**	**21.49**	**$0.00**	**$0.00**	**$0.30**	**0.05**
	Total U.S. Dollar		**$600.90**		**$600.90**	**21.49**	**$0.00**	**$0.00**	**$0.30**	**0.05**
EURO		USD 1.00 = (EUR) 0 72701								
Type:	**Cash (EUR)**									
1,596.00	TAX RECLAIM RECEIVABLES	0 00	2,081 51	0.00	2,195 29	78 51	113 78	0 00	0 00	0 00
	Total Cash (EURO)		**$2,081.51**		**$2,195.29**	**78.51**	**$113.78**	**$0.00**	**$0.00**	**0.00**
	Total EURO		**$2,081.51**		**$2,195.29**	**78.51**	**$113.78**	**$0.00**	**$0.00**	**0.00**
	Total Short-Term Instruments		**$2,682.41**		**$2,796.19**	**100.00**	**$113.78**	**$0.00**	**$0.30**	**0.05**

Account Detail

MEADOWVIEW FOUNDATION - GROWTH

For Month Ending December 31, 2013

Special Holdings

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Special Holdings	Unrealized Gain (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
Asset Class:	**Special Holdings**									
1,888,651 00	FRANKLIN RESOURCES INC	1.24	2,339,936 18	57 73	109,031,822 23	98.64	106,691,886 05	226,638.12	906,552.48	0.83
Asset Class:	**Special Holdings**									
1,500,313 98	CASH	0 00	1,500,313 98	0 00	1,500,313 98	1 36	0 00	0 00	0 00	0 00
	Grand Total Special Holdings		**$3,840,250.16**		**$110,532,136.21**	**100.00**	**$106,691,886.05**	**$226,638.12**	**$906,552.48**	**0.82**

Total Stock Value **$120,359,731**

Fiduciary
Trust
International

Account Number: 491206010

Account Detail

MEADOWVIEW FOUNDATION - OTHER

For Month Ending December 31, 2013

Principal Portfolio: Equities - Mutual Funds Holdings by Asset Class

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Class:	**International Equity**									
97,866 17	FRANKLIN GLOBAL TR REAL ESTATE FD ADV CL	FVGRX	6 90	675,000 00	7 82	765,313.43	74 25	90,313 43	13,701 26	1 79
15,827.49	FRANKLIN GOLD & PRECIOUS METALS FD ADV	FGADX	43 56	689,440 60	16 77	265,427 04	25 75	(424,013 56)	0 00	0 00
	Total International Equity Funds			**$1,364,440.60**		**$1,030,740.47**	**100.00**	**($333,700.13)**	**$13,701.26**	**1.33**
	Total Equity Mutual Funds			**$1,364,440.60**		**$1,030,740.47**	**100.00**	**($333,700.13)**	**$13,701.26**	**1.33**
Grand Total	**Equities**			**$1,364,440.60**		**$1,030,740.47**	**100.00**	**($333,700.13)**	**$13,701.26**	**1.33**

Account Detail

Account Number: 491206010

MEADOWVIEW FOUNDATION - OTHER

For Month Ending December 31, 2013

Principal Portfolio: Fixed Income - Short-Term Instruments (continued)

Principal Portfolio: Fixed Income - Mutual Funds Holdings by Type

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Fixed Income Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Class:	**Fixed Income Funds**									
106,092 62	TEMPLETON INCOME TR GLOBAL BD FD AD CL $0 568	TGBAX	13.15	1,395,495.72	13 09	1,388,752.45	100 00	(6,743.27)	54,425 52	3 92
	Total Fixed Income Funds			**$1,395,495.72**		**$1,388,752.45**	**100.00**	**($6,743.27)**	**$54,425.52**	**3.92**
	Total Fixed Income Mutual Funds			**$1,395,495.72**		**$1,388,752.45**	**100.00**	**($6,743.27)**	**$54,425.52**	**3.92**
Grand Total Fixed Income				**$1,395,495.72**		**$1,388,752.45**	**100.00**	**($6,743.27)**	**$54,425.52**	**3.92**

