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Form 990-PF

Return of Private Foundation

OMB No 1545-0052

Department of the Treasury
Internal Revenue Service

or Section 4947(a)(1) Trust Treated as Private Foundation
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 Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

, and ending

Name of foundation THE WALLACE ALEXANDER GERBODE FOUNDATION		A Employer identification number 94-6065226
Number and street (or P O box number if mail is not delivered to street address) 77 VAN NESS AVENUE	Room/suite 200	B Telephone number 415-391-0911
City or town, state or province, country, and ZIP or foreign postal code SAN FRANCISCO, CA 94102		C If exemption application is pending, check here ☐
G Check all that apply. ☐ Initial return ☐ Final return ☒ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1 Foreign organizations, check here ☐ 2 Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 66,075,272.	J Accounting method. ☐ Cash ☒ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		525,000.		N/A	
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		44.	44.		STATEMENT 1
4 Dividends and interest from securities		1,206,650.	1,206,650.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,472,905.			
b Gross sales price for all assets on line 6a 19,121,324.					
7 Capital gain net income (from Part IV, line 2)			1,472,905.		
8 Net short-term capital gain					
9 Income modifications				99.	
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		127,323.	26.		STATEMENT 3
12 Total. Add lines 1 through 11		3,331,922.	2,679,625.	99.	
13 Compensation of officers, directors, trustees, etc		305,161.	11,267.		293,894.
14 Other employee salaries and wages		129,667.	4,787.		124,880.
15 Pension plans, employee benefits		167,252.	6,175.		159,806.
16a Legal fees STMT 4		16,799.	0.		16,799.
b Accounting fees STMT 5		35,950.	26,963.		7,987.
c Other professional fees STMT 6		252,426.	247,234.		5,192.
17 Interest					
18 Taxes STMT 7		200,000.	0.		0.
19 Depreciation and depletion		3,407.	126.		
20 Occupancy		105,711.	3,903.		101,808.
21 Travel, conferences, and meetings		6,671.	0.		6,671.
22 Printing and publications		1,836.	68.		1,768.
23 Other expenses STMT 8		83,334.	1,488.		46,902.
24 Total operating and administrative expenses. Add lines 13 through 23		1,308,214.	302,011.		765,707.
25 Contributions, gifts, grants paid		2,309,235.			2,439,735.
26 Total expenses and disbursements. Add lines 24 and 25		3,617,449.	302,011.		3,205,442.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		<285,527.			
b Net investment income (if negative, enter -0-)			2,377,614.		
c Adjusted net income (if negative, enter -0-)				99.	

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	265.	298.	298.
	2 Savings and temporary cash investments	335,377.	130,743.	130,743.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable	166,666.	525,000.	525,000.
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges	32,437.	24,588.	24,588.
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other	STMT 10 58,279,360.	64,648,991.	64,648,991.	
14 Land, buildings, and equipment basis ▶	62,010.			
Less: accumulated depreciation ▶	50,782.	5,210.	11,228.	
15 Other assets (describe ▶)	STATEMENT 11) 692,626.	734,424.	734,424.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)		59,511,941.	66,075,272.	66,075,272.
Liabilities	17 Accounts payable and accrued expenses	147,793.	182,361.	
	18 Grants payable	630,500.	500,000.	
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)	STATEMENT 12) 406,715.	646,533.	
23 Total liabilities (add lines 17 through 22)		1,185,008.	1,328,894.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒			
	24 Unrestricted	58,160,267.	64,221,378.	
	25 Temporarily restricted	166,666.	525,000.	
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	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		58,326,933.	64,746,378.	
31 Total liabilities and net assets/fund balances		59,511,941.	66,075,272.	

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	58,326,933.
2 Enter amount from Part I, line 27a	2	<285,527.>
3 Other increases not included in line 2 (itemize) ▶	3	SEE STATEMENT 9 6,704,972.
4 Add lines 1, 2, and 3	4	64,746,378.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	64,746,378.

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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 PUBLICLY TRADED SECURITIES			
b PASSTHROUGH GAINS FROM PARTNERSHIP	P	01/01/13	12/31/13
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 19,111,796.		17,648,419.	1,463,377.
b 9,528.			9,528.
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) 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			1,463,377.
b			9,528.
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	1,472,905.
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). If (loss), enter -0- in Part I, line 8 }	3	N/A

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	3,349,382.	56,712,498.	.059059
2011	3,817,508.	60,465,082.	.063136
2010	5,371,202.	60,255,887.	.089140
2009	5,100,500.	54,062,397.	.094345
2008	3,912,218.	56,416,560.	.069345

2 Total of line 1, column (d)	2	.375025
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	.075005
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	60,871,381.
5 Multiply line 4 by line 3	5	4,565,658.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	23,776.
7 Add lines 5 and 6	7	4,589,434.
8 Enter qualifying distributions from Part XII, line 4	8	3,205,442.

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	47,552.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)	2	0.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	3	47,552.
3	Add lines 1 and 2	4	0.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	5	47,552.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	57,088.
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	57,088.
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	9,536.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax ☐ Refunded ☐	11	0.

Part VII-A Statements Regarding Activities

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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ HTTP://FOUNDATIONCENTER.ORG/GRANTMAKER/GERBODE	13	X	
14	The books are in care of ▶ CORPORATE OFFICES Telephone no. ▶ (415) 391-0911 Located at ▶ 77 VAN NESS AVENUE, NO. 200, SAN FRANCISCO, CA ZIP+4 ▶ 94102			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ 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)? Organizations relying on a current notice regarding disaster assistance check here ▶		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?		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? If "Yes," list the years ▶	☐ Yes ☒ No	
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)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶		
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)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)?

☒ Yes ☐ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

Organizations relying on a current notice regarding disaster assistance check here

☐

5b

X

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?

SEE STATEMENT 14

☒ 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

6b

X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

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

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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 STATEMENT 13		305,161.	84,263.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
MOLLY BARRONS - 77 VAN NESS AVENUE, SUITE 200, SAN FRANCISCO, CA 94102	ADMINISTRATIVE	MGR		
	40.00	57,210.	22,547.	0.
OLIVIA TABLANTE - 77 VAN NESS AVENUE, SUITE 200, SAN FRANCISCO, CA	GRANTS MANAGER			
	36.00	57,101.	19,879.	0.

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

0

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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	61,138,208.
b	Average of monthly cash balances	1b	439,541.
c	Fair market value of all other assets	1c	220,607.
d	Total (add lines 1a, b, and c)	1d	61,798,356.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	61,798,356.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	926,975.
5	Net value of noncharitable-use assets Subtract line 4 from line 3. Enter here and on Part V, line 4	5	60,871,381.
6	Minimum investment return. Enter 5% of line 5	6	3,043,569.

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	3,043,569.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	47,552.
b	Income tax for 2013 (This does not include the tax from Part VI)	2b	3,998.
c	Add lines 2a and 2b	2c	51,550.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	2,992,019.
4	Recoveries of amounts treated as qualifying distributions	4	99.
5	Add lines 3 and 4	5	2,992,118.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,992,118.

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	3,205,442.
b	Program-related investments - total from Part IX-B	1b	0.
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	3,205,442.
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	5	0.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	3,205,442.

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

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				2,992,118.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	1,118,783.			
b From 2009	2,418,707.			
c From 2010	2,319,887.			
d From 2011	831,100.			
e From 2012	485,063.			
f Total of lines 3a through e	7,173,540.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 3,205,442.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				2,992,118.
e Remaining amount distributed out of corpus	213,324.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	7,386,864.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	1,118,783.			
9 Excess distributions carryover to 2014 Subtract lines 7 and 8 from line 6a	6,268,081.			
10 Analysis of line 9.				
a Excess from 2009	2,418,707.			
b Excess from 2010	2,319,887.			
c Excess from 2011	831,100.			
d Excess from 2012	485,063.			
e Excess from 2013	213,324.			

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

N/A

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

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3)

4942(1)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

- 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(i)(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(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

- 1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed. SEE STATEMENT 17

SEE STATEMENT 17

SEE STATEMENT 16

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

c Any submission deadlines.

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT A				2,439,735.
Total			3a	2,439,735.
b Approved for future payment				
SEE STATEMENT A				400,000.
Total			3b	400,000.

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 WALLACE ALEXANDER GERBODE FOUNDATION

Employer identification number

94-6065226

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 foundationCheck 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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2013)

Name of organization	Employer identification number
THE WALLACE ALEXANDER GERBODE FOUNDATION	94-6065226

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	WILLIAM AND FLORA HEWLETT FOUNDATION 2121 SAND HILL ROAD MENLO PARK, CA 94025	\$ 525,000.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

THE WALLACE ALEXANDER GERBODE FOUNDATION

94-6065226

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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

THE WALLACE ALEXANDER GERBODE FOUNDATION

94-6065226

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) ▶ \$

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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
SAVINGS ACCOUNT	44.	44.	
TOTAL TO PART I, LINE 3	44.	44.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
SECURITIES	1,206,650.	0.	1,206,650.	1,206,650.	
TO PART I, LINE 4	1,206,650.	0.	1,206,650.	1,206,650.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
PROGRAM RELATED INVESTMENT INCOME	92,534.	0.	
RETURNED PRIOR YEAR GRANT	99.	0.	
PASSTHROUGH INVESTMENT INCOME	34,690.	26.	
TOTAL TO FORM 990-PF, PART I, LINE 11	127,323.	26.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OTHER LEGAL ADVICE	16,799.	0.		16,799.
TO FM 990-PF, PG 1, LN 16A	16,799.	0.		16,799.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
AUDIT AND TAX SERVICES	35,950.	26,963.		7,987.	
TO FORM 990-PF, PG 1, LN 16B	35,950.	26,963.		7,987.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT FEES	247,035.	247,035.		0.	
MISCELLANEOUS PROFESSIONAL FEES	5,391.	199.		5,192.	
TO FORM 990-PF, PG 1, LN 16C	252,426.	247,234.		5,192.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL AND STATE INCOME TAXES	8,000.	0.		0.	
EXCISE TAXES	192,000.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	200,000.	0.		0.	

FORM 990-PF	OTHER EXPENSES	STATEMENT	8
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC EXPENSES	47,414.	1,488.		10,982.
DIRECT CHARITABLE ACTIVITIES	35,920.	0.		35,920.
TO FORM 990-PF, PG 1, LN 23	83,334.	1,488.		46,902.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	9
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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON INVESTMENT	6,704,171.
BOOK/TAX DIFFERENCE FROM PARTNERSHIPS	801.
TOTAL TO FORM 990-PF, PART III, LINE 3	6,704,972.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	10
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CASH MANAGEMENT FUNDS	FMV	1,454,552.	1,454,552.
EQUITY SECURITIES - SEE STATEMENT B	FMV	27,166,672.	27,166,672.
MUTUAL FUNDS	FMV	28,928,693.	28,928,693.
PARTNERSHIP INTEREST	COST	125,432.	125,432.
FIXED INCOME SECURITIES	FMV	6,973,642.	6,973,642.
TOTAL TO FORM 990-PF, PART II, LINE 13		64,648,991.	64,648,991.

FORM 990-PF	OTHER ASSETS	STATEMENT	11
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
PROGRAM RELATED INVESTMENTS	637,463.	663,836.	663,836.
ACCRUED INTEREST AND DIVIDENDS	50,163.	65,588.	65,588.
INTEREST RECEIVABLE	5,000.	5,000.	5,000.
TO FORM 990-PF, PART II, LINE 15	692,626.	734,424.	734,424.

FORM 990-PF	OTHER LIABILITIES	STATEMENT 12
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DESCRIPTION	BOY AMOUNT	EOY AMOUNT
DEFERRED COMPENSATION	318,715.	423,533.
DEFERRED EXCISE TAX	88,000.	223,000.
TOTAL TO FORM 990-PF, PART II, LINE 22	406,715.	646,533.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 13
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
THOMAS LAYTON 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102.	PRESIDENT 40.00	193,700.	51,106.	0.
MARYANN G. STOCKHOLM 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102	CHAIR 5.00	0.	0.	0.
FRANK A. GERBODE, MD 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102	VICE CHAIR/SECRETARY 5.00	0.	0.	0.
CHARLES M. STOCKHOLM 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102	OFFICER 5.00	0.	0.	0.
STACIE MA'A 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102	VICE PRESIDENT 40.00	111,461.	33,157.	0.
SHARON GERBODE 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102	DIRECTOR 5.00	0.	0.	0.
SARAH SHAW 77 VAN NESS AVENUE, SUITE 200 SAN FRANCISCO, CA 94102	DIRECTOR 5.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		305,161.	84,263.	0.

FORM 990-PF EXPENDITURE RESPONSIBILITY STATEMENT STATEMENT 14
PART VII-B, LINE 5C

GRANTEE'S NAME

ZELLERBACH FAMILY FOUNDATION

GRANTEE'S ADDRESS575 MARKET STREET, #2950
SAN FRANCISCO, CA 94105

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>	<u>VERIFICATION DATE</u>
100,000.	01/01/13	100,000.	12/10/13

PURPOSE OF GRANT

SUPPORT TAX-EXEMPT PUBLIC CHARITY ARTS GROUPS IN THE BAY AREA.

DATES OF REPORTS BY GRANTEE

12/10/13

ANY DIVERSION BY GRANTEE

NONE

FORM 990-PF	SUMMARY OF DIRECT CHARITABLE ACTIVITIES	STATEMENT	15
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ACTIVITY ONE

HAWAIIAN ISSUES: 16 GRANT FUNDS SPENT TO PROVIDE TECHNICAL ASSISTANCE TO HAWAIIAN NONPROFITS AND THE HAWAII COMMUNITY FOUNDATION, AS WELL AS TO PROMOTE AND ASSIST GRANTMAKING IN HAWAII.

