



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

▶ Information about Form 990-PF and its instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).





OMB No 1545-0052




2013

Open to Public Inspection


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

Name of foundation ELBRIDGE & EVELYN STUART FOUNDATION		<b>A Employer identification number</b>  95-6014019	
Number and street (or P O box number if mail is not delivered to street address) PENDLETON FIDMNGMTINC PO BOX 1905		<b>B Telephone number</b> (see instructions)  (414) 977-1210	
City or town, state or province, country, and ZIP or foreign postal code JACKSON, WY 83001		<b>C</b> If exemption application is pending, check here ▶ <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return</div> <div><input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return</div> <div><input type="checkbox"/> Amended return</div> <div><input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here ▶ <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation ▶ <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here ▶ <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 7,286,333		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ <input type="checkbox"/>	
<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ▶ <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B				
	3 Interest on savings and temporary cash investments	49,627	49,627		
	4 Dividends and interest from securities. . . . .	184,582	171,800		
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	-457,656			
	b Gross sales price for all assets on line 6a 4,450,618				
	7 Capital gain net income (from Part IV, line 2) . . .		0		
	8 Net short-term capital gain . . . . .				
	9 Income modifications . . . . .				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold . . . . .				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule) . . . . .				
	11 Other income (attach schedule) . . . . .	 33,551	33,551		
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	-189,896	254,978		
	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	 2,650	0		0
	c Other professional fees (attach schedule) . . . . .	 461	461		0
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions)	 2,132	2,132		0
	19 Depreciation (attach schedule) and depletion . . .	62,721	62,721		
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	 25,152	25,152		0
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	93,116	90,466		0
	25 Contributions, gifts, grants paid . . . . .	425,000			425,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	518,116	90,466		425,000
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-708,012			
	b <b>Net investment income</b> (if negative, enter -0-)		164,512		
	c <b>Adjusted net income</b> (if negative, enter -0-) . . .				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .	5,156	1,548	1,548
	2	Savings and temporary cash investments . . . . .	239,783	660,445	660,445
	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) . . . . .	3,065,858	 3,306,074	3,778,399
	c	Investments—corporate bonds (attach schedule). . . . .	1,798,585	 1,743,557	1,794,378
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .	2,326,049	 1,020,232	1,051,563
	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)	7,435,431	6,731,856	7,286,333	
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	7,775,219	7,775,219	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	-339,788	-1,043,363	
	30	Total net assets or fund balances (see page 17 of the instructions) . . . . .	7,435,431	6,731,856	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions) . . . . .	7,435,431	6,731,856	

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	7,435,431
2	Enter amount from Part I, line 27a . . . . .	2	-708,012
3	Other increases not included in line 2 (itemize) ▶  _____	3	4,437
4	Add lines 1, 2, and 3 . . . . .	4	6,731,856
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	6,731,856

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	-457,656
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	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	422,505	8,078,058	0 052303
2011	410,000	8,701,700	0 047117
2010	345,000	8,073,697	0 042731
2009	358,294	7,580,181	0 047267
2008	490,182	9,542,050	0 051371

2	Total of line 1, column (d). . . . .	2	0 240789
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 048158
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5. . . . .	4	7,487,477
5	Multiply line 4 by line 3. . . . .	5	360,582
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	1,645
7	Add lines 5 and 6. . . . .	7	362,227
8	Enter qualifying distributions from Part XII, line 4. . . . .  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	8	425,000

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		1	1,645
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0
3 Add lines 1 and 2. . . . .		3	1,645
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	1,645
6 Credits/Payments			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,520	
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	2,520
8 Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	875
11 Enter the amount of line 10 to be Credited to 2014 estimated tax 875 Refunded		11	0

Part VII-A Statements Regarding Activities

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? . . . . .	1b		No
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c Did the foundation file Form 1120-POL for this year?. . . . .	1c		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 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? . . . . .	2		No
If "Yes," attach a detailed description of the activities.			
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?. . . . .	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year?. . . . .	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	5		No
If "Yes," attach the statement required by General Instruction T.			
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either			
• By language in the governing instrument, or			
• By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .	6	Yes	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions)			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .			
	8b	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)?			
If "Yes," complete Part XIV . . . . .	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.	10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of BARCLAYS CAPITAL Telephone no (310) 734-3600 Located at 10250 CONSTELLATION BLVD LOS ANGELES CA ZIP+4 90067			
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		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days ). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?. Organizations relying on a current notice regarding disaster assistance check here.	1b		
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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions ).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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

