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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **Do not enter Social Security numbers on this form as it may be made public.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning , and ending

Name of foundation MCKENZIE MEMORIAL FUND, EVA L TUA			**A Employer identification number** 94-6072422
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041	Room/suite		**B** Telephone number (see instructions) (888) 730-4933
City or town Winston Salem	State NC	ZIP code 27101-3818	
Foreign country name	Foreign province/state/county	Foreign postal code	**C** If exemption application is pending, check here ▶☐

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

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

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)* ▶ $ 1,132,943

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	26,694	26,154		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	57,922			
	b	Gross sales price for all assets on line 6a 472,837				
	7	Capital gain net income (from Part IV, line 2)		57,922		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less: Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	84,616	84,076	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	12,837	9,628		3,209
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,111			1,111
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,047	671		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	10			10
	24	**Total operating and administrative expenses.** Add lines 13 through 23	15,005	10,299	0	4,330
	25	Contributions, gifts, grants paid	36,000			36,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	51,005	10,299	0	40,330
	27	Subtract line 26 from line 12.				
	a	**Excess of revenue over expenses and disbursements**	33,611			
	b	**Net investment income** (if negative, enter -0-)		73,777		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	34,606	26,873	26,873
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	892,098	935,675	1,106,073
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	926,704	962,548	1,132,946
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	926,704	962,548	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	926,704	962,548	
	31	**Total liabilities and net assets/fund balances** (see instructions)	926,704	962,548	

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	926,704
2	Enter amount from Part I, line 27a	2	33,611
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	4,285
4	Add lines 1, 2, and 3	4	964,600
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	2,052
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	962,548

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				0
b				0
c				0
d				0
e				0

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) 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	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				0
b				0
c				0
d				0
e				0

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	57,922
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	53,330	1,048,046	0 050885
2011	76,931	1,097,132	0 070120
2010	51,330	1,038,098	0.049446
2009	47,110	928,264	0.050751
2008	37,592	1,135,429	0.033108

2	**Total** of line 1, column (d)	2	0 254310
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.050862
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,094,471
5	Multiply line 4 by line 3	5	55,667
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	738
7	Add lines 5 and 6	7	56,405
8	Enter qualifying distributions from Part XII, line 4	8	40,330

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	1,476
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,476
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	1,476
6	Credits/Payments:		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 566		
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	566
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	910
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	0
11	Enter the amount of line 10 to be. **Credited to 2014 estimated tax** ▶ 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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ ______ **(2)** On foundation managers. ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶			

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

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)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions.)	2b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

5a	During the year did the foundation pay or incur any amount to:		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No	
	(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No	
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No	
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions)	☐ Yes ☒ No	
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No	
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No	
	If "Yes," attach the statement required by Regulations section 53 4945–5(d).		
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No	
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? *If "Yes" to 6b, file Form 8870*		6b No: X
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	TRUSTEE 4 00	12,837		

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	1,066,249
b	Average of monthly cash balances	1b	44,889
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	1,111,138
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,111,138
4	Cash deemed held for charitable activities. Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	16,667
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,094,471
6	**Minimum investment return.** Enter 5% of line 5	6	54,724

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	54,724
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,476		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	1,476
3	Distributable amount before adjustments Subtract line 2c from line 1			3	53,248
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	53,248
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	53,248

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	40,330
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	40,330
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	40,330

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

Part XIII Undistributed Income (see instructions)

		(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1	Distributable amount for 2013 from Part XI, line 7				53,248
2	Undistributed income, if any, as of the end of 2013.				
a	Enter amount for 2012 only			8,515	
b	Total for prior years: 20___, 20___, 20___				
3	Excess distributions carryover, if any, to 2013:				
a	From 2008				
b	From 2009				
c	From 2010				
d	From 2011				
e	From 2012				
f	**Total** of lines 3a through e	0			
4	Qualifying distributions for 2013 from Part XII, line 4: ► $ 40,330				
a	Applied to 2012, but not more than line 2a			8,515	
b	Applied to undistributed income of prior years (Election required—see instructions)				
c	Treated as distributions out of corpus (Election required—see instructions)				
d	Applied to 2013 distributable amount				31,815
e	Remaining amount distributed out of corpus				
5	Excess distributions carryover applied to 2013. *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6	**Enter the net total of each column as indicated below:**				
a	Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b	Prior years' undistributed income Subtract line 4b from line 2b		0		
c	Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d	Subtract line 6c from line 6b. Taxable amount—see instructions				
e	Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f	Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				21,433
7	Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8	Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a				
10	Analysis of line 9:				
a	Excess from 2009				
b	Excess from 2010				
c	Excess from 2011				
d	Excess from 2012				
e	Excess from 2013				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
c "Support" alternative test—enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient 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 Attached Statement				
Total . . . . ▶ 3a				36,000
b *Approved for future payment*				
NONE				
Total . . . . ▶ 3b				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	26,694	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	57,922	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		84,616	0