EXPENSES

TO FORM 990-PF, PART IX-A, LINE 1

91,068.

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 16

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

STACIE MA'A
77 VAN NESS AVENUE SUITE 200
SAN FRANCISCO, CA 94102

TELEPHONE NUMBER

NAME OF GRANT PROGRAM

415-391-0911

FOUNDATION GRANTS AND SPECIAL AWARDS

FORM AND CONTENT OF APPLICATIONS

THE FOUNDATION IS INTERESTED IN PROGRAMS AND PROJECTS OFFERING POTENTIAL FOR SIGNIFICANT IMPACT. THE PRIMARY FOCUS IS ON THE SAN FRANCISCO BAY AREA AND HAWAII. THE FOUNDATION'S INTERESTS GENERALLY FALL UNDER THE FOLLOWING CATEGORIES:

ARTS AND CULTURE, ENVIRONMENT, REPRODUCTIVE RIGHTS, CITIZEN PARTICIPATION/BUILDING COMMUNITIES/INCLUSIVENESS, STRENGTH OF THE PHILANTHROPIC PROCESS AND THE NONPROFIT SECTOR, FOUNDATION-INITIATED SPECIAL PROJECTS.

PREFERRED FORM OF CONTACT: LETTER OF INQUIRY WITH SHORT DESCRIPTION OF THE PROJECT. INITIAL CONTACT SHOULD NOT INCLUDE MATERIALS (VIDEOTAPES, ETC.) REQUIRING RETURN. IN THE EVENT THAT MATERIALS MUST BE RETURNED, AN EXPLICIT REQUEST FOR THEIR RETURN AND A SELF-ADDRESSED, STAMPED ENVELOPE MUST BE PROVIDED. THE FOUNDATION DOES NOT ACCEPT APPLICATIONS OR UNSOLICITED

ANY SUBMISSION DEADLINES

APPLICATIONS ARE ACCEPTED ON AN ONGOING BASIS. SPECIAL AWARDS CYCLES ARE USUALLY ANNOUNCED IN MAY.

RESTRICTIONS AND LIMITATIONS ON AWARDS

TO QUALIFY FOR SUPPORT, AN ORGANIZATION MUST BE A TAX-EXEMPT PUBLIC CHARITY, AS DETERMINED BY INTERNAL REVENUE CODE SECTION 501(C)(3). THE FOUNDATION GENERALLY DOES NOT SUPPORT DIRECT SERVICES, DEFICIT BUDGETS, GENERAL OPERATING FUNDS, BUILDING OR EQUIPMENT FUNDS, GENERAL FUNDRAISING CAMPAIGNS, RELIGIOUS PURPOSES, PRIVATE SCHOOLS, PUBLICATIONS, SCHOLARSHIPS, OR GRANTS TO INDIVIDUALS.

FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 17
	PART XV, LINES 2A - 2D (CONTINUATION)	

NAME OR DESCRIPTION OF GRANT PROGRAM

FOUNDATION GRANTS AND SPECIAL AWARDS

FORM AND CONTENT OF APPLICATIONS

MATERIALS VIA FAX MACHINE.

[illegible]

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
California Association of Nonprofits 180 Howard Street, Suite 300 San Francisco, CA 94105 Program Support in 2013		5,000		5,000		PC	
California College of the Arts 5212 Broadway Oakland, CA 94618-1426 Faculty Professional Development Program		10,000		10,000		PC	
California Lawyers for the Arts Inc. Fort Mason, Bldg C, Suite 255 San Francisco, CA 94123 Criminal Justice System work in California		15,000		15,000		PC	
California Voter Foundation P.O. Box 189277 Sacramento, CA 95818 Program Support		25,000		25,000		PC	
Catholics for Choice 1436 U Street NW #301 Washington, DC 20009-3997 Program Support	25,000			25,000		PC	
Center for Investigative Reporting, Inc. 1400 65th Street, Suite 200 Emeryville, CA 94608 Program Support		25,000		25,000		PC	
Chinese for Affirmative Action The Kuo Building 17 Walter U. Lum Place San Francisco, CA 94108 Program Support		25,000		25,000		PC	
Circuit Network 499 Alabama Street, #203 San Francisco, CA 94110 New Work by Composer Pamela Z		50,000				PC	50,000

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Circuit Network 499 Alabama Street, #203 San Francisco, CA 94110 New Work by Playwright Kristina Wong	50,000			25,000		PC	25,000
City Arts and Lectures Inc. 1955 Sutter Street San Francisco, CA 94115 Program Support		15,000		15,000		PC	
Commonweal 205 Camino Alto, #265 Mill Valley, CA 94941 Juvenile Justice Policy Reform Initiative		25,000		25,000		PC	
Commonwealth Club of California 595 Market Street, 2nd Floor San Francisco, CA 94105 Climate One Project		25,000		25,000		PC	
Community Living Campaign P.O. Box 460400 San Francisco, CA 94146 Program Support		15,000		15,000		PC	
Community Music Center 544 Capp Street San Francisco, CA 94110 Faculty Grants Program		10,000		10,000		PC	
Compassion and Choices P.O. Box 101810 Denver, CO 80250 Program Support	35,000			35,000		PC	
Compassion and Choices P.O. Box 101810 Denver, CO 80250 Program Support		25,000		25,000		PC	

Statement A

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Contra Costa Interfaith Supporting Community Organization 100 E. 18th Street Antioch, CA 94509 Ceasefire-Lifelines to Healing Initiative Corporation for Enterprise Development 307 W. Main Street, Suite 107 Durham, NC 27701 1 1 Fund Project		25,000		25,000		PC	
Council on Foundations Inc. 2121 Crystal Drive, Suite 700 Arlington, VA 22202 Program support in 2013		7,030		7,030		PC	
David Brower Center 2150 Allston Way Berkeley, CA 94704 2013 Annual Event		1,000		1,000		PC	
Door-Dog Music Productions Inc. aka SF World Music Festival 1007 General Kennedy Avenue, Suite 215 San Francisco, CA 94129 New Work by Composer Anuradha Sridhar		50,000				PC	50,000
Encore Theatre Foundation 2612 25th Street San Francisco, CA 94110 New Work by Playwright Lauren Yee	50,000			25,000		PC	25,000
Environment Hawaii Inc. 190 Keawe Street, Suite 29 Hilo, HI 96720 Program Support		10,000		10,000		PC	
Environmental Grantmakers Association 475 Riverside Drive, Suite 960 New York, NY 10115 Program Support in 2013		2,594		2,594		PC	

Statement A

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Equal Justice Society 1999 Harrison Street, Suite 800 Oakland, CA 94612 Program Support		25,000		25,000		PC	
Forward Together 1440 Broadway, Suite 301 Oakland, CA 94612 Program Support		25,000		25,000		PC	
Foundation Center 312 Sutter Street, Suite 606 San Francisco, CA 94108 San Francisco Library-Learning Center in 2013		5,000		5,000		PC	
Funders Network on Population Reproductive Health and Rights Inc., The P.O. Box 750 Rockville, MD 20848-0750 Program Support in 2013		1,000		1,000		PC	
Gamelan Sekar Jaya 3023 Shattuck Avenue Berkeley, CA 94705 New Work by Composer Wayne Vitale		50,000				PC	50,000
Global Fund for Women, Inc. 222 Sutter Street, Suite 500 San Francisco, CA 94108 Program Support		25,000		25,000		PC	
Golden Thread Productions 499 Alabama Street, #450 San Francisco, CA 94110 New Work by Playwright Torange Yeghazarian	50,000			25,000		PC	25,000
Grantmakers Concerned with Immigrants and Refugees P.O. Box 1100 Sebastopol, CA 95473-1100 Program Support in 2013		2,000		2,000		PC	

Statement A

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Grantmakers for Effective Organizations 1725 DeSales Street, NW, Suite 404 Washington, DC 20036 Program Support for 2013		1,830		1,830		PC	
Grantmakers in the Arts 4055 21st Avenue West, Suite 100 Seattle, WA 98199-1247 Program support in 2013		1,500		1,500		PC	
Greatnonprofits Sobrato Nonprofit Center 330 Twin Dolphin Drive, Suite 131 Redwood City, CA 94065 Program Support		25,000		25,000		PC	
Greenaction for Health and Environmental Justice 703 Market Street, Suite 501 San Francisco, CA 94103 Work in the Bayview Hunter's Point		25,000		25,000		PC	
Hanalei Watershed Hui P.O. Box 1285 Kaua'i, HI 96714 Save Hanalei River Ridge Project		10,000		10,000		PC	
Hawaii Alliance of Nonprofit Organizations 1020 South Beretania Street, 2nd Floor Honolulu, HI 96814 Program Support		25,000		25,000		PC	
Hawaii Community Foundation C. Brewer Building, 827 Fort Street Mall Honolulu, HI 96813 Hiki No Program	37,500			37,500		PC	
Hawaii Community Foundation C. Brewer Building, 827 Fort Street Mall Honolulu, HI 96813 Ho'okele Professional Development Awards	23,000			23,000		PC	

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Hawaii Community Foundation C. Brewer Building 827 Fort Street Mall Honolulu, HI 96813		76,342		76,342		PC	
Hawaii Friends of Civic and Law-Related Education Ho'okele Professional Development Awards P.O. Box 3654 Honolulu, HI 96811		25,000		25,000		PC	
Hawaii Public Television Foundation Restorative Justice Project 2350 Dole Street Honolulu, HI 96822		25,000		25,000		PC	
Heyday Hiki No Program P.O. Box 9145 Berkeley, CA 94709		15,000		15,000		PC	
Hispanics in Philanthropy Program Support 414 13th Street, Suite 200 Oakland, CA 94612		5,000		5,000		PC	
Ibis Reproductive Inc. Program Support in 2013 1330 Broadway, Suite 1100 Oakland, CA 94612		25,000		25,000		PC	
Immigrant Legal Resource Center Reproductive Healthcare for Women in the U.S. Military 1663 Mission Street, Suite 602 San Francisco, CA 94103		25,000		25,000		PC	
Independent Sector Organizational Development 1602 L Street, NW, Suite 900 Washington, DC 20036		3,000		3,000		PC	

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
International Institute of the Bay Area, The 657 Mission Street, Suite 301 San Francisco, CA 94105		25,000		25,000		PC	
Bay Area Deferred Action for Childhood Arrivals Collaborative							
Intersection for the Arts 925 Mission Street, Suite 109 San Francisco, CA 94103	50,000			50,000		PC	
Campo Santo's New Work by Playwright Chinaka Hodge							
Jewish Community Center of San Francisco 3200 California Street San Francisco, CA 94118	25,000			25,000		PC	
New work with Mark Izu and Kimi Okada							
Kronos Quartet 1242 Ninth Avenue San Francisco, CA 94122		50,000				PC	50,000
New Work by Composer Jonathan Berger							
Kua Aina Ulu Auamo 307A Kamani Street Honolulu, HI 96813		25,000		25,000		PC	
Better Together: Building Capacity for Collective Impact Initiative							
La Pena Cultural Center Inc. 3105 Shattuck Avenue Berkeley, CA 94705	50,000			50,000		PC	
New Work by Playwright Ariel Luckey							
Latino Community Foundation One Embarcadero Center, Suite 1400 San Francisco, CA 94111		25,000		25,000		SO 1	
Organizational Development							
Law Students for Reproductive Justice 1730 Franklin Street, Suite 212 Oakland, CA 94612		25,000		25,000		PC	
Program Support							

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Legal Community Against Violence (Law Center to Prevent Gun Violence) 268 Bush Street #555 San Francisco, CA 94104 Organizational Development	35,000			35,000		PC	
Legal Community Against Violence (Law Center to Prevent Gun Violence) 268 Bush Street #555 San Francisco, CA 94104 Work in the Bay Area and California		25,000		25,000		PC	
Maplight (aka MapLight.org) 2223 Shattuck Avenue Berkeley, CA 94704 Program Support		25,000		25,000		PC	
Magic Theatre Inc. Fort Mason Center, Bldg D San Francisco, CA 94123 New Work by Playwright Luis Alfaro	50,000			25,000		PC	25,000
Malama Maunaloa P.O. Box 240421 Honolulu, HI 96824-0421 Program Support		25,000		25,000		PC	
Margaret Jenkins Dance Studio Inc. 507 Polk Street, Suite 320 San Francisco, CA 94102 New Work by Choreographer Margaret Jenkins	25,000			25,000		PC	
Medical Students for Choice P.O. Box 40188 Philadelphia, PA 19106 Program Support		20,000		20,000		PC	
NARAL Pro-Choice America Foundation 111 Pine Street, Suite 1500 San Francisco, CA 94111 Power of Choice Luncheon		10,000		10,000		PC	

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Na Lei Hulu I Ka Wekiū Hula Halau 699 Pennsylvania Ave # 2 San Francisco, CA 94107 New Work by Choreographer Patrick Makuakane	25,000			25,000		PC	
Na Lei Hulu I Ka Wekiū Hula Halau 699 Pennsylvania Ave # 2 San Francisco, CA 94107 Program support		7,500		7,500		PC	
National Committee for Responsive Philanthropy 1331 H Street NW, Suite 200 Washington, DC 20005 Program Support		15,000		15,000		PC	
Nature Conservancy 923 Nu'uanu Avenue Honolulu, HI 96817 Protecting Hawaii: Mauka to Makai initiative		50,000		50,000		PC	
New Venture Fund 1201 Connecticut Avenue NW, Suite 300 Washington, DC 20036 Catalyst Fund Resources for Women of Color in Reproductive Justice		25,000		25,000		PC	
North East Exchange Team - San Francisco (aka NEXT Village SF) PO Box 330278 San Francisco, CA 94133 Program Support		12,500		12,500		PC	
Northern California Grantmakers 625 Market Street, 3rd Floor San Francisco, CA 94105 Program Support in 2013		5,614		5,614		PC	
Nursing Students for Choice 2300 Myrtle Avenue, Suite 120 Saint Paul, MN 55114 Program Support		15,000		15,000		PC	