Part VIII

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).				
(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CLARKE A NELSON	CO-TRUSTEE	0	0	0
3400 ARROWLEAF LANE	2 00			
WILSON, WY 83014				
EVELYN NELSON ATTAWAY	CO-TRUSTEE	0	0	0
7608 N SHADOW MOUNTAIN RD	2 00			
PARADISE VALLEY, AZ 85253				
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. . . . .		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See page 24 of the instructions	
3	
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	6,637,943
b	Average of monthly cash balances. . . . .	1b	963,557
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	7,601,500
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	7,601,500
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	114,023
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,487,477
6	Minimum investment return. Enter 5% of line 5. . . . .	6	374,374

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	374,374
2a	Tax on investment income for 2013 from Part VI, line 5. . . . .	2a	1,645
b	Income tax for 2013 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	1,645
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	372,729
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	372,729
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	372,729

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	425,000
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	425,000
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions). . . . .	5	1,645
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	423,355
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				372,729
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only. . . . .			364,461	
b Total for prior years 20____, 20____, 20____		0		
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 ▶ \$ 425,000				
a Applied to 2012, but not more than line 2a			364,461	
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. . . . .				60,539
e Remaining amount distributed out of corpus	0			
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	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. . . . .		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 instructions . . . . .			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				312,190
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions). . . . .	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part XIV

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

Part XV

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

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

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

BNY MELLON  
ONE WALL STREET  
NEW YORK, NY 10286  
(310) 551-7618

b

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

LETTER STATING PURPOSE OF REQUESTING FUNDS BRIEF HISTORY AND CURRENT TAX EXEMPT STATUS OF ORGANIZATION MAKE THE REQUEST

c

Any submission deadlines

NONE

d

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

NONE

**Part XV**

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total</b> . . . . .			<b>▶ 3a</b>	425,000
<b>b</b> <i>Approved for future payment</i>				
<b>Total</b> . . . . .			<b>▶ 3b</b>	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2013)



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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co )	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr )	(d) Date sold (mo , day, yr )
BNY MELLON	P		
BNY MELLON	P		
BARCLAY 274	P		
BARCLAY 274	P		
BARCLAY 322	P		
BARCLAY 322	P		
BARCLAY 323	P		
BARCLAY 324	P		
BARCLAY 325	P		
BARCLAY 325	P		
BARCLAY 326	P		
BARCLAY WEALTH ADVISOR K-1	P		
BARCLAY WEALTH ADVISOR K-1	P		
ENERGY TRANSFER EQUITY			
ENTERPRISE PRODUCTS			
LINN ENERGY			
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
174,477		159,672	14,805
555,998		515,000	40,998
213,619		212,051	1,568
477,096		747,529	-270,433
536,988		577,829	-40,841
1,816,804		2,062,111	-245,307
94,912		98,014	-3,102
496,820		476,404	20,416
46,323		41,271	5,052
2,231		1,966	265
24,408		19,276	5,132
			200
			2,378
			-1
			-14
			286
10,942			10,942




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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			14,805
			40,998
			1,568
			-270,433
			-40,841
			-245,307
			-3,102
			20,416
			5,052
			265
			5,132
			200
			2,378
			-1
			-14
			286
			10,942