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 84,616

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
	Not Applicable

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee	Date	Title
SVP Wells Fargo Bank N.A.	4/21/2014	SVP Wells Fargo Bank N A.

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J. CASTRIANO		4/21/2014		P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶	13-4008324
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no	412-355-6000

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

Recipient(s) paid during the year

Name					
BLIND BABIES FOUNDATION					
Street					
1814 FRANKLIN STREET					
City		**State**	**Zip Code**	**Foreign Country**	
OAKLAND		CA	94612		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					7,500

Name					
JUNIOR BLINDS OF AMERICA					
Street					
5300 ANGELES VISTA BLVD					
City		**State**	**Zip Code**	**Foreign Country**	
LOS ANGELES		CA	90043		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					2,500

Name					
PATIENT ASSISTANCE FOUNDATION					
Street					
2100 WEBSTER STREET #100					
City		**State**	**Zip Code**	**Foreign Country**	
SAN FRANCISCO		CA	94115		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					5,000

Name					
THERAPEUTIC LIVING CENTERS FOR THE BLIND, INC					
Street					
7915 LINDLEY AVENUE					
City		**State**	**Zip Code**	**Foreign Country**	
RESEDA		CA	91335		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					12,500

Name					
LIGHTHOUSE FOR THE BLIND AND VISUALLY IMPAIRED					
Street					
214 VAN NESS AVENUE					
City		**State**	**Zip Code**	**Foreign Country**	
SAN FRANCISCO		CA	94102		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					1,000

Name					
KEATON PAPHAEL MEMORIAL .CHILDREN CANCER FAMILY NAVIGATOR PROGRAM					
Street					
2260 DOUGLAS BLVD					
City		**State**	**Zip Code**	**Foreign Country**	
ROSEVILLE		CA	95661		
Relationship	**Foundation Status**				
NONE	PC				
Purpose of grant/contribution					**Amount**
GENERAL SUPPORT GRANT					5,000

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

Recipient(s) paid during the year

Name THE WELLNESS KITCHEN AND RESOURCE CENTER				
Street 1255 LA TABLAS RD #102				
City TEMPLETON		**State** CA	**Zip Code** 93465	**Foreign Country**
Relationship NONE	**Foundation Status** PC			
Purpose of grant/contribution GENERAL SUPPORT GRANT				**Amount** 2,500
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**
Name				
Street				
City		**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**			
Purpose of grant/contribution				**Amount**