Total Value **$2,419,493**

Account Detail

Account Number: 491206020

MEADOWVIEW FOUNDATION - INTER FIXED

For Month Ending December 31, 2013

Principal Portfolio: Fixed Income - Individual Holdings By Type

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Fixed Income Holdings	Unrealized Gain (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
Type:	**Governments**									
275,000 00	UNITED STATES TREASURY NOTE DTD 5/31/2010 2 125% 5/31/2015 AAA	103 36	284,227 54	102 68	282,358 45	4 28	(1,869 09)	516.57	5,843 75	0 23
300,000 00	UNITED STATES TREASURY NOTE DTD 2/28/2009 2 625% 2/29/2016 AAA	107 21	321,623 04	104 77	314,296 80	4 76	(7,326 24)	2,675 76	7,875 00	0 41
250,000 00	UNITED STATES TREASURY NOTE DTD 8/1/2011 1 5% 7/31/2016 AAA	102 96	257,412 11	102.29	255,713 00	3 87	(1,699 11)	1,569.29	3,750.00	0.61
301,129 40	UNITED STATES TREAS NTS INDEX LINKED DTD 1/15/2007 2 375% 1/15/2017 AAA	107.39	323,375 09	110.11	331,583 52	5.02	8,208 43	3,303 55	7,151 82	2.16
150,000.00	UNITED STATES TREASURY NOTE DTD 5/31/2011 2 375% 5/31/2018 AAA	104.97	157,458 98	103.82	155,736 00	2.36	(1,722 98)	313 19	3,562.50	1 48
235,000 00	UNITED STATES TREASURY NOTE DTD 8/15/2008 4% 8/15/2018 AAA	110 16	258,867 19	110 88	260,565 42	3 95	1,698 23	3,550 54	9,400 00	1 55
275,000 00	UNITED STATES TREASURY NOTE DTD 1/31/2012 1 25% 1/31/2019 AAA	100 11	275,300.78	97 48	268,082 10	4 06	(7,218 68)	1,438 52	3,437 50	1 77
265,000.00	UNITED STATES TREASURY NOTE DTD 8/15/2009 3 625% 8/15/2019 AAA	117 23	310,671.09	108 90	288,591 10	4.37	(22,079 99)	3,628 45	9,606.25	1.95
	Total Governments		**$2,188,935.82**		**$2,156,926.39**	**32.67**	**($32,009.43)**	**$16,995.87**	**$50,626.82**	**1.27**

Account Detail

MEADOWVIEW FOUNDATION - INTER FIXED

For Month Ending December 31, 2013

Account Number: 491206020

Principal Portfolio: Fixed Income - Individual Holdings By Type (continued)

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Fixed Income Holdings	Unrealized Gain (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
Type:	**Agencies**									
350,000 00	FEDERAL HOME LN MTG CORP DTD 7/16/2004 5% 7/15/2014 AA+	111 38	389,834 45	102 61	359,141 30	5 44	(30,693 15)	8,069 44	17,500 00	0 15
325,000.00	FEDERAL HOME LN MTG CORP DTD 7/14/2005 4 375% 7/17/2015 AA+	109 27	355,127 50	106 33	345,582 25	5 23	(9,545 25)	6,477 43	14,218.75	0 26
375,000 00	FEDERAL NATL MTG ASSN NT DTD 8/17/2006 5.25% 9/15/2016 AA+	118 58	444,686 25	112.26	420,986.25	6 38	(23,700.00)	5,796.88	19,687.50	0.67
400,000 00	FEDERAL NATL MTG ASSN DTD 4/16/2007 5% 5/11/2017 AA+	117.95	471,812.45	113 05	452,212 00	6 85	(19,600.45)	2,777 78	20,000 00	1 04
	Total Agencies		**$1,661,460.65**		**$1,577,921.80**	**23.90**	**($83,538.85)**	**$23,121.53**	**$71,406.25**	**0.57**
Type:	**Corporates**									
150,000 00	ALTRIA GROUP INC DTD 2/6/2009 7.75% 2/6/2014 BBB	109 76	164,644 50	100 65	150,978.75	2 29	(13,665.75)	4,682 29	11,625.00	0.97
150,000 00	CATERPILLAR FINL SVCS CORP SR NT DTD 2/12/2009 6 125% 2/17/2014 A	102 63	153,946 50	100 70	151,056.00	2 29	(2,890.50)	3,419 79	9,187 50	0 58
150,000 00	VIACOM INC DTD 8/26/2009 4 375% 9/15/2014 BBB	102 25	153,369 00	102 63	153,938 85	2.33	569 85	1,932 29	6,562.50	0.64
150,000.00	UNITEDHEALTH GROUP INC DTD 3/2/2006 5 375% 3/15/2016 A	93 56	140,338.50	109.52	164,278.50	2.49	23,940 00	2,373 96	8,062 50	1 00
200,000 00	AMGEN INC SR NT DTD 11/10/2011 2 5% 11/15/2016 A	101 05	202,095 00	103.57	207,134 00	3 14	5,039 00	638 89	5,000 00	1 23