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Our Family Coalition 1385 Mission Street, Suite 340 San Francisco, CA 94103 Program Support		25,000		25,000		PC	
Outdoor Circle Central Organization 1314 South King Street #306 Honolulu, HI 96814 Matching Grant		25,000		25,000		PC	
Pacific Links Foundation Sobrato Center for Nonprofits 534 Valley Way Milpitas, CA 95035 Program Support		20,000		20,000		PC	
Pacific News Service 209 9th Street, Suite 200 San Francisco, CA 94103 Organizational Development		25,000		25,000		PC	
Peoples Fund 949 Kapi'olani Blvd., Suite 100 Honolulu, HI 96814 Program Support		25,000		25,000		PC	
Physicians for Reproductive Choice and Health Inc. 55 West 39th Street, Suite 1001 New York, NY 10018-3889 Program Support		25,000		25,000		PC	
Polynesian Voyaging Society 10 Sand Island Parkway Honolulu, HI 96819 Communications Director - Worldwide Voyage project		25,000		25,000		PC	
Prison University Project Inc. P.O. Box 492 San Quentin, CA 94964 Organizational Development		25,000		25,000		PC	

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Radio Bilingue Inc. 5005 E. Belmont Fresno, CA 93727 Program Support		25,000		25,000		PC	
Regents of the University of California at Berkeley School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720-7400 Gerbode Foundation Professional Development Awards		50,000		50,000		PC	
Regents of the University of California at Berkeley School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720-7400 Administration of the Gerbode Foundation Professional Dev't Program		25,000		25,000		PC	
Regents of the University of California School of Social Welfare 120 Haviland Hall #7400 Berkeley, CA 94720 Gerbode Fellows Program		25,000		25,000		PC	
San Francisco Parks Alliance P.O. Box 170160 San Francisco, CA 94117-0160 Playground Initiative		50,000		50,000		PC	
San Francisco Chamber Orchestra P.O. Box 191564 San Francisco, CA 94119 New Work by Composer Amy X Neuberg		50,000				PC	50,000
San Francisco Foundation One Embarcadero Center, Suite 1400 San Francisco, CA 94111 Great Communities Collaborative		50,000		50,000		PC	

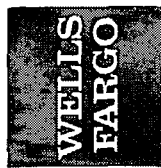
Statement A

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
San Francisco Information Clearinghouse 325 Clementina Street San Francisco, CA 94103 Council of Community Housing Organizations		20,000		20,000		PC	
San Francisco Planning & Urban Research Association 654 Mission Street San Francisco, CA 94105 Silver SPUR Awards Luncheon		2,575		2,575		PC	
Self-Help for the Elderly 407 Sansome Street San Francisco, CA 94111-3123 San Francisco Pathways to Citizenship Project		25,000		25,000		PC	
Sonoma Ecology Center P.O. Box 1486 Eldridge, CA 95431 Universal Tracking System Project		15,000		15,000		PC	
Kohala Center Inc., The P.O. Box 437462 65-1291A Kawaihae Road Kamuela, HI 96743 Organizational Development		60,000		60,000		PC	
Tides Center PO Box 29198 San Francisco, CA 94129-0198 LeaderSpring Program		25,000		25,000		PC	
TransForm 436 14th Street, Suite 600 Oakland, CA 94612 Internship Program		25,000		25,000		PC	
Trust for Public Land 1136 Union Mall, Suite 202 Honolulu, HI 96813 Hawaiian Islands Program		50,000		50,000		PC	

2013

Organization Name	Unpaid 12/31/12	Awarded	Refunds	Paid	Cancelled	Foundation Status	Unpaid 12/31/13
Trust for Public Land 1136 Union Mall, Suite 202 Honolulu, HI 96813 Matching Grant		50,000		50,000		PC	
Volti P.O. Box 15576 San Francisco, CA 94115 New Work by Composer Mark Winges		50,000				PC	50,000
We Players 1452 14th Avenue San Francisco, CA 94122 Work in National and State Parks		10,000		10,000		PC	
Zellerbach Family Foundation 575 Market Street, Suite 2950 San Francisco, CA 94105 Community Arts Program	100,000			100,000		PF	
Zellerbach Family Foundation 575 Market Street, Suite 2950 San Francisco, CA 94105 Community Arts Program		100,000				PF	100,000
Total grants listed: 109	630,500	2,309,235		2,439,735			500,000



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities							
CONSUMER DISCRETIONARY							
AMAZON COM INC.COM SYMBOL: AMZN CUSIP: 023135106 ACCOUNT NUMBER: 65870402	1,074,000	\$398.790	\$428,300.46	\$247,910.16	\$180,390.30	0.00%	\$0.00
AMERICAN EAGLE OUTFITTERS INC NEW COM SYMBOL: AEO CUSIP: 02553E106 ACCOUNT NUMBER: 65870405	1,486,000	14.400	21,398.40	30,852.83	-9,454.43	3.47	0.00
ANGIE'S LIST INC SYMBOL: ANGI CUSIP: 034754101 ACCOUNT NUMBER: 65870406	415,000	15.150	6,287.25	9,107.26	-2,820.01	0.00	0.00
AUTOZONE INC SYMBOL: AZO CUSIP: 053332102 ACCOUNT NUMBER: 65870404	176,000	477.940	84,117.44	66,985.98	17,131.46	0.00	0.00
BALLY TECHNOLOGIES INC SYMBOL: BYI CUSIP: 05874B107 ACCOUNT NUMBER: 65870406	494,000	78.450	38,754.30	22,264.05	16,490.25	0.00	0.00
BEAM INC SYMBOL: BEAM CUSIP: 073730103 ACCOUNT NUMBER: 65870404	862,000	68.060	58,667.72	52,998.48	5,669.24	1.32	0.00
BUFFALO WILD WINGS INC COM SYMBOL: BWLD CUSIP: 119848109 ACCOUNT NUMBER: 65870406	185,000	147.200	27,232.00	14,226.48	13,005.52	0.00	0.00
BURGER KING WORLDWIDE INC SYMBOL: BKW CUSIP: 121220107 ACCOUNT NUMBER: 65870404	2,941,000	22.860	67,231.26	45,128.24	22,103.02	1.22	0.00
CABELAS INC COM SYMBOL: CAB CUSIP: 126804301 ACCOUNT NUMBER: 65870405	1,433,000	66.660	95,523.78	61,223.95	34,299.83	0.00	0.00



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

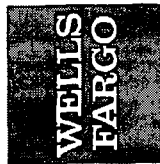
Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
CONSUMER DISCRETIONARY <i>(continued)</i>							
CARMAX INC COM SYMBOL: KMX CUSIP: 143130102 ACCOUNT NUMBER 65870404	1,035 000	47 020	48,665 70	28,773 76	19,891 94	0 00	0 00
CHIPOTLE MEXICAN GRILL INC CL A SYMBOL: CMG CUSIP: 169656105 ACCOUNT NUMBER 65870402	211 000	532 780	112,416 58	65,047 08	47,369 50	0 00	0 00
COLUMBIA SPORTSWEAR CO COM SYMBOL: COLM CUSIP: 198516106 ACCOUNT NUMBER 65870405	579 000	78 750	45,596 25	30,950 17	14,646 08	1 27	0 00
COMCAST CORP-SPECIAL CL A SYMBOL: CMCSK CUSIP: 20030N200 ACCOUNT NUMBER 65870403	3,157 000	49 880	157,471 16	98,961 77	58,509 39	1 56	615.62
DECKERS OUTDOOR CORP SYMBOL: DECK CUSIP: 243537107 ACCOUNT NUMBER 65870405	942 000	84 460	79,561 32	59,695 67	19,865 65	0 00	0 00
DECKERS OUTDOOR CORP SYMBOL: DECK CUSIP: 243537107 ACCOUNT NUMBER 65870406	234 000	84 460	19,763 64	17,656 00	2,107 64	0 00	0 00
DISCOVERY COMMUNICATIONS INC SYMBOL: DISCA CUSIP: 25470F104 ACCOUNT NUMBER 65870402	1,500 000	90 420	135,630 00	118,171 24	17,458 76	0 00	0 00
DISCOVERY COMMUNICATIONS INC SYMBOL: DISCK CUSIP: 25470F302 ACCOUNT NUMBER 65870404	1,193 000	83.860	100,044.98	58,414 21	41,630 77	0 00	0 00
DOLLAR GENERAL CORP SYMBOL: DG CUSIP: 256677105 ACCOUNT NUMBER 65870404	1,203 000	60 320	72,564 96	63,297 76	9,267 20	0 00	0 00

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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

CONSUMER DISCRETIONARY (continued)

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
196.000	69.650	13,651.40	6,667.70	6,983.70	1.15	0.00
DOMINOS PIZZA INC COM SYMBOL: DPZ CUSIP: 25754A201 ACCOUNT NUMBER 65870406						
2,207.000	48.200	106,377.40	74,059.79	32,317.61	1.58	0.00
DUNKIN' BRANDS GROUP INC SYMBOL: DNKN CUSIP: 265504100 ACCOUNT NUMBER 65870402						
545.000	73.060	39,817.70	35,344.20	4,473.50	0.00	0.00
GENESCO INC COM SYMBOL: GCO CUSIP: 371532102 ACCOUNT NUMBER 65870406						
2,475.000	32.980	81,625.50	51,358.66	30,266.84	1.70	0.00
GENTEX CORP SYMBOL: GNTX CUSIP: 371901109 ACCOUNT NUMBER 65870404						
630.000	16.960	10,684.80	9,914.31	770.49	0.00	0.00
HOUGHTON MIFFLIN HARCOURT CO SYMBOL: HMHC CUSIP: 44157R109 ACCOUNT NUMBER 65870406						
589.000	20.780	12,239.42	9,679.92	2,559.50	0.00	0.00
INVENSENSE INC SYMBOL: INVN CUSIP: 46123D205 ACCOUNT NUMBER 65870406						
1,983.000	51.300	101,727.90	48,700.25	53,027.65	1.71	436.26
JOHNSON CONTROLS INC SYMBOL: JCI CUSIP: 478366107 ACCOUNT NUMBER 65870403						
2,201.000	29.550	65,039.55	48,451.99	16,587.56	3.38	550.25
KAR AUCTION SERVICES INC SYMBOL: KAR CUSIP: 48238T109 ACCOUNT NUMBER 65870404						
1,503.000	52.250	78,531.75	47,762.94	30,768.81	0.00	0.00
LAMAR ADVERTISING CO CL A SYMBOL: LAMR CUSIP: 512815101 ACCOUNT NUMBER 65870404						
4,007.000	29.350	117,605.45	67,983.16	49,622.29	0.00	0.00
LIBERTY INTERACTIVE CORPORATION SYMBOL: LINTA CUSIP: 53071M104 ACCOUNT NUMBER 65870404						

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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
CONSUMER DISCRETIONARY <i>(continued)</i>							
LIBERTY MEDIA CORP SYMBOL: LMCA CUSIP: 531229102 ACCOUNT NUMBER: 65870404	1,110 000	146.292	162,384.12	94,729.92	67,654.20	0.00	0.00
LIFELOCK, INC SYMBOL: LOCK CUSIP: 53224V100 ACCOUNT NUMBER: 65870406	850 000	16.410	13,948.50	8,202.76	5,745.74	0.00	0.00
MCDONALD'S CORP SYMBOL: MCD CUSIP: 580135101 ACCOUNT NUMBER: 65870403	456 000	97.030	44,245.68	41,304.21	2,941.47	3.34	0.00
MOHAWK INDS INC COM SYMBOL: MHK CUSIP: 608190104 ACCOUNT NUMBER: 65870404	504 000	148.900	75,045.60	37,395.27	37,650.33	0.00	0.00
MULTIMEDIA GAMES HOLDING CO INC SYMBOL: MGAM CUSIP: 625453105 ACCOUNT NUMBER: 65870406	357 000	31.360	11,195.52	11,089.46	106.06	0.00	0.00
MWI VETERINARY SUPPLY INC SYMBOL: MWIV CUSIP: 55402X105 ACCOUNT NUMBER: 65870406	91 000	169.966	15,466.91	8,849.23	6,617.68	0.00	0.00
NETFLIX COM INC SYMBOL: NFLX CUSIP: 64110L106 ACCOUNT NUMBER: 65870402	364 000	368.170	134,013.88	92,122.84	41,891.04	0.00	0.00
NIKE INC CL B SYMBOL: NKE CUSIP: 654106103 ACCOUNT NUMBER: 65870402	2,316 000	78.640	182,130.24	112,898.75	69,231.49	1.22	555.84
NOODLES & COMPANY SYMBOL: NDLS CUSIP: 655408105 ACCOUNT NUMBER: 65870406	357 000	35.920	12,823.44	14,120.89	-1,297.45	0.00	0.00
O'REILLY AUTOMOTIVE INC SYMBOL: ORLY CUSIP: 67103H107 ACCOUNT NUMBER: 65870402	206 000	128.710	26,514.26	27,383.65	-869.39	0.00	0.00