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

	Amount		Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	4,492		Capital Gains/Losses	472,837	414,915	57,922
Short Term CG Distributions			Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	AQR MANAGED FUTURES ST	00203H859			7/17/2013		10/14/2013	10,110	10,272				0	-162
2	X	CORE EQUITY FUND	140995127			2/7/2013		7/15/2013	8,180	7,808				0	372
3	X	CORE EQUITY FUND	140995127			4/30/2010		7/15/2013	550	456				0	94
4	X	CREDIT SUISSE COMM RET S	22544R305			9/9/2011		10/14/2013	5,416	6,847				0	-1,431
5	X	CREDIT SUISSE COMM RET S	22544R305			11/23/2010		10/14/2013	4,916	5,982				0	-1,066
6	X	DIAMOND HILL LONG-SHORT	25264S833			8/17/2012		2/7/2013	2,657	2,427				0	230
7	X	DIAMOND HILL LONG-SHORT	25264S833			5/4/2010		7/15/2013	25,011	18,900				0	6,111
8	X	DREYFUS EMG MKT DEBT LO	261980494			9/9/2011		2/7/2013	9,929	9,397				0	532
9	X	DREYFUS EMG MKT DEBT LO	261980494			9/9/2011		10/14/2013	8,656	8,880				0	-224
10	X	DREYFUS EMG MKT DEBT LO	261980494			8/17/2012		10/14/2013	5,518	5,614				0	-96
11	X	DREYFUS EMG MKT DEBT LO	261980494			2/9/2011		10/14/2013	5,432	5,501				0	-69
12	X	GATEWAY FUND - Y #1986	367829884			8/17/2012		7/15/2013	26,803	26,230				0	573
13	X	GATEWAY FUND - Y #1986	367829884			2/11/2013		7/15/2013	17,070	16,839				0	231
14	X	HUSSMAN STRATEGIC GROW	448108100			2/19/2008		2/7/2013	100	148				0	-48
15	X	HUSSMAN STRATEGIC GROW	448108100			5/11/2009		2/7/2013	466	571				0	-105
16	X	HUSSMAN STRATEGIC GROW	448108100			8/11/2009		2/7/2013	13,426	16,837				0	-3,411
17	X	HUSSMAN STRATEGIC GROW	448108100			2/9/2011		2/7/2013	6,321	7,200				0	-879
18	X	HUSSMAN STRATEGIC GROW	448108100			5/3/2011		2/7/2013	766	892				0	-126
19	X	HUSSMAN STRATEGIC GROW	448108100			2/17/2012		2/7/2013	3,593	4,075				0	-482
20	X	ISHARES MSCI EAFE	464287465			2/6/2009		2/7/2013	23,128	16,034				0	7,094
21	X	ISHARES CORE S&P SMALL-C	464287804			2/7/2011		2/7/2013	17,181	14,561				0	2,620
22	X	ISHARES CORE S&P SMALL-C	464287804			8/15/2012		10/14/2013	805	593				0	212
23	X	ISHARES CORE S&P SMALL-C	464287804			2/7/2011		10/14/2013	1,107	778				0	329
24	X	MERGER FD SH BEN INT #260	589509108			2/9/2011		7/15/2013	130	129				0	1
25	X	MERGER FD SH BEN INT #260	589509108			8/17/2012		7/15/2013	431	429				0	2
26	X	MERGER FD SH BEN INT #260	589509108			5/4/2010		7/15/2013	10,679	10,472				0	207
27	X	PIMCO FOREIGN BD FD USD	693390882			9/9/2011		2/7/2013	1,392	1,387				0	5
28	X	PIMCO FOREIGN BD FD USD	693390882			9/9/2011		7/15/2013	2,158	2,193				0	-35
29	X	AMEX MATERIALS SPDR	81369Y100			2/7/2013		7/15/2013	2,564	2,518				0	46
30	X	AMEX HEALTH CARE SPDR	81369Y209			8/15/2012		2/7/2013	2,030	1,825				0	205
31	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		2/7/2013	2,202	1,600				0	602
32	X	AMEX HEALTH CARE SPDR	81369Y209			4/30/2010		7/15/2013	4,780	3,011				0	1,769
33	X	CONSUMER STAPLES SECTO	81369Y308			10/21/2011		7/15/2013	456	345				0	111