Account Detail

MEADOWVIEW FOUNDATION - INTER FIXED

For Month Ending December 31, 2013

Principal Portfolio: Fixed Income - Individual Holdings By Type (continued)

Units	Security	Unit Cost	Total Cost	Unit Price	Market Value	% of Fixed Income Holdings	Unrealized Gain (Loss)	Accrued Income	Est. Annual Income	Market Yield (%)
200,000.00	AMERICAN EXPRESS CO SR NT DTD 8/28/2007 6 15% 8/28/2017 BBB+	98 06	196,124 50	115 47	230,930 00	3 50	34,805 50	4,202 50	12,300.00	1.77
175,000 00	WELLS FARGO & CO SR NT DTD 12/10/2007 5 625% 12/11/2017 A+	107 25	187,689 98	114 72	200,763 50	3 04	13,073 52	546 88	9,843 75	1 75
200,000 00	MERRILL LYNCH & CO INC NT SER MTN DTD 4/25/2008 6 875% 4/25/2018 A-	104 18	208,350 00	118 30	236,594 60	3 58	28,244 60	2,520 83	13,750 00	2 39
200,000.00	COMCAST CORP SR NT DTD 3/1/2010 5.15% 3/1/2020 A-	103.70	207,395.00	111 71	223,412 00	3 38	16,017 00	3,433 33	10,300 00	3 05
200,000 00	PRUDENTIAL FINANCIAL INC SR NT DTD 6/21/2010 5 375% 6/21/2020 A	107 13	214,253.00	113 17	226,336 00	3 43	12,083 00	298.61	10,750.00	3.11
150,000.00	NEWS AMERICA INC DTD 8/15/2011 4 5% 2/15/2021 BBB+	109.84	164,761 50	107 35	161,026 50	2 44	(3,735.00)	2,550 00	6,750 00	3 33
200,000 00	GENERAL ELECTRIC CAPITAL CORP SR NT DTD 10/17/2011 4 65% 10/17/2021 AA+	113 83	227,654 00	108 98	217,953 80	3 30	(9,700.20)	1,911.67	9,300.00	3 33
200,000 00	CVS CAREMARK CORP SR BD CALL DTD 11/29/2012 2 75% 12/1/2022 BBB+	100 10	200,204 00	92 33	184,658 60	2 80	(15,545 40)	458 33	5,500 00	3 77
200,000 00	METLIFE INC SR BD STEP CPN DTD 9/15/2012 12/15/2022 A-	95 27	190,546 00	93 44	186,876 00	2 83	(3,670 00)	270 93	6,096 00	3 26
175,000 00	BOSTON PROPERTIES LP SR NT CALL DTD 6/11/2012 3 85% 2/1/2023 A-	99 89	174,800 50	97 89	171,307 50	2 59	(3,493 00)	2,807 29	6,737 50	4 13
	Total Corporates		**$2,786,171.98**		**$2,867,244.60**	**43.43**	**$81,072.62**	**$32,047.59**	**$131,764.75**	**2.35**
	Total Fixed Income Holdings		**$6,636,568.45**		**$6,602,092.79**	**100.00**	**($34,475.66)**	**$72,164.99**	**$253,797.82**	**1.57**