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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
CONSUMER DISCRETIONARY (continued)							
O'REILLY AUTOMOTIVE INC SYMBOL: ORLY CUSIP: 67103H107 ACCOUNT NUMBER 65870404	1,344,000	128.710	172,986.24	121,337.04	51,649.20	0.00	0.00
PINNACLE ENTERTAINMENT INC SYMBOL: PNK CUSIP: 723456109 ACCOUNT NUMBER 65870406	401,000	25.990	10,421.99	4,285.72	6,136.27	0.00	0.00
PRICELINE.COM INC COM NEW SYMBOL: PCLN CUSIP: 741503403 ACCOUNT NUMBER 65870402	308,000	1,162.400	358,019.20	203,160.97	154,858.23	0.00	0.00
RALPH LAUREN CORPORATION SYMBOL: RL CUSIP: 751212101 ACCOUNT NUMBER 65870402	273,000	176.570	48,203.61	40,315.38	7,888.23	1.02	122.85
SERVICE CORP INTL SYMBOL: SCI CUSIP: 817565104 ACCOUNT NUMBER 65870405	4,754,000	18.130	86,190.02	62,873.74	23,316.28	1.54	0.00
SOTHEBYS SYMBOL: BID CUSIP: 835898107 ACCOUNT NUMBER 65870406	293,000	53.200	15,587.60	8,954.64	6,632.96	0.75	0.00
STARBUCKS CORP COM SYMBOL: SBUX CUSIP: 855244109 ACCOUNT NUMBER 65870402	1,731,000	78.390	135,693.09	99,631.34	36,061.75	1.33	0.00
STEVEN MADDEN LTD SYMBOL: SHOO CUSIP: 556269108 ACCOUNT NUMBER 65870406	724,000	36.590	26,491.16	17,874.65	8,616.51	0.00	0.00
STURM RUGER & CO INC SYMBOL: RGR CUSIP: 864159108 ACCOUNT NUMBER 65870405	833,000	73.090	60,883.97	41,919.50	18,964.47	3.17	0.00
TARGET CORP SYMBOL: TGT CUSIP: 87612E106 ACCOUNT NUMBER 65870403	1,694,000	63.270	107,179.38	103,199.62	3,979.76	2.72	0.00

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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION

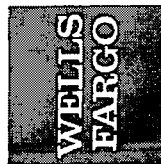
Equities (continued)

CONSUMER DISCRETIONARY (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
TEMPUR SEALY INTERNATIONAL SYMBOL: TPX CUSIP: 88023U101 ACCOUNT NUMBER 65870405	1,346 000	53 960	72,630 16	60,550.37	12,079 79	0.00	0.00
TENNECO INC SYMBOL: TEN CUSIP: 880349105 ACCOUNT NUMBER 65870406	179 000	56 570	10,126 03	9,499 42	626.61	0.00	0.00
TESLA MOTORS INC SYMBOL: TSLA CUSIP: 88160R101 ACCOUNT NUMBER 65870402	546 000	150 429	82,134 23	85,709 33	- 3,575 10	0.00	0.00
TJX COS INC NEW SYMBOL: TJX CUSIP: 872540109 ACCOUNT NUMBER 65870402	2,969 000	63.730	189,214 37	131,165.31	58,049.06	0.91	0.00
TJX COS INC NEW SYMBOL: TJX CUSIP: 872540109 ACCOUNT NUMBER 65870404	2,408 000	63.730	153,461 84	107,773 74	45,688 10	0.91	0.00
TUMI HOLDINGS INC SYMBOL: TUMI CUSIP: 89969Q104 ACCOUNT NUMBER 65870406	455 000	22.550	10,260 25	9,728 40	531 85	0.00	0.00
TWENTY FIRST CENTURY FOX INC SYMBOL: FOXA CUSIP: 90130A101 ACCOUNT NUMBER 65870402	1,371 000	35 170	48,218 07	48,044 32	173 75	0.71	0.00
UNDER ARMOUR INC SYMBOL: UA CUSIP: 904311107 ACCOUNT NUMBER 65870402	1,173 000	87 300	102,402 90	94,101.00	8,301 90	0.00	0.00
UNIVERSAL ELECTRONICS INC SYMBOL: UEIC CUSIP: 913483103 ACCOUNT NUMBER 65870406	612 000	38 110	23,323 32	8,526.55	14,796 77	0.00	0.00
WABCO HOLDINGS INC SYMBOL: WBC CUSIP: 92927K102 ACCOUNT NUMBER 65870406	317 000	93 410	29,610 97	17,173.82	12,437 15	0.00	0.00

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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013
Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

CONSUMER DISCRETIONARY *(continued)*

WALT DISNEY CO
SYMBOL: DIS CUSIP: 254687106
ACCOUNT NUMBER 65870402

WALT DISNEY CO
SYMBOL: DIS CUSIP: 254687106
ACCOUNT NUMBER 65870403

WYNN RESORTS LTD
SYMBOL: WYNN CUSIP: 983134107
ACCOUNT NUMBER 65870404

Total Consumer Discretionary

CONSUMER STAPLES

COCA-COLA ENTERPRISES INC
SYMBOL: CCE CUSIP: 191227109
ACCOUNT NUMBER 65870403

COSTCO WHOLESALE CORP
SYMBOL: COST CUSIP: 22160K105
ACCOUNT NUMBER 65870402

CVS/CAREMARK CORPORATION
SYMBOL: CVS CUSIP: 126650100
ACCOUNT NUMBER 65870403

ESTEE LAUDER COMPANIES INC
SYMBOL: EL CUSIP: 518439104
ACCOUNT NUMBER 65870402

FRESH MARKET INC/THE
SYMBOL: TFM CUSIP: 35804H106
ACCOUNT NUMBER 65870406

GENERAL MILLS INC
SYMBOL: GIS CUSIP: 370334104
ACCOUNT NUMBER 65870403

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
2,474,000	76.400	189,013.60	110,107.68	78,905.92	1.13	2,127.64
1,272,000	76.400	97,180.80	64,131.03	33,049.77	1.13	1,093.92
205,000	194.210	39,813.05	21,931.65	17,881.40	2.06	0.00
		\$4,973,342.07	\$3,411,680.21	\$1,561,661.86	0.65%	\$5,502.38
1,720,000	\$44.130	\$75,903.60	\$53,372.29	\$22,531.31	1.81%	\$0.00
1,300,000	119.020	154,726.00	123,093.24	31,632.76	1.04	0.00
3,223,000	71.570	230,670.11	140,486.70	90,183.41	1.54	0.00
1,904,000	75.320	143,409.28	105,332.75	38,076.53	1.06	0.00
469,000	40.500	18,994.50	23,617.15	- 4,622.65	0.00	0.00
3,288,000	49.910	164,104.08	125,958.45	38,145.63	3.04	0.00





Account Statement For:
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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
CONSUMER STAPLES (continued)							
HAIN CELESTIAL GROUP INC SYMBOL: HAIN CUSIP: 405217100 ACCOUNT NUMBER: 65870406	189,000	90.780	17,157.42	12,621.38	4,536.04	0.00	0.00
LORILLARD INC SYMBOL: LO CUSIP: 544147101 ACCOUNT NUMBER: 65870403	3,897,000	50.680	197,499.96	170,865.22	26,634.74	4.34	0.00
MEAD JOHNSON NUTRITION CO SYMBOL: MJN CUSIP: 582839106 ACCOUNT NUMBER: 65870402	1,166,000	83.760	97,664.16	89,967.17	7,696.99	1.62	396.44
MEAD JOHNSON NUTRITION CO SYMBOL: MJN CUSIP: 582839106 ACCOUNT NUMBER: 65870404	349,000	83.760	29,232.24	26,270.93	2,961.31	1.62	118.66
MONDELEZ INTERNATIONAL INC SYMBOL: MDLZ CUSIP: 609207105 ACCOUNT NUMBER: 65870402	4,007,000	35.300	141,447.10	111,391.96	30,055.14	1.59	560.98
PANTRY INC SYMBOL: PTRY CUSIP: 698657103 ACCOUNT NUMBER: 65870406	597,000	16.780	10,017.66	8,827.60	1,190.06	0.00	0.00
PHILIP MORRIS INTERNATIONAL IN SYMBOL: PM CUSIP: 718172109 ACCOUNT NUMBER: 65870403	3,026,000	87.130	263,655.38	226,030.94	37,624.44	4.31	2,844.44
PINNACLE FOODS INC SYMBOL: PF CUSIP: 72348P104 ACCOUNT NUMBER: 65870406	366,000	27.460	10,050.36	8,252.13	1,798.23	3.06	76.86
PRICESMART INC COMMON STOCK SYMBOL: PSMT CUSIP: 741511109 ACCOUNT NUMBER: 65870405	831,000	115.540	96,013.74	59,406.97	36,606.77	0.52	0.00
SPROUTS FARMERS MARKETS LLC SYMBOL: SFM CUSIP: 85208M102 ACCOUNT NUMBER: 65870402	619,000	38.430	23,788.17	28,213.09	- 4,424.92	0.00	0.00

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Account Statement For:
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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
CONSUMER STAPLES (continued)							
UNITED NAT FOODS INC COM SYMBOL UNFI CUSIP: 911163103 ACCOUNT NUMBER: 65870406	165,000	75.390	12,439.35	9,003.32	3,436.03	0.00	0.00
VITAMIN SHOPPE INC SYMBOL VSI CUSIP: 92849E101 ACCOUNT NUMBER: 65870406	762,000	52.010	39,631.62	42,202.04	-2,570.42	0.00	0.00
WHITEWAVE FOODS CO SYMBOL WWAV CUSIP: 966244105 ACCOUNT NUMBER: 65870406	472,000	22.940	10,827.68	8,848.40	1,979.28	0.00	0.00
WHOLE FOODS MKT INC SYMBOL WFM CUSIP: 966837106 ACCOUNT NUMBER: 65870402	2,600,000	57.830	150,358.00	108,976.92	41,381.08	0.83	0.00
Total Consumer Staples			\$1,887,590.41	\$1,482,738.65	\$404,851.76	2.09%	\$3,997.38
ENERGY							
ATWOOD OCEANICS INC COM SYMBOL ATW CUSIP: 050095108 ACCOUNT NUMBER: 65870405	1,369,000	\$53.390	\$73,090.91	\$61,172.59	\$11,918.32	0.00%	\$0.00
CALPINE CORP/NEW SYMBOL CPN CUSIP: 131347304 ACCOUNT NUMBER: 65870404	1,622,000	19.510	31,645.22	28,083.27	3,561.95	0.00	0.00
CHEVRON CORP SYMBOL CVX CUSIP: 166764100 ACCOUNT NUMBER: 65870403	1,074,000	124.910	134,153.34	109,119.91	25,033.43	3.20	0.00
CIMAREX ENERGY CO SYMBOL XEC CUSIP: 171798101 ACCOUNT NUMBER: 65870404	498,000	104.910	52,245.18	29,543.65	22,701.53	0.53	0.00
CONCHO RESOURCES INC SYMBOL CXO CUSIP: 20605P101 ACCOUNT NUMBER: 65870402	807,000	108.000	87,156.00	91,558.13	-4,402.13	0.00	0.00

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Account Statement For:
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Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
ENERGY <i>(continued)</i>							
DIAMONDBACK ENERGY INC SYMBOL: FANG CUSIP: 25278X109 ACCOUNT NUMBER 65870406	177.000	52.882	9,360.11	9,755.11	- 395.00	0.00	0.00
EOG RESOURCES, INC. SYMBOL: EOG CUSIP: 26875P101 ACCOUNT NUMBER 65870404	375.000	167.840	62,940.00	39,363.41	23,576.59	0.45	0.00
EXXON MOBIL CORPORATION SYMBOL: XOM CUSIP: 30231G102 ACCOUNT NUMBER 65870403	2,536.000	101.200	256,643.20	225,204.66	31,438.54	2.49	0.00
FMC TECHNOLOGIES INC SYMBOL: FTI CUSIP: 30249U101 ACCOUNT NUMBER 65870402	821.000	52.210	42,864.41	42,174.65	689.76	0.00	0.00
GEOSPACE TECHNOLOGIES CORP SYMBOL: GEOS CUSIP: 37364X109 ACCOUNT NUMBER 65870406	299.000	94.636	28,296.16	14,569.37	13,726.79	0.00	0.00
GULFPORT ENERGY CORP COM NEW SYMBOL: GPOR CUSIP: 40263S304 ACCOUNT NUMBER 65870406	547.000	63.130	34,532.11	13,358.32	21,173.79	0.00	0.00
HESS CORP COM SYMBOL: HES CUSIP: 42809H107 ACCOUNT NUMBER 65870404	739.000	83.000	61,337.00	52,728.20	8,608.80	1.20	0.00
KINDER MORGAN INC/DELAWARE SYMBOL: KMI CUSIP: 49456B101 ACCOUNT NUMBER 65870404	2,226.000	36.000	80,136.00	79,162.85	973.15	4.56	0.00
NOBLE ENERGY INC SYMBOL: NBL CUSIP: 65504A105 ACCOUNT NUMBER 65870402	677.000	68.110	46,110.47	45,710.02	400.45	0.82	0.00
OASIS PETROLEUM INC SYMBOL: OAS CUSIP: 67421S108 ACCOUNT NUMBER 65870406	492.000	46.970	23,109.24	13,847.96	9,261.28	0.00	0.00