34	X	CONSUMER STAPLES SECTO	81369Y308			2/7/2013		7/15/2013	1,988	1,792				0	196
35	X	CONSUMER STAPLES SECTO	81369Y308			4/30/2010		7/15/2013	3,810	2,568				0	1,242
36	X	AMEX CONSUMER DISCR SPI	81369Y407			2/7/2013		7/15/2013	5,490	4,643				0	847
37	X	AMEX CONSUMER DISCR SPI	81369Y407			4/30/2010		7/15/2013	2,566	1,529				0	1,037
38	X	ISHARES MSCI EAFE	464287465			12/22/2008		2/7/2013	94,777	70,879				0	23,898
39	X	AMEX ENERGY SELECT SPDR	81369Y506			2/7/2013		7/15/2013	2,946	2,810				0	136
40	X	AMEX ENERGY SELECT SPDR	81369Y506			4/30/2010		7/15/2013	3,355	2,480				0	875
41	X	AMEX FINANCIAL SELECT SP	81369Y605			4/30/2010		2/7/2013	4,278	4,017				0	261
42	X	FINANCIAL SELECT SECTOR	81369Y605			4/30/2010		7/15/2013	5,580	4,529				0	1,051
43	X	AMEX INDUSTRIAL SPDR	81369Y704			2/7/2013		7/15/2013	1,337	1,217				0	120
44	X	AMEX INDUSTRIAL SPDR	81369Y704			4/30/2010		7/15/2013	3,699	2,770				0	929
45	X	AMEX TECHNOLOGY SELECT	81369Y803			2/7/2013		7/15/2013	7,700	7,131				0	569
46	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		7/15/2013	6,773	5,049				0	1,724
47	X	AMEX TECHNOLOGY SELECT	81369Y803			4/30/2010		10/14/2013	2,236	1,643				0	593
48	X	VANGUARD FTSE DEVELOPE	921943858			2/7/2013		7/15/2013	4,955	4,803				0	152
49	X	VANGUARD FTSE DEVELOPE	921943858			2/7/2013		10/14/2013	6,610	5,958				0	652
50	X	ISHARES S&P MIDCAP 400 GR	464287606			2/7/2013		7/15/2013	4,209	3,815				0	394
51	X	ISHARES S&P MIDCAP 400 VA	464287705			9/7/2011		7/15/2013	5,660	3,866				0	1,794
52	X	VANGUARD FTSE EMERGING	922042858			2/7/2013		10/14/2013	16,854	17,546				0	-692
53	X	VANGUARD REIT VIPER	922908553			2/6/2009		7/15/2013	1,213	475				0	738
54	X	WELLS FARGO ADV INTL BON	94985D582			2/9/2011		2/7/2013	1,968	1,956				0	12
55	X	WELLS FARGO ADV INTL BON	94985D582			2/9/2011		7/15/2013	1,544	1,613				0	-69
56	X	WELLS FARGO ADV HI INC-IN	949917538			2/21/2006		2/7/2013	7,728	7,682				0	46
57	X	WELLS FARGO ADV HI INC-IN	949917538			8/17/2012		2/7/2013	1,722	1,689				0	33
58	X	TAXABLE TOTAL RETURN BO	991283912			2/15/2012		2/7/2013	3,600	3,696				0	-96
59	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		2/7/2013	1,000	1,001				0	-1
60	X	TAXABLE TOTAL RETURN BO	991283912			2/7/2011		7/15/2013	2,211	2,305				0	-94
61	X	TAXABLE TOTAL RETURN BO	991283912			10/20/2006		7/15/2013	4,715	4,633				0	82
62	X	TAXABLE SHORT-TERM BOND	999612906			4/7/2004		2/7/2013	2,726	2,770				0	-44
63	X	TAXABLE SHORT-TERM BOND	999612906			7/15/2005		2/7/2013	6,793	6,900				0	-107
64	X	TAXABLE SHORT-TERM BOND	999612906			7/15/2005		7/15/2013	4,061	4,145				0	-84
65	X	TAXABLE INTERMEDIATE TER	999708902			2/7/2011		2/7/2013	4,996	5,043				0	-47
66	X	TAXABLE INTERMEDIATE TER	999708902			2/7/2011		7/15/2013	2,812	2,917				0	-105
67	X	TAXABLE INTERMEDIATE TER	999708902			12/15/1999		7/15/2013	4,597	4,577				0	20
68	X	CTF ST LOSS								3,717					-3,717

