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## Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning MAR 1, 2013, and ending FEB 28, 2014

Name of foundation  
**CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address) Room/suite  
**30 E. SEVENTH ST, SUITE 2000**

City or town, state or province, country, and ZIP or foreign postal code  
**ST PAUL, MN 55101-4930**

A Employer identification number  
**41-6012063**

B Telephone number  
**6512280935**

C If exemption application is pending, check here ☐

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

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16)  
**\$ 10,149,194.** (Part I, column (d) must be on cash basis.)

J Accounting method: ☒ Cash ☐ Accrual  
☐ Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	15,000.			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	247,129.	235,784.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	433,088.			STATEMENT 1
	b Gross sales price for all assets on line 6a	3,064,829.			
	7 Capital gain net income (from Part IV, line 2)		545,771.		
	8 Net short-term capital gain			N/A	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		57,393.	0.	STATEMENT 3	
12 Total. Add lines 1 through 11	706,145.	838,948.	0.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	0.	0.	0.	0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	41,894.	6,879.	0.	33,515.
	c Other professional fees				
	17 Interest		3,659.		
	18 Taxes	18,632.	4,728.	0.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	1,550.	50,367.	0.	1,550.
	24 Total operating and administrative expenses. Add lines 13 through 23	62,076.	65,633.	0.	35,065.
	25 Contributions, gifts, grants paid	406,550.			405,550.
26 Total expenses and disbursements. Add lines 24 and 25	468,626.	65,633.	0.	440,615.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	237,519.				
b Net investment income (if negative, enter -0-)		773,315.			
c Adjusted net income (if negative, enter -0-)			0.		

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing					
	2 Savings and temporary cash investments					
	3 Accounts receivable					
	Less: allowance for doubtful accounts					
	4 Pledges receivable					
	Less: allowance for doubtful accounts					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons					
	7 Other notes and loans receivable					
	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					
	b Investments - corporate stock	STMT 7	4,899,613.	4,786,442.	6,074,828.	
	c Investments - corporate bonds	STMT 8	2,266,093.	2,703,282.	2,897,154.	
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment basis				
Less: accumulated depreciation						
12 Investments - mortgage loans						
13 Investments - other		STMT 9	1,001,812.	915,313.	1,177,212.	
14 Land, buildings, and equipment basis						
Less: accumulated depreciation						
15 Other assets (describe)						
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)			8,167,518.	8,405,037.	10,149,194.	
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						
22 Other liabilities (describe)						
23 Total liabilities (add lines 17 through 22)		0.	0.			
<b>Net Assets or Fund Balances</b>	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		8,167,518.	8,405,037.		
	28 Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.		
	29 Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30 Total net assets or fund balances		8,167,518.	8,405,037.			
31 Total liabilities and net assets/fund balances		8,167,518.	8,405,037.			

**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	8,167,518.
2 Enter amount from Part I, line 27a	2	237,519.
3 Other increases not included in line 2 (itemize)	3	0.
4 Add lines 1, 2, and 3	4	8,405,037.
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	8,405,037.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3,064,829.		2,519,058.	545,771.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			545,771.

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	545,771.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	263,472.

**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	430,144.	8,929,019.	.048174
2011	410,310.	8,488,304.	.048338
2010	340,522.	8,095,953.	.042061
2009	380,545.	7,020,352.	.054206
2008	457,135.	7,368,164.	.062042

2 Total of line 1, column (d)	2	.254821
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	.050964
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,650,618.
5 Multiply line 4 by line 3	5	491,834.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	7,733.
7 Add lines 5 and 6	7	499,567.
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	440,615.

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**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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	15,466.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input 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	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	15,466.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	15,466.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	11,944.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	10,000.	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	21,944.	
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	6,478.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> 6,478. Refunded <input type="checkbox"/>	11	0.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	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) <u>MN</u>		
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

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► <b>NONE</b>				
14	The books are in care of ► <b>FIDUCIARY COUNSELLING, INC.</b>	Telephone no. ►	<b>651-228-0935</b>	
	Located at ► <b>30 E. SEVENTH ST, STE 2000, ST. PAUL, MN</b>	ZIP+4 ►	<b>55101-4930</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►			X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <b>N/A</b>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	If "Yes," list the years ►		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b>	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. ►		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.) <b>N/A</b>	3b	
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

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

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

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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? **SEE STATEMENT 11** ☒ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** ☐ Yes ☒ X

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** ☐ Yes ☒ No ☐ N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

**Total** number of other employees paid over \$50,000 **0**

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

**3** Five highest-paid independent contractors for professional services. 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 N/A	
	0.
2	
3	
4	

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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**Part X**