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Account Statement For:
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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
ENERGY (continued)							
OCCIDENTAL PETE CORP SYMBOL: OXY CUSIP: 674599105 ACCOUNT NUMBER: 65870403	1,106,000	95.100	105,180.60	98,762.69	6,417.91	2.69	707.84
WILLIAMS COS INC SYMBOL: WMB CUSIP: 969457100 ACCOUNT NUMBER: 65870404	3,031,000	38.570	116,905.67	96,251.94	20,653.73	3.94	0.00
WORLD FUEL SERVICES CORP COM SYMBOL: INT CUSIP: 981475106 ACCOUNT NUMBER: 65870405	669,000	43.160	28,874.04	24,832.39	4,041.65	0.35	25.09
Total Energy			\$1,274,579.66	\$1,075,199.12	\$199,380.54	1.85%	\$732.93
FINANCIALS							
ALLEGHANY CORP DEL NEW SYMBOL: Y CUSIP: 017175100 ACCOUNT NUMBER: 65870404	76,000	\$399.960	\$30,396.96	\$26,149.80	\$4,247.16	0.00%	\$0.00
ARTISAN PARTNERS ASSET MANAGEM SYMBOL: APAM CUSIP: 04316A108 ACCOUNT NUMBER: 65870406	422,000	65.190	27,510.18	16,123.14	11,387.04	2.64	0.00
BROWN & BROWN INC SYMBOL: BRO CUSIP: 115236101 ACCOUNT NUMBER: 65870404	2,449,000	31.390	76,874.11	63,465.79	13,408.32	1.27	0.00
CBRE GROUP INC SYMBOL: CBG CUSIP: 12504L109 ACCOUNT NUMBER: 65870404	2,050,000	26.300	53,915.00	36,254.78	17,660.22	0.00	0.00
CIT GROUP INC SYMBOL: CIT CUSIP: 125581801 ACCOUNT NUMBER: 65870404	1,418,000	52.130	73,920.34	51,344.89	22,575.45	0.77	0.00
EATON VANCE CORP COM NON VTG SYMBOL: EV CUSIP: 278265103 ACCOUNT NUMBER: 65870405	2,347,000	42.790	100,428.13	62,744.36	37,683.77	2.06	0.00





Account Statement For:
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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
FINANCIALS (continued)							
FIDELITY NATIONAL FINANCIAL INC SYMBOL: FNF CUSIP: 31620R105 ACCOUNT NUMBER: 65870404	1,763,000	32.450	57,209.35	43,984.85	13,224.50	2.22	0.00
FOREST CITY ENTERPRISES INC CL A SYMBOL: FCEA CUSIP: 345550107 ACCOUNT NUMBER: 65870404	2,987,000	19.100	57,051.70	44,407.09	12,644.61	0.00	0.00
FRANKLIN RESOURCES INC SYMBOL: BEN CUSIP: 354613101 ACCOUNT NUMBER: 65870403	1,953,000	57.730	112,746.69	95,344.21	17,402.48	0.83	234.36
GOLDMAN SACHS GROUP INC SYMBOL: GS CUSIP: 38141G104 ACCOUNT NUMBER: 65870402	893,000	177.260	158,293.18	103,082.77	55,210.41	1.24	0.00
GOLDMAN SACHS GROUP INC SYMBOL: GS CUSIP: 38141G104 ACCOUNT NUMBER: 65870403	1,161,000	177.260	205,798.86	110,450.41	95,348.45	1.24	0.00
JPMORGAN CHASE & CO SYMBOL: JPM CUSIP: 46625H100 ACCOUNT NUMBER: 65870403	6,134,000	58.480	358,716.32	240,649.28	118,067.04	2.60	0.00
LEUCADIA NATL CORP COM SYMBOL: LUK CUSIP: 527288104 ACCOUNT NUMBER: 65870404	3,191,000	28.340	90,432.94	68,614.53	21,818.41	0.88	0.00
LOEWS CORP SYMBOL: L CUSIP: 540424108 ACCOUNT NUMBER: 65870404	2,710,000	48.240	130,730.40	110,418.04	20,312.36	0.52	0.00
LPL FINANCIAL HOLDINGS INC SYMBOL: LPLA CUSIP: 50212V100 ACCOUNT NUMBER: 65870404	1,211,000	47.050	56,977.55	36,488.45	20,489.10	1.61	0.00
M & T BANK CORPORATION COM SYMBOL: MTB CUSIP: 55261F104 ACCOUNT NUMBER: 65870404	552,000	116.420	64,263.84	47,822.85	16,440.99	2.40	0.00

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ASSET DETAIL (continued)

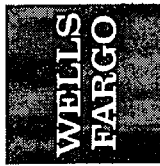
ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
FINANCIALS (continued)							
MARKEL HOLDINGS SYMBOL: MKL CUSIP: 570535104 ACCOUNT NUMBER: 65870404	237 000	580 350	137,542 95	103,455 60	34,087 35	0 00	0 00
MBIA INC SYMBOL: MBI CUSIP: 55262C100 ACCOUNT NUMBER: 65870405	4,126 000	11 940	49,264 44	41,167 94	8,096 50	0 00	0 00
METLIFE INC SYMBOL: MET CUSIP: 59156R108 ACCOUNT NUMBER: 65870403	3,433 000	53 920	185,107 36	148,488 69	36,618 67	2 04	0 00
MOODY'S CORP SYMBOL: MCO CUSIP: 615369105 ACCOUNT NUMBER: 65870404	1,711 000	78 470	134,262 17	65,464 70	68,797 47	1 43	0 00
MORGAN STANLEY COM	2,632 000	31 360	82,539 52	50,721 03	31,818 49	0 64	0 00
SYMBOL: MS CUSIP: 617446448 ACCOUNT NUMBER: 65870402							
MSCI INC SYMBOL: MSCI CUSIP: 55354G100 ACCOUNT NUMBER: 65870404	499 000	43 720	21,816 28	19,968 83	1,847 45	0 00	0 00
PROASSURANCE CORPORATION SYMBOL: PRA CUSIP: 74267C106 ACCOUNT NUMBER: 65870406	232 000	48 480	11,247 35	10,516 06	731 30	2 47	69 60
PROGRESSIVE CORP OHIO SYMBOL: PGR CUSIP: 743315103 ACCOUNT NUMBER: 65870404	1,999 000	27 270	54,512 73	40,036 90	14,475 83	1 04	0 00
PRUDENTIAL FINL INC COM	1,240 000	92 220	114,352 80	58,045 57	56,307 23	2 30	0 00
SYMBOL: PRU CUSIP: 744320102 ACCOUNT NUMBER: 65870403							
SCHWAB CHARLES CORP NEW SYMBOL: SCHW CUSIP: 808513105 ACCOUNT NUMBER: 65870404	2,908 000	26 000	75,608 00	39,438 10	36,169 90	0 92	0 00

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Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
FINANCIALS (continued)							
SLM CORP SYMBOL: SLM CUSIP: 78442P106 ACCOUNT NUMBER: 65870404	1,208,000	26.280	31,746.24	20,238.95	11,507.29	2.28	0.00
STATE STREET CORP SYMBOL: STT CUSIP: 857477103 ACCOUNT NUMBER: 65870403	1,110,000	73.390	81,462.90	65,792.19	15,670.71	1.42	288.60
STIFEL FINANCIAL CORP SYMBOL: SF CUSIP: 860630102 ACCOUNT NUMBER: 65870406	472,000	47.920	22,618.24	17,389.32	5,228.92	0.00	0.00
TEJON RANCH CO COM SYMBOL: TRC CUSIP: 879080109 ACCOUNT NUMBER: 65870405	1,114,000	36.760	40,950.64	30,694.60	10,256.04	0.00	0.00
TEJON RANCH CO EXP DATE 08/31/2016 SYMBOL: TRC/WS CUSIP: 879080133 ACCOUNT NUMBER: 65870405	165,000	5.489	905.69	0.00	905.69	0.00	0.00
THE NASDAQ OMX GROUP INC COM SUBJECT TO RULE 144 SYMBOL: NDAQ CUSIP: 631103108 ACCOUNT NUMBER: 65870403	1,847,000	39.800	73,510.60	71,197.70	2,312.90	1.31	0.00
TRAVELERS COMPANIES, INC SYMBOL: TRV CUSIP: 89417E109 ACCOUNT NUMBER: 65870403	1,929,000	90.540	174,651.66	132,526.86	42,124.80	2.21	0.00
UMB FINL CORP COM SYMBOL: UMBF CUSIP: 902788108 ACCOUNT NUMBER: 65870406	164,000	64.280	10,541.92	8,239.53	2,302.39	1.40	36.90
Total Financials			\$2,957,907.05	\$2,080,727.81	\$877,179.24	1.41%	\$629.46

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ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
HEALTH CARE							
ABBOTT LABS SYMBOL: ABT CUSIP: 002824100 ACCOUNT NUMBER 65870402	3,617,000	\$38.330	\$138,639.61	\$125,805.01	\$12,834.60	2.30%	\$0.00
ABBOTT LABS SYMBOL: ABT CUSIP: 002824100 ACCOUNT NUMBER 65870403	4,073,000	38.330	156,118.09	137,659.88	18,458.21	2.30	0.00
ACORDA THERAPEUTICS INC SYMBOL: ACOR CUSIP: 00484M106 ACCOUNT NUMBER 65870406	466,000	29.200	13,607.20	11,854.37	1,752.83	0.00	0.00
AEGERION PHARMACEUTICALS INC SYMBOL: AEGR CUSIP: 00767E102 ACCOUNT NUMBER 65870406	208,000	70.960	14,759.68	17,726.01	- 2,966.33	0.00	0.00
ALEXION PHARMACEUTICALS INC SYMBOL: ALXN CUSIP: 015351109 ACCOUNT NUMBER 65870402	1,194,000	132.884	158,663.50	115,630.76	43,032.74	0.00	0.00
ALIGN TECHNOLOGY INC SYMBOL: ALGN CUSIP: 016255101 ACCOUNT NUMBER 65870406	594,000	57.140	33,941.16	18,719.99	15,221.17	0.00	0.00
ALLERGAN INC SYMBOL: AGN CUSIP: 018490102 ACCOUNT NUMBER 65870402	1,515,000	111.080	168,286.20	133,647.75	34,638.45	0.18	0.00
ATHENAHEALTH INC SYMBOL: ATHN CUSIP: 04685W103 ACCOUNT NUMBER 65870406	74,000	134.500	9,953.00	10,318.59	- 365.59	0.00	0.00
BARD CR INC SYMBOL: BCR CUSIP: 067383109 ACCOUNT NUMBER 65870404	529,000	133.940	70,854.26	54,155.59	16,698.67	0.63	0.00
BECTON DICKINSON & CO SYMBOL: BDX CUSIP: 075887109 ACCOUNT NUMBER 65870404	604,000	110.490	66,735.96	45,649.58	21,086.38	1.97	0.00



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ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Equities <i>(continued)</i>							
HEALTH CARE <i>(continued)</i>							
BIOMARIN PHARMACEUTICAL INC SYMBOL: BMRN CUSIP: 09061G101 ACCOUNT NUMBER 65870402	980,000	279.572	273,980.56	149,520.85	124,459.71	0.00	0.00
BIOMARIN PHARMACEUTICAL INC SYMBOL: BMRN CUSIP: 09061G101 ACCOUNT NUMBER 65870402	2,303,000	70.350	162,016.05	150,625.18	11,390.87	0.00	0.00
BRISTOL MYERS SQUIBB CO SYMBOL: BMY CUSIP: 110122108 ACCOUNT NUMBER 65870402	4,625,000	53.150	245,818.75	216,147.58	29,671.17	2.71	1,665.00
CELGENE CORP COM SYMBOL: CELG CUSIP: 151020104 ACCOUNT NUMBER 65870402	926,000	168.968	156,464.37	102,488.42	53,975.95	0.00	0.00
CENTENE CORP DEL COM SYMBOL: CNC CUSIP: 15135B101 ACCOUNT NUMBER 65870406	146,000	58.950	8,606.70	9,143.37	- 536.67	0.00	0.00
CUBIST PHARMACEUTICALS INC SYMBOL: CBST CUSIP: 229678107 ACCOUNT NUMBER 65870406	477,000	68.870	32,850.99	21,818.21	11,032.78	0.00	0.00
CYBERONICS INC COM SYMBOL: CYBX CUSIP: 23251P102 ACCOUNT NUMBER 65870406	285,000	65.422	18,645.27	13,249.18	5,396.09	0.00	0.00
DENTSPLY INTL INC COM SYMBOL: XRAY CUSIP: 249030107 ACCOUNT NUMBER 65870404	1,095,000	48.480	53,085.60	41,184.28	11,901.32	0.52	68.44
EXPRESS SCRIPTS HOLDING COMPANY SYMBOL: ESRX CUSIP: 30219G108 ACCOUNT NUMBER 65870402	897,000	70.240	63,005.28	57,881.29	5,123.99	0.00	0.00
EXPRESS SCRIPTS HOLDING COMPANY SYMBOL: ESRX CUSIP: 30219G108 ACCOUNT NUMBER 65870403	1,614,000	70.240	113,367.36	104,841.03	8,526.33	0.00	0.00

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ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

HEALTH CARE (continued)

GILEAD SCIENCES INC
SYMBOL GILD CUSIP: 375558103
ACCOUNT NUMBER 65870402

HMS HLDGS CORP
COM

SYMBOL: HMSY CUSIP 40425J101
ACCOUNT NUMBER 65870406

ILLUMINA INC

SYMBOL: ILMN CUSIP: 452327109
ACCOUNT NUMBER 65870402

ISIS PHARMACEUTICALS

SYMBOL: ISIS CUSIP: 464330109
ACCOUNT NUMBER 65870406

JOHNSON & JOHNSON

SYMBOL: JNJ CUSIP: 478160104
ACCOUNT NUMBER 65870403

LABORATORY CRP OF AMER HLDGS

SYMBOL: LH CUSIP: 50540R409
ACCOUNT NUMBER 65870404

MEDASSETS INC

SYMBOL: MDAS CUSIP: 584045108
ACCOUNT NUMBER: 65870406

MEDIDATA SOLUTIONS INC

SYMBOL: MD50 CUSIP: 58471A105
ACCOUNT NUMBER 65870406

MERCK & CO INC NEW

SYMBOL: MRK CUSIP: 58933Y105
ACCOUNT NUMBER 65870402

PAREXEL INTL CORP COM

SYMBOL: PRXL CUSIP: 699462107
ACCOUNT NUMBER: 65870406

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
2,357,000	75.100	177,010.70	87,410.69	89,600.01	0.00	0.00
717,000	22.700	16,275.90	18,256.57	-1,980.67	0.00	0.00
1,350,000	110.590	149,296.50	65,817.73	83,478.77	0.00	0.00
273,000	39.840	10,876.32	8,777.41	2,098.91	0.00	0.00
2,291,000	91.590	209,832.69	158,011.34	51,821.35	2.88	0.00
985,000	91.370	89,999.45	85,307.00	4,692.45	0.00	0.00
1,197,000	19.830	23,736.51	18,794.65	4,941.86	0.00	0.00
1,286,000	60.502	77,805.57	22,285.27	55,520.30	0.00	0.00
978,000	50.050	48,948.90	48,177.60	771.30	3.52	430.32
220,000	45.180	9,939.60	6,228.96	3,710.64	0.00	0.00