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

	Amount
Long Term CG Distributions	4,492
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	472,837	414,915	57,922
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	CTF LT GAIN							7,873						7,873

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,111	0	0	1,111
1	TAX PREP FEES	1,111			1,111

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

		1,047	671	0	0
	Descnption	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Chantable Purposes
1	FOREIGN TAX WITHHELD	671	671		
2	ESTIMATED EXCISE PAYMENTS	376			

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

		10	0	0	10
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			892,098	935,675	1,106,073
1				0	
2	MERGER FD SH BEN INT 260		0	21,320	21,696
3	PIMCO FOREIGN BD FD USD H-INST 103		0	6,610	6,469
4	CONSUMER STAPLES SECTOR SPDR TR		0	7,396	11,390
5	AMEX FINANCIAL SELECT SPDR		0	14,209	19,171
6	AMEX MATERIALS SPDR		0	4,173	5,315
7	AMEX TECHNOLOGY SELECT SPDR		0	14,590	22,338
8	AMEX ENERGY SELECT SPDR		0	6,926	10,444
9	TAXABLE SHORT-TERM BOND FUND		0	37,900	37,546
10	TAXABLE INTERMEDIATE TERM BD FD		0	43,801	44,102
11	TAXABLE TOTAL RETURN BOND FUND		0	43,186	43,983
12	FID ADV EMER MKTS INC- CL I 607		0	18,819	18,365
13	ISHARES TR SMALLCAP 600 INDEX FD		0	39,801	64,496
14	ISHARES S&P MIDCAP 400 VALUE		0	18,879	32,661
15	ISHARES S&P MIDCAP 400 GROWTH		0	28,026	49,262
16	AMEX INDUSTRIAL SPDR		0	7,962	13,065
17	AMEX HEALTH CARE SPDR		0	7,119	12,585
18	AMEX CONSUMER DISCR SPDR		0	8,230	16,307
19	CAPITAL PARTNERS CORE EQUITY FUND		0	47,394	59,075
20	DREYFUS EMG MKT DEBT LOC C-I 6083		0	44,784	43,210
21	DRIEHAUS ACTIVE INCOME FUND		0	33,234	33,369
22	ASG GLOBAL ALTERNATIVES-Y 1993		0	44,796	44,402
23	WELLS FARGO INTL ADV FUND-IS 4705		0	6,904	6,499
24	VANGUARD EMERGING MARKETS ETF		0	99,325	106,265
25	SPDR DJ WILSHIRE INTERNATIONAL REA		0	31,309	44,290
26	VANGUARD EUROPE PACIFIC ETF		0	105,443	121,706
27	ROBECO BP LNG/SHRT RES-INS		0	32,427	35,129
28	DIAMOND HILL LONG-SHORT FD CL I 11		0	17,424	23,227
29	WELLS FARGO ADV HI INC-INS 3110		0	59,561	61,250
30	CREDIT SUISSE COMM RT ST-CO 2156		0	51,995	43,426
31	VANGUARD REIT VIPER		0	20,785	43,191
32	AQR MANAGED FUTURES STR-I		0	11,347	11,839

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

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

1	Undistributed CTF Capital Gain	1	1
2	Mutual Fund & CTF Income Additions	2	4,223
3	Cost Basis Adjustment	3	61
4	Total	4	4,285