Fiduciary
Trust
International

Account Detail

MEADOWVIEW FOUNDATION - LCV

For Month Ending December 31, 2013

Account Number: 491206030

Principal Portfolio: Equities - Common Stock Holdings by Sector

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Sector:	**Energy**									
1,900 00	SCHLUMBERGER LTD	SLB	70 38	133,726 22	90 11	171,209 00	1 61	37,482 78	2,375 00	1 39
3,300 00	KINDER MORGAN INC	KMI	33 51	110,582 34	36 00	118,800 00	1 12	8,217 66	5,412 00	4 56
2,675 00	CHEVRON CORP	CVX	87 09	232,956.37	124 91	334,134.25	3 14	101,177 88	10,700.00	3 20
3,800 00	ROYAL DUTCH PLC ADR	RDS/A	66 93	254,318 56	71 27	270,826 00	2 55	16,507 44	11,628 00	4 29
2,550 00	EXXON MOBIL CORP	XOM	79 39	202,447 93	101 20	258,060 00	2 43	55,612 07	6,426 00	2 49
	Total Energy			**$934,031.42**		**$1,153,029.25**	**10.84**	**$218,997.83**	**$36,541.00**	**3.17**
Sector:	**Materials**									
3,900 00	DU PONT E I DE NEMOURS & CO	DD	44 51	173,592 65	64 97	253,383 00	2 38	79,790 35	7,020 00	2 77
3,250 00	POTASH CORP OF SASKATCHEWAN	POT	30 37	98,686 91	32 96	107,120 00	1 01	8,433 09	4,550 00	4 25
3,000 00	FREEPORT-MCMORANCOPPER & GOLD INC CL B	FCX	32.36	97,076.28	37 74	113,220 00	1.06	16,143 72	3,750.00	3.31
	Total Materials			**$369,355.84**		**$473,723.00**	**4.46**	**$104,367.16**	**$15,320.00**	**3.23**
Sector:	**Industrials**									
1,000.00	LOCKHEED MARTIN CORP	LMT	95.72	95,722 00	148 66	148,660 00	1 40	52,938 00	5,320.00	3 58
2,000 00	BOEING CO	BA	63 11	126,217 38	136 49	272,980 00	2 57	146,762 62	5,840 00	2 14
3,325 00	EMERSON ELECTRIC CO	EMR	50 60	168,246.70	70 18	233,348 50	2 19	65,101.80	5,719.00	2.45

Fiduciary
Trust
International

Account Detail

MEADOWVIEW FOUNDATION - LCV

For Month Ending December 31, 2013

Account Number: 491206030

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
8,700.00	GENERAL ELECTRIC CO	GE	20 01	174,055.52	28.03	243,861 00	2 29	69,805 48	7,656.00	3 14
2,825 00	HONEYWELL INTL INC	HON	59 34	167,626 21	91.37	258,120 25	2 43	90,494 04	5,085.00	1 97
1,700 00	UNITED PARCEL SVC INC CL B	UPS	74 97	127,440 96	105 08	178,636 00	1 68	51,195 04	4,216 00	2 36
	Total Industrials			**$859,308.77**		**$1,335,605.75**	**12.56**	**$476,296.98**	**$33,836.00**	**2.53**
Sector:	**Consumer Disc.**									
8,000 00	FORD MTR CO DEL	F	17 13	137,022 45	15 43	123,440 00	1 16	(13,582 45)	3,200 00	2 59
2,000 00	NIKE INC CL B	NKE	46 87	93,731 43	78 64	157,280 00	1.48	63,548 57	1,920 00	1 22
1,550.00	MCDONALDS CORP	MCD	90.00	139,496.67	97 03	150,396.50	1 41	10,899 83	5,022 00	3.34
3,483 00	TIME WARNER INC	TWX	31.54	109,862.48	69.72	242,834.76	2 28	132,972 28	4,005 45	1.65
4,702 00	COMCAST CORP CL A	CMCSA	24 60	115,684 08	51 97	244,339 43	2 30	128,655 35	3,667 56	1 50
2,500 00	TARGET CORP	TGT	54.99	137,479.29	63.27	158,175 00	1.49	20,695.71	4,300.00	2 72
1,525 00	HOME DEPOT INC	HD	45 17	68,889.57	82 34	125,568 50	1.18	56,678.93	2,379.00	1 89
	Total Consumer Discretionary			**$802,165.97**		**$1,202,034.19**	**11.31**	**$399,868.22**	**$24,494.01**	**2.04**
Sector:	**Consumer Staples**									
2,150 00	PEPSICO INC	PEP	65.71	141,268.88	82.94	178,321 00	1.68	37,052.12	4,880 50	2.74
1,450.00	DIAGEO PLC SPONSORED ADR NEW	DEO	83 69	121,353 74	132 42	192,009 00	1 81	70,655 26	4,347 10	2 26
3,000 00	NESTLE S A SPONSORED ADR REPSTG REG SH	NSRGY	72 42	217,260 00	73 59	220,770 00	2 08	3,510 00	5,448 00	2 47
1,000 00	PHILIP MORRIS INTERNATIONAL INC	PM	91 73	91,729.90	87 13	87,130 00	0 82	(4,599 90)	3,760 00	4 32
2,000.00	PROCTER & GAMBLE CO	PG	64 39	128,787 78	81 41	162,820.00	1 53	34,032 22	4,812 00	2.96
	Total Consumer Staples			**$700,400.30**		**$841,050.00**	**7.91**	**$140,649.70**	**$23,247.60**	**2.76**