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STATEMENT B



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION

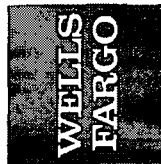
Equities (continued)

HEALTH CARE (continued)

PFIZER INC SYMBOL: PFE CUSIP: 717081103 ACCOUNT NUMBER: 65870403	9,232,000	30.630	282,776.16	206,309.66	76,466.50	3.39	0.00
SALIX PHARMACEUTICALS LTD COM SYMBOL: SLXP CUSIP: 795435106 ACCOUNT NUMBER: 65870406	228,000	89.940	20,506.32	10,694.57	9,811.75	0.00	0.00
SEATTLE GENETICS INC SYMBOL: SGEN CUSIP: 812578102 ACCOUNT NUMBER: 65870406	370,000	39.890	14,759.30	9,663.40	5,095.90	0.00	0.00
SIRONA DENTAL SYSTEMS INC SYMBOL: SIRO CUSIP: 82966C103 ACCOUNT NUMBER: 65870406	281,000	70.200	19,726.20	13,428.11	6,298.09	0.00	0.00
ST JUDE MED INC SYMBOL: STJ CUSIP: 790849103 ACCOUNT NUMBER: 65870403	1,148,000	61.950	71,118.60	42,696.53	28,422.07	1.61	287.00
TEAM HEALTH HOLDINGS INC SYMBOL: TMH CUSIP: 87817A107 ACCOUNT NUMBER: 65870406	369,000	45.550	16,807.95	12,569.86	4,238.09	0.00	0.00
TENET HEALTHCARE CORPORATION SYMBOL: THC CUSIP: 88033G407 ACCOUNT NUMBER: 65870405	1,798,000	42.120	75,731.76	37,908.38	37,823.38	0.00	0.00
THERAVANCE INC COM SYMBOL: THRX CUSIP: 88338T104 ACCOUNT NUMBER: 65870406	264,000	35.650	9,411.60	9,973.52	- 561.92	0.00	0.00
THERMO FISHER SCIENTIFIC INC SYMBOL: TMO CUSIP: 883556102 ACCOUNT NUMBER: 65870403	1,489,000	111.350	165,800.15	87,298.16	78,501.99	0.54	223.35

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
HEALTH CARE (continued)							
THORATEC LABORATORIES CORP COM SYMBOL: THOR CUSIP: 885175307 ACCOUNT NUMBER: 65870406	796 000	36.600	29,133.60	27,347.63	1,785.97	0.00	0.00
UNITED THERAPEUTICS CORP DEL COM SYMBOL: UTHR CUSIP: 91307C102 ACCOUNT NUMBER: 65870406	457 000	113.080	51,677.56	24,899.83	26,777.73	0.00	0.00
VERTEX PHARMACEUTICALS INC COM SYMBOL: VRTX CUSIP: 92532F100 ACCOUNT NUMBER: 65870402	1,571 000	74.300	116,725.30	76,737.29	39,988.01	0.00	0.00
Total Health Care			\$3,647,296.23	\$2,616,661.08	\$1,030,635.15	0.96%	\$2,674.11
INDUSTRIALS							
ACUTY BRANDS (HOLDING COMPANY) INC RR SYMBOL: AYI CUSIP: 00508Y102 ACCOUNT NUMBER: 65870406	102 000	\$109.320	\$11,150.64	\$8,580.91	\$2,569.73	0.48%	\$0.00
ADT CORP/THE SYMBOL: ADT CUSIP: 00101J106 ACCOUNT NUMBER: 65870404	2,189 000	40.470	88,588.83	91,064.08	- 2,475.25	1.23	0.00
ALLIANT TECHSYSTEMS INC SYMBOL: ATK CUSIP: 018804104 ACCOUNT NUMBER: 65870405	445 000	121.680	54,147.60	42,352.61	11,794.99	0.85	0.00
AMERICAN AIRLIS GROUP INC SYMBOL: AAL CUSIP: 02376R102 ACCOUNT NUMBER: 65870406	619 000	25.250	15,629.75	7,314.78	8,314.97	0.00	0.00
BOEING CO SYMBOL: BA CUSIP: 097023105 ACCOUNT NUMBER: 65870402	1,084 000	136.490	147,955.16	80,512.30	67,442.86	2.14	0.00
CHART INDUSTRIES INC SYMBOL: GTLS CUSIP: 16115Q308 ACCOUNT NUMBER: 65870405	176 000	95.640	16,832.64	14,156.90	2,675.74	0.00	0.00

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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

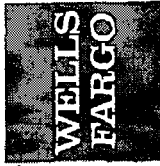
Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
Equities <i>(continued)</i>							
INDUSTRIALS <i>(continued)</i>							
COLFAX CORPORATION SYMBOL: CFX CUSIP: 194014106 ACCOUNT NUMBER 65870406	631 000	63 690	40,188 39	19,070 14	21,118 25	0 00	0 00
COPART INC COM SYMBOL: CPRT CUSIP: 217204106 ACCOUNT NUMBER 65870404	1,980 000	36 650	72,567 00	53,057 17	19,509 83	0 00	0 00
CORRECTIONS CORP OF AMER SYMBOL: CXW CUSIP: 22025Y407 ACCOUNT NUMBER 65870405	2,080 000	32 070	66,705 60	66,337 06	368 54	5 99	998 40
DANAHER CORP SYMBOL: DHR CUSIP: 235851102 ACCOUNT NUMBER 65870403	1,256 000	77 200	96,963 20	64,574 54	32,388 66	0 13	31 40
EXPEDITORS INTL WASH INC SYMBOL: EXPD CUSIP: 302130109 ACCOUNT NUMBER 65870404	757 000	44 250	33,497 25	27,804 23	5,693 02	1 36	0 00
FASTENAL CO SYMBOL: FAST CUSIP: 311900104 ACCOUNT NUMBER: 65870404	762 000	47 510	36,202 62	34,299 83	1,902 79	2 10	0 00
GEO GROUP INC SYMBOL: GEO CUSIP: 36159R103 ACCOUNT NUMBER: 65870406	767 000	32 220	24,712 74	18,494 75	6,217 99	6 83	0 00
GRAINGER W W INC SYMBOL: GWW CUSIP: 384802104 ACCOUNT NUMBER 65870404	184 000	255 420	46,997 28	37,855 54	9,141 74	1 46	0 00
HEXCEL CORP NEW COM SYMBOL: HXL CUSIP: 428291108 ACCOUNT NUMBER 65870406	508 000	44 690	22,702 52	12,651 10	10,051 42	0 00	0 00
HONEYWELL INTERNATIONAL INC SYMBOL: HON CUSIP: 438516106 ACCOUNT NUMBER 65870403	1,878 000	91 370	171,592 86	121,040 81	50,552 05	1 97	0 00

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INDUSTRIALS (continued)							
JETBLUE AWYS CORP COM SYMBOL: JBLU CUSIP: 477143101 ACCOUNT NUMBER: 65870406	1,756,000	8.540	14,996.24	9,284.49	5,711.75	0.00	0.00
KAMAN CORPORATION COMMON SYMBOL: KAMN CUSIP: 483548103 ACCOUNT NUMBER: 65870405	755,000	39.730	29,996.15	24,624.87	5,371.28	1.61	120.80
LANDSTAR SYS INC COM SYMBOL: LSTR CUSIP: 515098101 ACCOUNT NUMBER: 65870406	303,000	57.450	17,407.35	15,019.38	2,387.97	0.00	106.05
LOCKHEED MARTIN CORP SYMBOL: LMT CUSIP: 539830109 ACCOUNT NUMBER: 65870403	1,878,000	148.660	279,183.48	165,487.08	113,696.40	3.58	0.00
MRC GLOBAL INC SYMBOL: MRC CUSIP: 55345K103 ACCOUNT NUMBER: 65870405	2,167,000	32.260	69,907.42	68,900.63	1,006.79	0.00	0.00
NORTHWEST PIPE CO COM SYMBOL: NWPX CUSIP: 667746101 ACCOUNT NUMBER: 65870406	339,000	37.760	12,800.64	8,000.19	4,800.45	0.00	0.00
OLD DOMINION FREIGHT LINES INC SYMBOL: ODFL CUSIP: 679580100 ACCOUNT NUMBER: 65870405	2,183,000	53.020	115,742.66	62,730.05	53,012.61	0.00	0.00
PRECISION CASTPARTS CORP SYMBOL: PCP CUSIP: 740189105 ACCOUNT NUMBER: 65870402	713,000	269.300	192,010.90	115,237.23	76,773.67	0.04	0.00
ROBERT HALF INTL INC SYMBOL: RHI CUSIP: 770323103 ACCOUNT NUMBER: 65870404	731,000	41.990	30,694.69	24,518.62	6,176.07	1.52	0.00
ROCKWELL COLLINS SYMBOL: COL CUSIP: 774341101 ACCOUNT NUMBER: 65870404	289,000	73.920	21,362.88	20,671.27	691.61	1.62	0.00



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Account Statement For
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

INDUSTRIALS *(continued)*

TEREX CORP NEW SYMBOL: TEX CUSIP: 880779103 ACCOUNT NUMBER 65870406	653 000	41.990	27,419.47	11,446.18	15,973.29	0.48	0.00
THERMON GROUP HOLDINGS INC SYMBOL: THR CUSIP: 88362T103 ACCOUNT NUMBER 65870406	777 000	27.330	21,235.41	17,318.31	3,917.10	0.00	0.00
TREDEGAR CORPORATION SYMBOL: TG CUSIP: 894650100 ACCOUNT NUMBER 65870405	1,418 000	28.810	40,852.58	20,443.13	20,409.45	0.97	99.26
TRIMAS CORP SYMBOL: TRS CUSIP: 896215209 ACCOUNT NUMBER 65870406	521 000	39.890	20,782.69	18,500.24	2,282.45	0.00	0.00
UNION PACIFIC CORP SYMBOL: UNP CUSIP: 907818108 ACCOUNT NUMBER 65870402	627 000	168.000	105,336.00	27,288.53	78,047.47	1.88	495.33
UNITED PARCEL SERVICE-CL B SYMBOL: UPS CUSIP: 911312106 ACCOUNT NUMBER 65870403	1,321 000	105.080	138,810.68	103,444.40	35,366.28	2.36	0.00
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109 ACCOUNT NUMBER 65870402	1,240 000	113.800	141,112.00	89,198.30	51,913.70	2.07	0.00
UNITED TECHNOLOGIES CORP SYMBOL: UTX CUSIP: 913017109 ACCOUNT NUMBER 65870403	1,456 000	113.800	165,692.80	112,644.88	53,047.92	2.07	0.00
USG CORP COM NEW SYMBOL: USG CUSIP: 903293405 ACCOUNT NUMBER 65870406	573 000	28.380	16,261.74	10,018.84	6,242.90	0.00	0.00

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INDUSTRIALS (continued)

WASTE CONNECTIONS INC COM
SYMBOL WCN CUSIP: 941033100
ACCOUNT NUMBER: 65870406

ZILLOW INC
SYMBOL Z CUSIP: 98954A107
ACCOUNT NUMBER: 65870406

3M CO
COM
SYMBOL MMM CUSIP: 88579Y101
ACCOUNT NUMBER: 65870403

Total Industrials

INFORMATION TECHNOLOGY

ADOBE SYS INC
SYMBOL ADBE CUSIP: 00724F101
ACCOUNT NUMBER: 65870402

ADVENT SOFTWARE INC COM
SYMBOL ADVS CUSIP: 007974108
ACCOUNT NUMBER: 65870405

ANSYS INC
SYMBOL ANSS CUSIP: 03662Q105
ACCOUNT NUMBER: 65870406

APPLE INC
SYMBOL AAPL CUSIP: 037833100
ACCOUNT NUMBER: 65870402

ASPEN TECHNOLOGY INC COM
SYMBOL AZPN CUSIP: 045327103
ACCOUNT NUMBER: 65870406

CAVIUM INC
SYMBOL CAVM CUSIP: 14964U108
ACCOUNT NUMBER: 65870406

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCURED INCOME
776 000	43 630	33,856.88	23,701.72	10,155.16	1.05	0.00
203 000	81.730	16,591.19	7,015.72	9,575.47	0.00	0.00
940 000	140.250	131,835.00	84,370.11	47,464.89	2.44	0.00
		\$2,590,322.93	\$1,739,030.92	\$851,292.01	1.66%	\$1,851.24
1,675 000	\$59.879	\$100,297.33	\$91,572.13	\$8,725.20	0.00%	\$0.00
1,214 000	34.952	42,431.73	30,716.16	11,715.57	0.00	0.00
157 000	87.200	13,690.40	9,983.55	3,706.85	0.00	0.00
637 000	561.020	357,369.74	241,760.36	115,609.38	2.17	0.00
235 000	41.800	9,823.00	9,582.10	240.90	0.00	0.00
691 000	34.510	23,846.41	22,730.23	1,116.18	0.00	0.00