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

1	Mutual Fund & CTF Income Subtraction	1	1,585
2	PY Return of Capital Adjustment	2	467
3	Total	3	2,052

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

	Amount
Long Term CG Distributions	4,492
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						468,345	0	0	414,915	53,430	0	0	0	53,430
1	AQR MANAGED FUTURES STR-I #1521	00203H859		7/17/2013	10/14/2013	10,110		0	10,272	-162	0	0	0	-162
2	CORE EQUITY FUND	140995127		2/7/2013	7/15/2013	8,180		0	7,808	372	0	0	0	372
3	CORE EQUITY FUND	140995127		4/30/2010	7/15/2013	550		0	456	94	0	0	0	94
4	CREDIT SUISSE COMM RET ST-I #2156	22544R305		9/9/2011	10/14/2013	5,416		0	6,847	-1,431	0	0	0	-1,431
5	CREDIT SUISSE COMM RET ST-I #2156	22544R305		11/23/2010	10/14/2013	4,916		0	5,982	-1,066	0	0	0	-1,066
6	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		8/17/2012	2/7/2013	2,657		0	2,427	230	0	0	0	230
7	DIAMOND HILL LONG-SHORT FD CL I #	25264S833		5/4/2010	7/15/2013	25,011		0	18,900	6,111	0	0	0	6,111
8	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		9/9/2011	2/7/2013	9,929		0	9,397	532	0	0	0	532
9	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		9/9/2011	10/14/2013	8,656		0	8,880	-224	0	0	0	-224
10	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		8/17/2012	10/14/2013	5,518		0	5,614	-96	0	0	0	-96
11	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		2/9/2011	10/14/2013	5,432		0	5,501	-69	0	0	0	-69
12	GATEWAY FUND - Y #1986	367829884		8/17/2012	7/15/2013	26,803		0	26,230	573	0	0	0	573
13	GATEWAY FUND - Y #1986	367829884		2/11/2013	7/15/2013	17,070		0	16,839	231	0	0	0	231
14	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/19/2008	2/7/2013	100		0	148	-48	0	0	0	-48
15	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/11/2009	2/7/2013	466		0	571	-105	0	0	0	-105
16	HUSSMAN STRATEGIC GROWTH FUND	448108100		8/11/2009	2/7/2013	13,426		0	16,837	-3,411	0	0	0	-3,411
17	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/9/2011	2/7/2013	6,321		0	7,200	-879	0	0	0	-879
18	HUSSMAN STRATEGIC GROWTH FUND	448108100		5/3/2011	2/7/2013	766		0	892	-126	0	0	0	-126
19	HUSSMAN STRATEGIC GROWTH FUND	448108100		2/17/2012	2/7/2013	3,593		0	4,075	-482	0	0	0	-482
20	ISHARES MSCI EAFE	464287465		2/6/2009	2/7/2013	23,128		0	16,034	7,094	0	0	0	7,094
21	ISHARES CORE S&P SMALL-CAP E	464287804		2/7/2011	2/7/2013	17,181		0	14,561	2,620	0	0	0	2,620
22	ISHARES CORE S&P SMALL-CAP E	464287804		8/15/2012	10/14/2013	805		0	593	212	0	0	0	212
23	ISHARES CORE S&P SMALL-CAP E	464287804		2/7/2011	10/14/2013	1,107		0	778	329	0	0	0	329
24	MERGER FD SH BEN INT #260	589509108		2/9/2011	7/15/2013	130		0	129	1	0	0	0	1
25	MERGER FD SH BEN INT #260	589509108		8/17/2012	7/15/2013	431		0	429	2	0	0	0	2
26	MERGER FD SH BEN INT #260	589509108		5/4/2010	7/15/2013	10,679		0	10,472	207	0	0	0	207
27	PIMCO FOREIGN BD FD USD H-INST #1	693390882		9/9/2011	2/7/2013	1,392		0	1,387	5	0	0	0	5
28	PIMCO FOREIGN BD FD USD H-INST #1	693390882		9/9/2011	7/15/2013	2,158		0	2,193	-35	0	0	0	-35
29	AMEX MATERIALS SPDR	81369Y100		2/7/2013	7/15/2013	2,564		0	2,518	46	0	0	0	46
30	AMEX HEALTH CARE SPDR	81369Y209		8/15/2012	2/7/2013	2,030		0	1,825	205	0	0	0	205
31	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	2/7/2013	2,202		0	1,600	602	0	0	0	602
32	AMEX HEALTH CARE SPDR	81369Y209		4/30/2010	7/15/2013	4,780		0	3,011	1,769	0	0	0	1,769
33	CONSUMER STAPLES SECTOR SPDR T	81369Y308		10/21/2011	7/15/2013	456		0	345	111	0	0	0	111
34	CONSUMER STAPLES SECTOR SPDR T	81369Y308		2/7/2013	7/15/2013	1,988		0	1,792	196	0	0	0	196
35	CONSUMER STAPLES SECTOR SPDR T	81369Y308		4/30/2010	7/15/2013	3,810		0	2,568	1,242	0	0	0	1,242