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
	Sector: Health Care									
2,950 00	JOHNSON & JOHNSON CO	JNJ	64 03	188,900 68	91 59	270,190 50	2 54	81,289 82	7,788 00	2 88
3,675 00	PFIZER INC	PFE	21.15	77,715.86	30 63	112,565 25	1 06	34,849 39	3,822.00	3 40
5,050.00	ROCHE HOLDING LTD ADR	RHHBY	42 27	213,465 14	70 20	354,510 00	3 33	141,044 86	8,201 20	2 31
3,700.00	ABBVIE INC	ABBV	32 40	119,877 41	52.81	195,397.00	1 84	75,519.59	5,920 00	3.03
3,464 00	MERCK & CO INC	MRK	34 16	118,333.59	50 05	173,373 20	1.63	55,039.61	6,096.64	3.52
2,500 00	SANOFI-AVENTISSPON ADR RED 1/2 OR UR2	SNY	52 79	131,965 38	53 63	134,075 00	1 26	2,109 62	3,137 50	2 34
	Total Health Care			**$850,258.06**		**$1,240,110.95**	**11.66**	**$389,852.89**	**$34,965.34**	**2.82**
	Sector: Financials									
3,900 00	US BANCORP DEL COM NEW	USB	30 01	117,031 50	40 40	157,560 00	1 48	40,528 50	3,588 00	2.28
5,300.00	WELLS FARGO & CO NEW	WFC	30 41	161,162.51	45 40	240,620 00	2 26	79,457.49	6,360 00	2.64
2,373 00	CITIGROUP INC	C	39 56	93,872 26	52 11	123,657 03	1 16	29,784 77	94 92	0 08
725.00	BLACKROCK INC	BLK	179 99	130,491 98	316 47	229,440 75	2.16	98,948 77	4,872.00	2 12
3,700 00	J P MORGAN CHASE & CO	JPM	44 49	164,618 92	58 48	216,376 00	2.04	51,757.08	5,624.00	2.60
2,500 00	PRICE T ROWE GROUP INC	TROW	58 38	145,942 75	83 77	209,425 00	1 97	63,482 25	3,800 00	1 81
3,025 00	MARSH & MCLENNAN COS INC	MMC	26 23	79,339 89	48 36	146,289 00	1.38	66,949.11	3,025.00	2.07
7,875.00	OLD REPUBLIC INTERNATIONAL CORP	ORI	9 49	74,761 47	17 27	136,001.25	1 28	61,239 78	5,670 00	4 17
3,550.00	AFLAC INC	AFL	38.01	134,943.10	66 80	237,140.00	2 23	102,196 90	5,254 00	2 22
2,925.00	METLIFE INC	MET	34 59	101,171.42	53 92	157,716 00	1.48	56,544 58	3,217 50	2.04
	Total Financials			**$1,203,335.80**		**$1,854,225.03**	**17.44**	**$650,889.23**	**$41,505.42**	**2.24**