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
INFORMATION TECHNOLOGY <i>(continued)</i>							
COGNEX CORP SYMBOL CGNX CUSIP: 192422103 ACCOUNT NUMBER 65870406	724 000	38 180	27,642 32	11,971 78	15,670 54	0 58	0 00
COHERENT INC SYMBOL: COHR CUSIP: 192479103 ACCOUNT NUMBER 65870406	397 000	74 390	29,532 83	18,389 82	11,143 01	0 00	0 00
CONCUR TECHNOLOGIES INC COM SYMBOL: CNQR CUSIP: 206708109 ACCOUNT NUMBER 65870406	186 000	103 180	19,191 48	12,321 33	6,870 15	0 00	0 00
CORNERSTONE ONDEMAND INC SYMBOL CSOD CUSIP: 21925Y103 ACCOUNT NUMBER 65870406	368 000	53 312	19,618 82	15,090 72	4,528 10	0 00	0 00
EBAY INC SYMBOL EBAY CUSIP 278642103 ACCOUNT NUMBER 65870402	792 000	54 865	43,453 08	39,540 94	3,912 14	0 00	0 00
FACEBOOK INC SYMBOL FB CUSIP: 30303M102 ACCOUNT NUMBER 65870402	4,135 000	54 649	225,973 62	111,793 01	114,180 61	0 00	0 00
FACTSET RESH SYS INC COM SYMBOL FDS CUSIP: 303075105 ACCOUNT NUMBER 65870404	262 000	108 580	28,447 96	24,778 50	3,669 46	1 29	0 00
FIDELITY NATL INFORMATION SVCS INC SYMBOL FIS CUSIP: 31620M106 ACCOUNT NUMBER 65870403	1,193 000	53 680	64,040 24	52,394 03	11,646 21	1 64	0 00
FIDELITY NATL INFORMATION SVCS INC SYMBOL FIS CUSIP: 31620M106 ACCOUNT NUMBER 65870404	1,624 000	53 680	87,176 32	51,831 96	35,344 36	1 64	0 00
FINISAR CORP SYMBOL: FNSR CUSIP: 31787A507 ACCOUNT NUMBER 65870406	1,241 000	23 920	29,684 72	20,995 38	8,689 34	0 00	0 00

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INFORMATION TECHNOLOGY (continued)							
FORTINET INC SYMBOL: FTNT CUSIP: 34959E109 ACCOUNT NUMBER: 65870406	1,072,000	19.130	20,507.36	22,876.02	-2,368.66	0.00	0.00
GOOGLE INC CL A SYMBOL: GOOG CUSIP: 38259P508 ACCOUNT NUMBER: 65870402	399,000	1,120.710	447,163.29	243,572.01	203,591.28	0.00	0.00
INTERNATIONAL BUSINESS MACHS CORP COM SYMBOL: IBM CUSIP: 459200101 ACCOUNT NUMBER: 65870403	648,000	187.570	121,545.36	96,231.32	25,314.04	2.03	0.00
INTUIT COM SYMBOL: INTU CUSIP: 461202103 ACCOUNT NUMBER: 65870404	1,048,000	76.320	79,983.36	62,297.43	17,685.93	1.00	0.00
IPG PHOTONICS CORP SYMBOL: IGP CUSIP: 44980X109 ACCOUNT NUMBER: 65870406	260,000	77.610	20,178.60	13,520.76	6,657.84	0.00	0.00
LIBERTY VENTURES SYMBOL: LVNTA CUSIP: 53071M880 ACCOUNT NUMBER: 65870404	335,000	122.590	41,067.65	16,103.86	24,963.79	0.00	0.00
LINKEDIN CORP SYMBOL: LNKD CUSIP: 53578A108 ACCOUNT NUMBER: 65870402	940,000	216.830	203,820.20	96,667.44	107,152.76	0.00	0.00
MASTERCARD INC CL A SYMBOL: MA CUSIP: 57636Q104 ACCOUNT NUMBER: 65870402	589,000	835.460	492,085.94	210,766.88	281,319.06	0.53	0.00
MICREL INCCOM SYMBOL: MCRL CUSIP: 594793101 ACCOUNT NUMBER: 65870405	1,979,000	9.870	19,532.73	19,352.52	180.21	2.03	0.00



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INFORMATION TECHNOLOGY (continued)

MICROCHIP TECHNOLOGY INC COM
SYMBOL: MCHP CUSIP: 595017104
ACCOUNT NUMBER 65870404

MICROS SYS INC
SYMBOL: MCRS CUSIP: 594901100
ACCOUNT NUMBER 65870404

OPENTABLE INC
SYMBOL: OPEN CUSIP: 68372A104
ACCOUNT NUMBER 65870406

ORACLE CORPORATION
SYMBOL: ORCL CUSIP: 68389X105
ACCOUNT NUMBER 65870403

PROOFPOINT INC
SYMBOL: PFPT CUSIP: 743424103
ACCOUNT NUMBER 65870406

PTC INC
SYMBOL: PMTC CUSIP: 69370C100
ACCOUNT NUMBER 65870406

QLIK TECHNOLOGIES INC
SYMBOL: QLIK CUSIP: 74733T105
ACCOUNT NUMBER 65870406

RED HAT INC
SYMBOL: RHT CUSIP: 756577102
ACCOUNT NUMBER 65870402

SALESFORCE COM INC
COM

SYMBOL: CRM CUSIP: 79466L302
ACCOUNT NUMBER 65870402

SPLUNK INC
SYMBOL: SPLK CUSIP: 848637104
ACCOUNT NUMBER 65870402

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
1,938 000	44 750	86,725 50	63,980 55	22,744 95	3 17	0 00
884 000	57 370	50,715 08	39,152 57	11,562 51	0 00	0 00
271 000	79 370	21,509 27	18,410 80	3,098 47	0 00	0 00
4,041 000	38 260	154,608 66	124,001 14	30,607 52	1 25	0 00
705 000	33 170	23,384 85	20,101 00	3,283 85	0 00	0 00
656 000	35 390	23,215 84	14,910 22	8,305 62	0 00	0 00
772 000	26 630	20,558 36	15,941 91	4,616 45	0 00	0 00
1,948 000	56 040	109,165 92	99,532 25	9,633 67	0 00	0 00
3,451 000	55 190	190,460 69	122,412 12	68,048 57	0 00	0 00
1,535 000	68 670	105,408 45	53,225 35	52,183 10	0 00	0 00

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

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Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INFORMATION TECHNOLOGY (continued)							
SUNEDISON INC SYMBOL: SUNE CUSIP: 86732Y109 ACCOUNT NUMBER 65870406	771 000	13.050	10,061.55	9,241.98	819.57	0.00	0.00
TABLEAU SOFTWARE INC SYMBOL: DATA CUSIP: 87336U105 ACCOUNT NUMBER 65870402	291 000	68.930	20,058.63	18,616.52	1,442.11	0.00	0.00
TERADYNE INC SYMBOL: TER CUSIP: 880770102 ACCOUNT NUMBER 65870406	814 000	17.620	14,342.68	11,595.98	2,746.70	0.00	0.00
TIBCO SOFTWARE INC SYMBOL: TIBX CUSIP: 88632Q103 ACCOUNT NUMBER 65870406	461 000	22.480	10,363.28	13,249.54	- 2,886.26	0.00	0.00
TRIPADVISOR INC SYMBOL: TRIP CUSIP: 896945201 ACCOUNT NUMBER 65870402	849 000	82.830	70,322.67	65,015.12	5,307.55	0.00	0.00
TWITTER INC SYMBOL: TWTR CUSIP: 90184L102 ACCOUNT NUMBER 65870402	942 000	63.650	59,958.30	40,703.95	19,254.35	0.00	0.00
ULTIMATE SOFTWARE GROUP INC SYMBOL: ULTI CUSIP: 90385D107 ACCOUNT NUMBER 65870406	133 000	153.220	20,378.26	15,032.21	5,346.05	0.00	0.00
VALUECLICK INC SYMBOL: VCLK CUSIP: 92046N102 ACCOUNT NUMBER 65870405	1,304 000	23.370	30,474.48	22,170.46	8,304.02	0.00	0.00
VEECO INSTRS INC DEL COM SYMBOL: VECO CUSIP: 922417100 ACCOUNT NUMBER 65870406	512 000	32.910	16,849.92	17,615.78	- 765.86	0.00	0.00
VERISIGN INC COM SYMBOL: VRSN CUSIP: 92343E102 ACCOUNT NUMBER 65870404	1,997 000	59.780	119,380.66	89,432.19	29,948.47	0.00	0.00



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

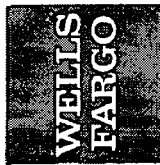
Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INFORMATION TECHNOLOGY (continued)							
VISA INC-CLASS A SHRS	1,123,000	222.680	250,069.64	154,873.67	95,195.97	0.72	0.00
SYMBOL: V CUSIP: 92826C839							
ACCOUNT NUMBER 65870402							
VMWARE INC	1,396,000	89.710	125,235.16	134,079.67	- 8,844.51	0.00	0.00
SYMBOL: VMW CUSIP: 928563402							
ACCOUNT NUMBER 65870402							
WORKDAY INC	936,000	83.160	77,837.76	52,525.87	25,311.89	0.00	0.00
SYMBOL: WDAY CUSIP: 98138H101							
ACCOUNT NUMBER 65870402							
Total Information Technology			\$4,179,190.10	\$2,762,661.09	\$1,416,529.01	0.56%	\$0.00
MATERIALS							
AIRGAS INC COM	645,000	\$111.850	\$72,143.25	\$54,572.86	\$17,570.39	1.72%	\$0.00
SYMBOL: ARG CUSIP: 009363102							
ACCOUNT NUMBER 65870404							
ALBEMARLE CORP COM	1,327,000	63.390	84,118.53	79,117.74	5,000.79	1.51	318.48
SYMBOL: ALB CUSIP: 012653101							
ACCOUNT NUMBER 65870405							
ASHLAND INC NEW	623,000	97.040	60,455.92	56,017.95	4,437.97	1.40	0.00
COM							
SYMBOL: ASH CUSIP: 044209104							
ACCOUNT NUMBER 65870404							
CHEMTURA CORP/NEW	417,000	27.920	11,642.64	5,834.44	5,808.20	0.00	0.00
SYMBOL: CHMT CUSIP: 163893209							
ACCOUNT NUMBER 65870406							
ECOLAB INC	297,000	104.270	30,968.19	19,784.31	11,183.88	1.05	81.68
SYMBOL: ECL CUSIP: 278865100							
ACCOUNT NUMBER 65870404							
HUNTSMAN CORP	1,455,000	24.600	35,793.00	19,112.31	16,680.69	2.03	0.00
COM							
SYMBOL: HUN CUSIP: 447011107							
ACCOUNT NUMBER 65870406							

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

MATERIALS *(continued)*

LOUISIANA PAC CORP -
SYMBOL: LPX CUSIP: 546347105
ACCOUNT NUMBER 65870406

MARTIN MARIETTA MATLS INC COM
SYMBOL: MLM CUSIP: 573284106
ACCOUNT NUMBER 65870404

MARTIN MARIETTA MATLS INC COM
SYMBOL: MLM CUSIP: 573284106
ACCOUNT NUMBER 65870405

MONSANTO CO NEW
SYMBOL: MON CUSIP: 61166W101
ACCOUNT NUMBER 65870402

NEWMARKET CORP
COM

SYMBOL: NEU CUSIP: 651587107
ACCOUNT NUMBER 65870405

OLIN CORP 1 COM & 1 TAEKOVER RT
EXP 02-27-96

SYMBOL: OLN CUSIP: 680665205
ACCOUNT NUMBER 65870405

PPG INDUSTRIES INC
SYMBOL: PPG CUSIP: 693506107
ACCOUNT NUMBER 65870403

QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
815 000	18.510	15,085.65	9,528.76	5,556.89	0.00	0.00
476 000	99.940	47,571.44	40,853.75	6,717.69	1.60	0.00
273 000	99.940	27,283.62	22,035.69	5,247.93	1.60	0.00
2,037 000	116.550	237,412.35	189,217.53	48,194.82	1.48	0.00
316 000	334.150	105,591.40	76,119.11	29,472.29	1.32	347.60
2,619 000	28.850	75,558.15	72,005.74	3,552.41	2.77	0.00
272 000	189.660	51,587.52	36,319.52	15,268.00	1.29	0.00



035300



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

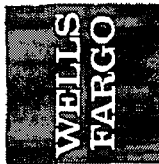
Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCUMULATED INCOME
Equities <i>(continued)</i>							
MATERIALS <i>(continued)</i>							
QUAKER CHEM CORP SYMBOL: KWR CUSIP: 747316107 ACCOUNT NUMBER: 65870406	165 000	77 070	12,716.55	7,252.78	5,463.77	1.30	0.00
RTI INTERNATIONAL METALS SYMBOL: RTI CUSIP: 74973W107 ACCOUNT NUMBER: 65870406	525 000	34 210	17,960.25	13,391.69	4,568.56	0.00	0.00
TEXAS INDS INC SYMBOL: TXI CUSIP: 882491103 ACCOUNT NUMBER: 65870406	259 000	68 780	17,814.02	12,567.18	5,246.84	0.00	0.00
Total Materials			\$903,702.48	\$713,731.36	\$189,971.12	1.49%	\$747.76
TELECOMMUNICATION SERVICES							
CROWN CASTLE INTL CORP SYMBOL: CCI CUSIP: 228227104 ACCOUNT NUMBER: 65870404	1,859 000	\$73 430	\$136,506.37	\$119,344.32	\$17,162.05	0.00%	\$0.00
ECHOSTAR CORPORATION SYMBOL: SATS CUSIP: 278768106 ACCOUNT NUMBER: 65870404	992 000	49 720	49,322.24	27,413.11	21,909.13	0.00	0.00
MOTOROLA SOLUTIONS, INC. SYMBOL: MSI CUSIP: 620076307 ACCOUNT NUMBER: 65870404	1,470 000	67 500	99,225.00	72,949.11	26,275.89	1.84	455.70
VERIZON COMMUNICATIONS SYMBOL: VZ CUSIP: 92343V104 ACCOUNT NUMBER: 65870403	3,131 000	49,140	153,857.34	153,828.71	28.63	4.31	0.00
Total Telecommunication Services			\$438,910.95	\$373,535.25	\$65,375.70	1.93%	\$455.70
UTILITIES							
NATIONAL FUEL GAS CO N J SYMBOL: NFG CUSIP: 636180101 ACCOUNT NUMBER: 65870404	334 000	\$71 400	\$23,847.60	\$17,090.68	\$6,756.92	2.10%	\$125.25
Total Utilities			\$23,847.60	\$17,090.68	\$6,756.92	2.10%	\$125.25