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> Paid during the year				
ALLIANCE FOR SMILES 2565 THIRD ST SAN FRANCISCO,CA 94107		PUBLIC CHARITY	GENERAL USE	2,000
AMERICAN SCHOOL OF CLASSICAL STUDIES 6 CHARLTON ST 8 PRINCETON,NJ 08540		PUBLIC CHARITY	GENERAL USE	1,000
CALIFORNIA SCIENCE CENTER 700 STATE DR LOS ANGELES,CA 90037		PUBLIC CHARITY	GENERAL USE	1,500
CAMP KOREY AT CARNATION FARM 1605 NW SAMMAMISH ISSAQUAH,WA 98027		PUBLIC CHARITY	GENERAL USE	65,000
CHILDREN'S INSTITUTE INC 2121 WEST TEMPLE STREET LOS ANGELES,CA 90026		PUBLIC CHARITY	GENERAL USE	5,000
CHURCH DIVINITY SCHOOL OF THE PACIFIC 2451 RIDGE RD BERKELEY,CA 94709		PUBLIC CHARITY	GENERAL USE	1,000
COLONIAL WILLAMSBURG PO BOX 1776 WILLIAMSBURG,VA 23187		PUBLIC CHARITY	GENERAL USE	6,500
DAVIDSON COLLEGE PRESBYTERIAN CHURCH 100 N MAIN DAVIDSON,NC 28036		PUBLIC CHARITY	GENERAL USE	10,000
EPISCOPAL DIOCESE OF LOS ANGELES 3621 BRUNSWICK AVE LOS ANGELES,CA 90039		PUBLIC CHARITY	GENERAL USE	500
FOWLER MUSEUM OF UCLA PO BOX 951549 LOS ANGELES,CA 90095		PUBLIC CHARITY	GENERAL USE	1,000
G & P ROTARY CHARITIES 2901 REYNOLDS WALK TRL GREENSBORO,GA 30642		PUBLIC CHARITY	GENERAL USE	1,000
GEORGETOWN UNIVERSITY - SCHOLARSHIP PROGRAM 37TH AND O STREETS NW WASHINGTON,DC 20057		PUBLIC CHARITY	GENERAL USE	10,000
GREATER LOS ANGELES ZOO ASSOCIATION 5333 ZOO DR LOS ANGELES,CA 90027		PUBLIC CHARITY	GENERAL USE	1,500
HARVARD UNIVERSITY - GRADUATE SCHOOL OF BUSINESS SOLDIERS FIELD BOSTON,MA 02163		PUBLIC CHARITY	GENERAL USE	1,000
HARVARD UNIVERSITY- WESTLAKE SCHOOL 700 N FARING RD LOS ANGELES,CA 90777		PUBLIC CHARITY	GENERAL USE	5,000
<b>Total . . . . .</b>  <b>3a</b>				425,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
INNER CITY EDUCATION FOUNDATION 5150 W GOLDLEAF CIR STE 401 LOS ANGELES, CA 90056		PUBLIC CHARITY	GENERAL USE	7,500
J PAUL GETTY TRUST 1200 GETTY CENTER DR LOS ANGELES, CA 90049		PUBLIC CHARITY	GENERAL USE	35,000
LEGACY CHARTER SCHOOL 9900 S VERMONT LOS ANGELES, CA 90044		PUBLIC CHARITY	GENERAL USE	5,000
LIFT UP AFRICA PO BOX 3112 WOBURN, MA 01888		PUBLIC CHARITY	GENERAL USE	2,500
LOS ANGELES COUNTY MUSEUM OF ART 5905 WILSHIRE BLVD LOS ANGELES, CA 90036		PUBLIC CHARITY	GENERAL USE	1,000
LOS ANGELES PHILHARMONIC 151 S GRAND AVE LOS ANGELES, CA 90012		PUBLIC CHARITY	GENERAL USE	3,000
MARLBOROUGH SCHOOL 250 S ROSSMORE AVE LOS ANGELES, CA 90004		PUBLIC CHARITY	GENERAL USE	1,000
MARTHA'S VINEYARD MUSEUM PO BOX 1310 EDGARTOWN, MA 02539		PUBLIC CHARITY	GENERAL USE	1,000
NEIGHBORHOOD YOUTH ASSOCIATION 1016 PLEASANT VIEW AVE VENICE, CA 90291		PUBLIC CHARITY	GENERAL USE	25,000
ONE VOICE 1228 15TH ST STE C SANTA MONICA, CA 90404		PUBLIC CHARITY	GENERAL USE	3,000
PIERPONT MORGAN LIBRARY 225 MADISON AVE NEW YORK, NY 10016		PUBLIC CHARITY	GENERAL USE	5,000
POLLY HILL ARBORETUM PO BOX 561 WEST TISBURY, MA 02575		PUBLIC CHARITY	GENERAL USE	500
PRINCETON UNIVERSITY 300 ALEXANDER ST PRINCETON, NJ 08540		PUBLIC CHARITY	GENERAL USE	11,000
SOL-LA MUSIC ACADEMY 1812 STANFORD STREET SANTA MONICA, CA 90404		PUBLIC CHARITY	GENERAL USE	2,500
ST ANDREWS EPISCOPAL CHURCH E CHAPMAN AVE FULLERTON, CA 92835		PUBLIC CHARITY	GENERAL USE	3,000
<b>Total . . . . .</b>  <b>3a</b>				425,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<b>a</b> <i>Paid during the year</i>				
STANFORD UNIVERSITY 450 SERRA MALL STANFORD, CA 94503		PUBLIC CHARITY	GENERAL USE	25,000
TETON SCIENCE SCHOOLS PO BOX 68 KELLY, WY 83011		PUBLIC CHARITY	GENERAL USE	100,000
UCLA COSTEN INSTITUTE OF ACHAEOLOGY 308 CHARLES E YOUNG DR LOS ANGELES, CA 90024		PUBLIC CHARITY	GENERAL USE	5,000
UCLA FOUNDATION 405 HILGARD AVE LOS ANGELES, CA 90024		PUBLIC CHARITY	GENERAL USE	5,000
UNIVERSITY OF REDLANDS PO BOX 3080 REDLANDS, CA 92373		PUBLIC CHARITY	GENERAL USE	30,000
UNIVERSITY OF SOUTHERN CA - THE LAW SCHOOL USC LOS ANGELES, CA 90011		PUBLIC CHARITY	GENERAL USE	2,000
WESTMARK SCHOOL 5461 LOUISE AVE ENCINO, CA 91316		PUBLIC CHARITY	GENERAL USE	15,000
PHOENIX COLLEGIATE ACADEMY 5610 S CENTRAL AVE PHOENIX, AZ 85041		PUBLIC CHARITY	GENERAL USE	5,000
COLLEGE OF CHARLESTON - PARENT FUND 66 GEORGE ST CHARLESTON, SC 29424		PUBLIC CHARITY	GENERAL USE	5,000
UNITED METHODIST OUTREACH MINISTRIES 2780 THOMPSON BRIDGE RD GAINSVILLE, GA 30506		PUBLIC CHARITY	GENERAL USE	5,000
ST MATTHEWS PARISH 130 ST MATTHEW ST GREEN BAY, WI 54301		PUBLIC CHARITY	GENERAL USE	3,000
HIGH MOUNTAIN INSTITUTE 531 COUNTRY RD 5A LEADVILLE, CO 80461		PUBLIC CHARITY	GENERAL USE	1,000
COLORADO COLLEGE 14 E CACHE LA POUDRE ST COLORADO SPRINGS, CO 80903		PUBLIC CHARITY	GENERAL USE	1,000
TVRC EDUCATION FOUNDATION PO BOX 4915 JACKSON, WY 83001		PUBLIC CHARITY	GENERAL USE	5,000
<b>Total . . . . .</b>  <b>3a</b>				425,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions )
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a BARCLAY WEALTH ADVISOR			14	1,727	
b LEGACY RESERVES			14	6,465	
c LINN ENERGY			14	3,129	
d SANDRIDGE PERMIAN TRUST			14	204	
e SANDRIDGE MISSISSIPIAN TRUST			14	-61	
f PACIFIC COAST OIL TRUST			14	512	
g ENTERPRISE PRODUCTS			14	-483	
h ENERGY TRANSFER EQUITY			14	-915	
i ENERGY TRANSFER PARTNERS			14	-624	
j BANK NY MELLON			14	176	