36	AMEX CONSUMER DISCR SPDR	81369Y407		2/7/2013	7/15/2013	5,490		0	4,643	847	0	0	0	847
37	AMEX CONSUMER DISCR SPDR	81369Y407		4/30/2010	7/15/2013	2,566		0	1,529	1,037	0	0	0	1,037
38	ISHARES MSCI EAFE	464287465		12/22/2008	2/7/2013	94,777		0	70,879	23,898	0	0	0	23,898
39	AMEX ENERGY SELECT SPDR	81369Y506		2/7/2013	7/15/2013	2,946		0	2,810	136	0	0	0	136
40	AMEX ENERGY SELECT SPDR	81369Y506		4/30/2010	7/15/2013	3,355		0	2,480	875	0	0	0	875
41	AMEX FINANCIAL SELECT SPDR	81369Y605		4/30/2010	2/7/2013	4,278		0	4,017	261	0	0	0	261
42	FINANCIAL SELECT SECTOR SPDR	81369Y605		4/30/2010	7/15/2013	5,580		0	4,529	1,051	0	0	0	1,051
43	AMEX INDUSTRIAL SPDR	81369Y704		2/7/2013	7/15/2013	1,337		0	1,217	120	0	0	0	120
44	AMEX INDUSTRIAL SPDR	81369Y704		4/30/2010	7/15/2013	3,699		0	2,770	929	0	0	0	929
45	AMEX TECHNOLOGY SELECT SPDR	81369Y803		2/7/2013	7/15/2013	7,700		0	7,131	569	0	0	0	569
46	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	7/15/2013	6,773		0	5,049	1,724	0	0	0	1,724
47	AMEX TECHNOLOGY SELECT SPDR	81369Y803		4/30/2010	10/14/2013	2,236		0	1,643	593	0	0	0	593
48	VANGUARD FTSE DEVELOPED ETF	921943858		2/7/2013	7/15/2013	4,955		0	4,803	152	0	0	0	152
49	VANGUARD FTSE DEVELOPED ETF	921943858		2/7/2013	10/14/2013	6,610		0	5,958	652	0	0	0	652
50	ISHARES S&P MIDCAP 400 GROWTH	464287606		2/7/2013	7/15/2013	4,209		0	3,815	394	0	0	0	394
51	ISHARES S&P MIDCAP 400 VALUE	464287705		9/7/2011	7/15/2013	5,660		0	3,866	1,794	0	0	0	1,794
52	VANGUARD FTSE EMERGING MARKET	922042858		2/7/2013	10/14/2013	16,854		0	17,546	-692	0	0	0	-692
53	VANGUARD REIT VIPER	922908553		2/6/2009	7/15/2013	1,213		0	475	738	0	0	0	738
54	WELLS FARGO ADV INTL BOND-IS #470	94985D582		2/9/2011	2/7/2013	1,968		0	1,956	12	0	0	0	12
55	WELLS FARGO ADV INTL BOND-IS #470	94985D582		2/9/2011	7/15/2013	1,544		0	1,613	-69	0	0	0	-69
56	WELLS FARGO ADV HI INC-INS #3110	949917538		2/21/2006	2/7/2013	7,728		0	7,682	46	0	0	0	46
57	WELLS FARGO ADV HI INC-INS #3110	949917538		8/17/2012	2/7/2013	1,722		0	1,689	33	0	0	0	33
58	TAXABLE TOTAL RETURN BOND FUND	991283912		2/15/2012	2/7/2013	3,600		0	3,696	-96	0	0	0	-96
59	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	2/7/2013	1,000		0	1,001	-1	0	0	0	-1
60	TAXABLE TOTAL RETURN BOND FUND	991283912		2/7/2011	7/15/2013	2,211		0	2,305	-94	0	0	0	-94
61	TAXABLE TOTAL RETURN BOND FUND	991283912		10/20/2006	7/15/2013	4,715		0	4,633	82	0	0	0	82
62	TAXABLE SHORT-TERM BOND FUND	999612906		4/7/2004	2/7/2013	2,726		0	2,770	-44	0	0	0	-44
63	TAXABLE SHORT-TERM BOND FUND	999612906		7/15/2005	2/7/2013	6,793		0	6,900	-107	0	0	0	-107
64	TAXABLE SHORT-TERM BOND FUND	999612906		7/15/2005	7/15/2013	4,061		0	4,145	-84	0	0	0	-84
65	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/7/2011	2/7/2013	4,996		0	5,043	-47	0	0	0	-47
66	TAXABLE INTERMEDIATE TERM BD FD	999708902		2/7/2011	7/15/2013	2,812		0	2,917	-105	0	0	0	-105
67	TAXABLE INTERMEDIATE TERM BD FD	999708902		12/15/1999	7/15/2013	4,597		0	4,577	20	0	0	0	20
68	CTF ST LOSS								3,717	-3,717	0	0	0	-3,717
69	CTF LT GAIN					7,873			0	7,873	0	0	0	7,873

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										12,837	0	0
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	12,837		

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

		Date		Amount
1	Credit from prior year return		1	190
2	First quarter estimated tax payment	6/10/2013	2	93
3	Second quarter estimated tax payment	9/9/2013	3	141
4	Third quarter estimated tax payment	12/10/2013	4	142
5	Fourth quarter estimated tax payment		5	
6	Other payments		6	
7	Total		7	566

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	8,515
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	8,515