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013
Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INTERNATIONAL EQUITIES							
ACCENTURE PLC CUSIP: G1151C101 ACCOUNT NUMBER 65870403	2,299 000	\$82.220	\$189,023.78	\$134,010.77	\$55,013.01	2.26%	\$0.00
ACE LIMITED CUSIP: H0023R105 ACCOUNT NUMBER 65870403	1,087 000	103.530	112,537.11	77,028.90	35,508.21	2.43	0.00
AON PLC CUSIP: G0408V102 ACCOUNT NUMBER 65870404	1,248 000	83.890	104,694.72	61,104.39	43,590.33	0.83	0.00
ARCH CAPITAL GROUP LTD CUSIP: G0450A105 ACCOUNT NUMBER 65870404	700 000	59.690	41,783.00	27,522.28	14,260.72	0.00	0.00
ARM HOLDINGS PLC - ADR SPONSORED ADR CUSIP: 042068106 ACCOUNT NUMBER 65870402	1,475 000	54.731	80,728.23	56,468.84	24,259.39	0.37	0.00
BROOKFIELD ASSET MANAGE-CL A CUSIP: 112585104 ACCOUNT NUMBER 65870404	4,428 000	38.830	171,939.24	153,037.85	18,901.39	2.06	0.00
CANADIAN PAC RY LTD COM CUSIP: 13645T100 ACCOUNT NUMBER 65870402	781 000	151.320	118,180.92	93,383.95	24,796.97	0.88	259.30
COVIDIEN PLC CUSIP: G2554F113 ACCOUNT NUMBER 65870403	1,582 000	68.100	107,734.20	98,805.49	8,928.71	1.88	0.00
DELPHI AUTOMOTIVE PLC CUSIP: G27823106 ACCOUNT NUMBER 65870403	1,410 000	60.130	84,783.30	42,640.17	42,143.13	1.13	0.00



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INTERNATIONAL EQUITIES (continued)							
DIAGEO PLC - ADR SPONSORED ADR CUSIP: 25243Q205 ACCOUNT NUMBER 65870402	388,000	132.420	51,378.96	46,744.20	4,634.76	2.26	0.00
DIAGEO PLC - ADR SPONSORED ADR CUSIP: 25243Q205 ACCOUNT NUMBER 65870403	644,000	132.420	85,278.48	67,037.22	18,241.26	2.26	0.00
ENSTAR GROUP LIMITED COM CUSIP: G3075P101 ACCOUNT NUMBER 65870406	73,000	138.910	10,140.43	7,706.52	2,433.91	0.00	0.00
EVERTEC INC CUSIP: 30040P103 ACCOUNT NUMBER 65870406	391,000	24.660	9,642.06	7,960.84	1,681.22	1.62	0.00
FOSTER WHEELER AG CUSIP: H27178104 ACCOUNT NUMBER 65870406	360,000	33.001	11,880.36	9,382.39	2,497.97	0.00	0.00
FRANCO NEV CORP NPV CUSIP: 351858105 ACCOUNT NUMBER 65870404	707,000	40.740	28,803.18	33,905.63	- 5,102.45	1.77	0.00
LIBERTY GLOBAL PLC CUSIP: G5480U104 ACCOUNT NUMBER 65870404	1,446,000	89.000	128,694.00	79,305.49	49,388.51	0.00	0.00
LUXOTTICA GROUP S P A - ADR SPONSORED ADR CUSIP: 55068R202 ACCOUNT NUMBER 65870402	2,266,000	53.920	122,182.72	110,945.04	11,237.68	1.11	0.00
MICHAEL KORS HOLDINGS LIMITED CUSIP: G60754101 ACCOUNT NUMBER 65870402	2,439,000	81.190	198,022.41	110,912.73	87,109.68	0.00	0.00

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities <i>(continued)</i>							
INTERNATIONAL EQUITIES <i>(continued)</i>							
MONTPELIER RE HOLDINGS LTD CUSIP: G62185106 ACCOUNT NUMBER 65870405	1,342 000	29 100	39,052 20	28,276 92	10,775.28	1.72	167 75
NESTLE S A REGISTERED SHARES - ADR SPONSORED ADR CUSIP: 641069406 ACCOUNT NUMBER 65870403	2,358 000	73.590	173,525.22	151,114 18	22,411.04	2.47	0 00
NICE SYSTEMS LTD - ADR SPONSORED ADR CUSIP: 653656108 ACCOUNT NUMBER 65870406	192 000	40 960	7,864 32	6,347 53	1,516.79	1.00	0 00
NOVO NORDISK A/S - ADR SPONSORED ADR CUSIP: 670100205 ACCOUNT NUMBER 65870402	906 000	184 760	167,392 56	141,397 06	25,995 50	1.22	0 00
PACIFIC DRILLING SA CUSIP: L7257P106 ACCOUNT NUMBER 65870406	720 000	11 460	8,251 20	6,648 73	1,602 47	0 00	0.00
PERRIGO CO PLC CUSIP: G97822103 ACCOUNT NUMBER 65870402	674 000	153 460	103,432 04	104,698 88	- 1,266 84	0 00	0 00
RITCHIE BROS AUCTIONEERS INC COM CUSIP: 767744105 ACCOUNT NUMBER 65870405	928 000	22,930	21,279 04	18,033 65	3,245.39	2 27	0.00
SCHLUMBERGER LTD CUSIP: 806857108 ACCOUNT NUMBER 65870402	802 000	90 110	72,268 22	75,129 46	- 2,861.24	1.39	250 63
SENSATA TECHNOLOGIES HOLDING NV CUSIP: N7902X106 ACCOUNT NUMBER 65870404	1,166 000	38 770	45,205 82	33,256 29	11,949 53	0 00	0 00

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STATEMENT B



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
Equities (continued)							
INTERNATIONAL EQUITIES (continued)							
TYCO INTERNATIONAL LTD NEW CUSIP: H89128104 ACCOUNT NUMBER 65870403	2,845 000	41 040	116,758 80	77,894 56	38,864 24	1 56	0 00
TYCO INTERNATIONAL LTD NEW CUSIP: H89128104 ACCOUNT NUMBER 65870404	1,569 000	41 040	64,391 76	43,212 32	21,179 44	1 56	0 00
VALEANT PHARMACEUTICALS INTERNATIONAL INC NEW CUSIP: 91911K102 ACCOUNT NUMBER 65870404	1,011 000	117 400	118,691 40	54,996 67	63,694 73	0 00	0 00
VODAFONE GROUP PLC NEW CUSIP: 92857W209 ACCOUNT NUMBER 65870403	1,819 000	39 310	71,504 89	51,513 42	19,991 47	4 04	994 76
WHITE MOUNTAINS INSURANCE GROUP INC COM CUSIP: G9618E107 ACCOUNT NUMBER 65870404	88 000	603 080	53,071 04	46,353 07	6,717 97	0 17	0 00
WHITE MOUNTAINS INSURANCE GROUP INC COM CUSIP: G9618E107 ACCOUNT NUMBER 65870405	74 000	603 080	44,627 92	38,877 81	5,750 11	0 17	0 00
WILLIS GROUP HOLDINGS PLC CUSIP: G96666105 ACCOUNT NUMBER 65870404	809 000	44 810	36,251 29	35,284 43	966 86	2 50	226 52
Total International Equities			\$2,800,994.82	\$2,130,937.68	\$670,057.14	1.29%	\$1,898.96

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STATEMENT B



Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL (continued)

ASSET DESCRIPTION

Equities (continued)

INTERNATIONAL MUTUAL FUNDS

ISHARES MSCI EAFE GROWTH ETF SYMBOL: EFG CUSIP: 464288885 ACCOUNT NUMBER 65870400	62,400,000	\$71.480	\$4,460,352.00	\$3,476,193.17	\$984,158.83	1.86%	\$0.00
ISHARES MSCI EAFE VALUE ETF SYMBOL: EFV CUSIP: 464288877 ACCOUNT NUMBER 65870400	79,410,000	57.200	4,542,252.00	3,515,180.47	1,027,071.53	3.18	0.00
MORGAN STANLEY INSTITUTIONAL FUND INC - FRONTIER EMERGING MARKETS PORTFOLIO CLASS I SYMBOL: MFMIX CUSIP: 61760X836 ACCOUNT NUMBER 65870400	45,946,458	18.860	866,550.20	765,000.00	101,550.20	0.38	0.00
OPPENHEIMER DEVELOPING MKT-Y #788 SYMBOL: ODVYX CUSIP: 683974505 ACCOUNT NUMBER 65870400	115,949,600	37.560	4,355,066.98	3,798,000.00	557,066.98	0.43	0.00
TEMPLETON FRONTIER MARKETS FUND CLASS AD #674 SYMBOL: FFRZX CUSIP: 88019R641 ACCOUNT NUMBER 65870400	16,617,483	18.280	303,767.59	275,000.00	28,767.59	1.98	0.00
Total International Mutual Funds			\$14,527,988.77	\$11,829,373.64	\$2,698,615.13	1.76%	\$0.00



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Account Statement For:
GERBODE, WALLACE A FDN-CONSOLIDATED

Period Covered: January 1, 2013 - December 31, 2013

Consolidated Account Number

ASSET DETAIL *(continued)*

ASSET DESCRIPTION

Equities *(continued)*

OTHER

ALEXANDER & BALDWIN INC
SYMBOL: ALEX CUSIP: 014491104
ACCOUNT NUMBER: 65870400
ALEXANDER & BALDWIN INC
SYMBOL: ALEX CUSIP: 014491104
ACCOUNT NUMBER: 65870405
MATSON INC
SYMBOL: MATX CUSIP: 57686G105
ACCOUNT NUMBER: 65870400
MATSON INC
SYMBOL: MATX CUSIP: 57686G105
ACCOUNT NUMBER: 65870405
REALPAGE INC
SYMBOL: RP CUSIP: 75606N109
ACCOUNT NUMBER: 65870406

Total Other

Total Equities

	QUANTITY	PRICE	MARKET VALUE AS OF 12/31/13	COST BASIS	UNREALIZED GAIN/LOSS	CURRENT YIELD	ACCRUED INCOME
	20,454 000	\$41 730	\$853,545 42	\$35,602 67	\$817,942 75	0 38%	\$0 00
	1,332 000	41 730	55,584 36	44,775 90	10,808 46	0 38	0 00
	20,454 000	26 110	534,053 94	32,798 23	501,255 71	2 45	0 00
	1,397 000	26 110	36,475 67	36,343 70	131 97	2 45	0 00
	399,000	23 380	9,328 62	8,888 28	440 34	0 00	0 00
			\$1,488,988.01	\$158,408.78	\$1,330,579.23	1.17%	\$0.00
			\$41,694,661.08	\$30,391,776.27	\$11,302,884.81	1.37%	\$18,615.17

The Wallace Alexander Gerbode Foundation
EIN: 94-6065226
Tax Year: 2013
Form: 990-PF

Form 990-PF, Parts I and XII, Charitable Expenses

Expenses have been allocated based upon time spent, space utilized or expenses incurred in furtherance of charitable, as opposed to, investment purposes.

Form 990-PF, Parts I and XV, Contributions, Gifts and Grants Paid

Grants per books in the amount of \$2,309,235 consist of grants approved, but not necessarily paid in 2013.

Grants paid during the year (990-PF Part I, line 25, column (d))	2,439,735
Grants Payable, beginning of the Year	(630,500)
Grants Payable, end of the Year	<u>500,000</u>
Total Grants per books (990-PF Part I, Line 25, column (a))	<u><u>2,309,235</u></u>

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 ☒ **X**
- 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

Type or print	Enter filer's identifying number	
	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
	THE WALLACE ALEXANDER GERBODE FOUNDATION	94-6065226
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	77 VAN NESS AVENUE, NO. 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SAN FRANCISCO, CA 94102	

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

04

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

CORPORATE OFFICES

- The books are in the care of ► **77 VAN NESS AVENUE, NO. 200 - SAN FRANCISCO, CA 94102**

Telephone No ► **(415) 391-0911**

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 **AUGUST 15, 2014**, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ► ☒ calendar year **2013** or
 ► ☐ tax year beginning _____, and ending _____

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 Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	50,557.
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	3b	\$	57,088.
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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- 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 III 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	Employer identification number (EIN) or
	THE WALLACE ALEXANDER GERBODE FOUNDATION	94-6065226
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	77 VAN NESS AVENUE, NO. 200	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	SAN FRANCISCO, CA 94102	

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 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.**CORPORATE OFFICES**

- The books are in the care of **77 VAN NESS AVENUE, NO. 200 - SAN FRANCISCO, CA 94102**
Telephone No **(415) 391-0911** 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 **NOVEMBER 15, 2014**.
- 5 For calendar year **2013**, or other tax year beginning , and ending .
- 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
THE TAXPAYER'S FINANCIAL MATTERS ARE QUITE COMPLEX. ADDITIONAL TIME IS NEEDED TO FILE A COMPLETE AND ACCURATE RETURN.

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	\$	0.
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	\$	57,088.
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 **ACCOUNTANT** Date **7/21/2014**

Form 8868 (Rev. 1-2014)