TY 2013 Accounting Fees Schedule

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION

**EIN:** 95-6014019

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,650	0		0

**TY 2013 Investments Corporate  
Bonds Schedule**

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION  
**EIN:** 95-6014019

Name of Bond	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS	1,743,557	1,794,378

# TY 2013 Investments Corporate Stock Schedule

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION

**EIN:** 95-6014019

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESTMENTS	3,306,074	3,778,399



**TY 2013 Investments - Other Schedule**

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION

**EIN:** 95-6014019

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENTS	AT COST	1,020,232	1,051,563

**TY 2013 Other Expenses Schedule****Name:** ELBRIDGE & EVELYN STUART FOUNDATION**EIN:** 95-6014019

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SECTION 59(E)(2)	7,309	7,309		0
PORTFOLIO DEDUCTIONS	1,300	1,300		0
INVESTMENT EXPENSES	16,505	16,505		0
INVESTMENT INTEREST EXPENSE	38	38		0

## TY 2013 Other Income Schedule

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION

**EIN:** 95-6014019

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
DORCHESTER MINERALS	1,145	1,145	1,145
LEGACY	675	675	675
SANDRIDGE PERMIAN TRUST	2,253	2,253	2,253
SANDRIDGE MISSISSIPPIAN TRUST	1,237	1,237	1,237
CROSS TIMBER	886	886	886
PERMIAN BASIN ROYALTY	3,780	3,780	3,780
SABINE	3,539	3,539	3,539
SAN JUAN	576	576	576
ENDURO ROYALTY TRUST	2,279	2,279	2,279
PACIFIC COAST OIL TRUST	7,051	7,051	7,051
BARCLAY WEALTH ADVISOR	1,727	1,727	1,727
LEGACY RESERVES	6,465	6,465	6,465
LINN ENERGY	3,129	3,129	3,129
SANDRIDGE PERMIAN TRUST	204	204	204
SANDRIDGE MISSISSIPPIAN TRUST	-61	-61	-61
PACIFIC COAST OIL TRUST	512	512	512
ENTERPRISE PRODUCTS	-483	-483	-483
ENERGY TRANSFER EQUITY	-915	-915	-915
ENERGY TRANSFER PARTNERS	-624	-624	-624
BANK NY MELLON	176	176	176

**TY 2013 Other Increases Schedule**

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION

**EIN:** 95-6014019

Description	Amount
TIMING DIFFERENCES FROM 1099	4,437

## TY 2013 Other Professional Fees Schedule

**Name:** ELBRIDGE & EVELYN STUART FOUNDATION

**EIN:** 95-6014019

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADMIN FEES	461	461		0

**TY 2013 Taxes Schedule****Name:** ELBRIDGE & EVELYN STUART FOUNDATION**EIN:** 95-6014019

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PRODUCTION TAXES	751	751		0
FOREIGN TAXES	423	423		0
INCOME TAX	958	958		0