Account Detail

MEADOWVIEW FOUNDATION - LCV

For Month Ending December 31, 2013

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Sector:	**Info. Technology**									
5,500 00	MICROSOFT CORP	MSFT	30 28	166,557 27	37 43	205,865 00	1 94	39,307 73	6,160 00	2 99
2,800.00	QUALCOMM INC	QCOM	53.78	150,589.06	74.25	207,900 00	1 96	57,310 94	3,920 00	1 89
9,100 00	CISCO SYSTEMS INC	CSCO	19 13	174,106 66	22 45	204,295 00	1 92	30,188 34	6,188 00	3.03
900 00	INTERNATIONAL BUSINESS MACHINES CORP	IBM	148.18	133,366 26	187.57	168,813.00	1.59	35,446.74	3,420.00	2.03
400.00	APPLE INC	AAPL	557.76	223,103 47	561 11	224,444 00	2 11	1,340 53	4,880 00	2.17
8,500 00	INTEL CORP	INTC	23.16	196,880 64	25 96	220,660 00	2 08	23,779 36	7,650 00	3 47
5,325 00	MICROCHIP TECHNOLOGY INC	MCHP	36 98	196,917 24	44 75	238,293 75	2 24	41,376 51	7,550 85	3 17
	Total Information Technology			**$1,241,520.60**		**$1,470,270.75**	**13.83**	**$228,750.15**	**$39,768.85**	**2.70**
Sector:	**Telecommunications**									
9,800 00	ERICSSON SPONSORED ADR	ERIC	12.47	122,165.66	12.24	119,952.00	1.13	(2,213 66)	2,881.20	2 40
2,425 00	AT&T INC	T	32 98	79,980 09	35 16	85,263 00	0 80	5,282 91	4,462 00	5 23
1,800.00	CHINA MOBILE LTD SPONS ADR	CHL	55.36	99,641 58	52.29	94,122 00	0 89	(5,519.58)	3,627 00	3 85
4,525.00	VODAFONE GROUP PLC SPONSORED ADR	VOD	27.03	122,313.19	39.31	177,877 75	1 67	55,564.56	7,194.75	4.04
	Total Telecommunication Services			**$424,100.52**		**$477,214.75**	**4.49**	**$53,114.23**	**$18,164.95**	**3.81**

Principal Portfolio: Equities - Common Stock Holdings by Sector (continued)

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Sector:	**Utilities**									
1,900 00	DUKE ENERGY CORP	DUK	67 64	128,511 44	69 01	131,119 00	1 23	2,607 56	5,928 00	4 52
2,900 00	PG&E CORP	PCG	45 20	131,080.00	40 28	116,812 00	1.10	(14,268.00)	5,278 00	4 52
3,900 00	GREAT PLAINS ENERGY INC	GXP	21 33	83,171 40	24 24	94,536 00	0 89	11,364 60	3,588 00	3 80
	Total Utilities			**$342,762.84**		**$342,467.00**	**3.22**	**($295.84)**	**$14,794.00**	**4.32**
	Total Common Stock			**$7,727,240.12**		**$10,389,730.67**	**97.72**	**$2,662,490.55**	**$282,637.17**	**2.72**

Principal Portfolio: Equities - Mutual Funds Holdings by Asset Class

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Class:	**International Equity**									
4,750 00	WISDOMTREE EMERGING MARKETS EQ INC ETF	DEM	54 26	257,725.15	51 03	242,392 50	2 28	(15,332 65)	9,937 00	4.10
	Total International Equity Funds			**$257,725.15**		**$242,392.50**	**2.28**	**($15,332.65)**	**$9,937.00**	**4.10**
	Total Equity Mutual Funds			**$257,725.15**		**$242,392.50**	**2.28**	**($15,332.65)**	**$9,937.00**	**4.10**

Grand Total Equities	**$7,984,965.27**	**$10,632,123.17**	**100.00**	**$2,647,157.90**	**$292,574.17**	**2.75**

Fiduciary
Trust
International

Account Detail

Account Number: 491206040

MEADOWVIEW FOUNDATION - SMALL/MID CAP

For Month Ending December 31, 2013

Principal Portfolio: Equities - Mutual Funds Holdings by Asset Class

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Class:	**US Small/Mid Cap**									
36,070 18	FRANKLIN SMALL CAP VALUE FUND	FVADX	45 57	1,643,572 88	61 41	2,215,069 45	100 00	571,496 57	14,788 77	0 67
	Total US Small/Mid Cap Funds			**$1,643,572.88**		**$2,215,069.45**	**100.00**	**$571,496.57**	**$14,788.77**	**0.67**
	Total Equity Mutual Funds			**$1,643,572.88**		**$2,215,069.45**	**100.00**	**$571,496.57**	**$14,788.77**	**0.67**

Fiduciary
Trust
International

Account Detail

Account Number: 491206050

MEADOWVIEW FOUNDATION - INTERNATIONAL

For Month Ending December 31, 2013

Principal Portfolio: Equities - Mutual Funds Holdings by Asset Class

Units	Security	Ticker Symbol	Unit Cost	Total Cost	Unit Price	Market Value	% of Equity Holdings	Unrealized Gain (Loss)	Est. Annual Income	Market Yield (%)
Class:	**International Equity**									
208,550 57	FGT FRANKLIN INTERNATIONAL GROWTH FUND	FNGZX	9 59	2,000,000 00	11 34	2,364,963 51	30 56	364,963 51	9,405 63	0 40
77,218 66	MUTUAL GLOBAL DISCOVERY FD CL Z	MDISX	29 29	2,261,468 65	33 72	2,603,813 11	33 64	342,344 46	44,169 07	1 70
17,800 00	VANGUARD FTSE EMERGING MARKETS ETF	VWO	43.07	766,599 72	41 14	732,292.00	9 46	(34,307 72)	20,025.00	2 73
90,728 80	FRANKLIN INDIA GROWTH FUND ADV	FIGZX	9.69	879,495.24	8 87	804,764 46	10 40	(74,730 78)	0 00	0 00
24,209 89	TEMPLETON CHINA WORLD FUND INC	TACWX	38 00	919,981 15	35 91	869,377 26	11 23	(50,603 89)	15,663 80	1 80
30,342.88	TEMPLETON EMERG MKTS S/C FD ADV CL	TEMZX	12 42	376,942 88	12 01	364,418 04	4 71	(12,524.84)	3,610 80	0 99
	Total International Equity Funds			**$7,204,487.64**		**$7,739,628.38**	**100.00**	**$535,140.74**	**$92,874.30**	**1.20**
	Total Equity Mutual Funds			**$7,204,487.64**		**$7,739,628.38**	**100.00**	**$535,140.74**	**$92,874.30**	**1.20**
Grand Total Equities				**$7,204,487.64**		**$7,739,628.38**	**100.00**	**$535,140.74**	**$92,874.30**	**1.20**

THE MEADOWVIEW FOUNDATION 94-3256658

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

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		TOTAL CAPITAL GAIN DISTRIBUTIONS					236,916.	
		PUBLIC INVESTMENTS					VAR	VAR
6,688,112.		5,276,450.					1,411,662.	
TOTAL GAIN(LOSS)							1,648,578.	

Form **8868**
(Rev January 2014)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**
▶ **Information about Form 8868 and its instructions is at** ***www.irs.gov/form8868.***

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless *you have already been granted an automatic 3-month extension on a previously filed Form 8868.*

Electronic filing *(e-file)*. You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs.gov/efile* and click on *e-file for Charities & Nonprofits*.

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions THE MEADOWVIEW FOUNDATION C/O MARIA DELUCCHI-KAHALE, FTCI	Employer identification number (EIN) or 94-3256658
	Number, street, and room or suite no If a P.O. box, see instructions ONE FRANKLIN PARKWAY	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions SAN MATEO, CA 94403	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ MARIA DELUCCHI-KAHALE

Telephone No. ▶ 650 312-3000 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/15 , 20 14 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 20 13 or

▶ ☐ tax year beginning ______, 20__ , and ending ______, 20__ .

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 86,565.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 86,565.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 0

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions. Form **8868** (Rev 1-2014)

- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** and check this box . . . . ▶ ☒

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print

File by the due date for filing your return See instructions

Name of exempt organization or other filer, see instructions

THE MEADOWVIEW FOUNDATION
C/O MARIA DELUCCHI-KAHALE, FTCI

Employer identification number (EIN) or

94-3256658

Number, street, and room or suite no If a P O box, see instructions.

ONE FRANKLIN PARKWAY

Social security number (SSN)

City, town or post office, state, and ZIP code For a foreign address, see instructions

SAN MATEO, CA 94403

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of ▶ MARIA DELUCCHI-KAHALE
  Telephone No. ▶ 650 312-3000 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until 11/17 , 20 14 .

5 For calendar year 2013 , or other tax year beginning ______ , 20 ____ , and ending ______ , 20 ____ .

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension SUFFICIENT INFORMATION TO PREPARE AN ACCURATE AND COMPLETE TAX RETURN IS NOT YET AVAILABLE.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	$ 86,565.
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$ 86,565.
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	$ 0

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature ▶ Title ▶ Attorney Date ▶ 7/15/2014