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
<b>a</b>	Average monthly fair market value of securities	<b>1a</b> 8,827,823.
<b>b</b>	Average of monthly cash balances	<b>1b</b>
<b>c</b>	Fair market value of all other assets	<b>1c</b> 969,759.
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b> 9,797,582.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b> 0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b> 0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b> 9,797,582.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b> 146,964.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b> 9,650,618.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b> 482,531.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b> 482,531.
<b>2a</b>	Tax on investment income for 2013 from Part VI, line 5	<b>2a</b> 15,466.
<b>b</b>	Income tax for 2013. (This does not include the tax from Part VI.)	<b>2b</b>
<b>c</b>	Add lines 2a and 2b	<b>2c</b> 15,466.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b> 467,065.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b> 5,000.
<b>5</b>	Add lines 3 and 4	<b>5</b> 472,065.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b> 0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b> 472,065.

**Part XII**

**Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b> 440,615.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b> 0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:	
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b> 440,615.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b> 0.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b> 440,615.

**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.

Form 990-PF (2013)

**CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION**

Form 990-PF (2013)

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**Part XIII Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
<b>1</b> Distributable amount for 2013 from Part XI, line 7				472,065.
<b>2</b> Undistributed income, if any, as of the end of 2013				
<b>a</b> Enter amount for 2012 only			401,966.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2013:				
<b>a</b> From 2008				
<b>b</b> From 2009				
<b>c</b> From 2010				
<b>d</b> From 2011				
<b>e</b> From 2012				
<b>f</b> Total of lines 3a through e	0.			
<b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 440,615.				
<b>a</b> Applied to 2012, but not more than line 2a			401,966.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions)		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions)	0.			
<b>d</b> Applied to 2013 distributable amount				38,649.
<b>e</b> Remaining amount distributed out of corpus	0.			
<b>5</b> Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
<b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
<b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				433,416.
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
<b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
<b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2009				
<b>b</b> Excess from 2010				
<b>c</b> Excess from 2011				
<b>d</b> Excess from 2012				
<b>e</b> Excess from 2013				

**CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION**

Form 990-PF (2013)

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

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

**1 Information Regarding Foundation Managers:**

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

**ROBERT J. SIVERTSEN BY ATTRIBUTION OF WIFE, SARAH MAUD WEYERHAEUSER SIVERTSEN**

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

**NONE**

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

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

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

**SEE STATEMENT 12**

- 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:

CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION

Form 990-PF (2013)

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**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)				
a Paid during the year				
SEE ATTACHED				406,550.
<b>Total</b>			▶ 3a	406,550.
b Approved for future payment				
NONE				
<b>Total</b>			▶ 3b	0.

## Form 990-PF (2013)

**Part XVI-A      Analysis of Income-Producing Activities**

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

323621  
10-10-13

## Form 990-PF (2013)

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		Yes	No
<b>1</b> 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?			
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash .....	<b>1a(1)</b>		X
(2) Other assets .....	<b>1a(2)</b>		X
<b>b</b> Other transactions:			
(1) Sales of assets to a noncharitable exempt organization .....	<b>1b(1)</b>		X
(2) Purchases of assets from a noncharitable exempt organization .....	<b>1b(2)</b>		X
(3) Rental of facilities, equipment, or other assets .....	<b>1b(3)</b>		X
(4) Reimbursement arrangements .....	<b>1b(4)</b>		X
(5) Loans or loan guarantees .....	<b>1b(5)</b>		X
(6) Performance of services or membership or fundraising solicitations .....	<b>1b(6)</b>		X
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees .....	<b>1c</b>		X
<b>d</b> 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.			

[illegible]

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
N/A		

<b>Sign Here</b>	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.		<b>SECRETARY/TREAS</b>
	<b>Signature of officer or trustee</b> JSM J.S. Micahy	<b>Date</b> 1/13/15	
		<b>Signature of preparer</b> URER	
			<b>May the IRS discuss this return with the preparer shown below (see instr)?</b> <input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b>

<b>Paid Preparer Use Only</b>	Print/Type preparer's name	Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	KIM M. MERTENS	<i>[Signature]</i>	1-12-15		P01059443
	Firm's name ▶ FIDUCIARY COUNSELLING, INC				Firm's EIN ▶ 41-0445819
	Firm's address ▶ 30 E. 7TH STREET, SUITE 2000 SAINT PAUL, MN 55101-4930				Phone no. 651-228-0935

Form 990-PF (2013)

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

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

OMB No. 1545-0047

**2013**

Name of the organization

**CHARLES A WEYERHAEUSER MEMORIAL  
FOUNDATION**

Employer identification number

**41-6012063**

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)( ) (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ▶ \$ \_\_\_\_\_

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

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

Name of organization <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>	Employer identification number <b>41-6012063</b>
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**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ROSENBERRY CHARITABLE TERM TRUST 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	\$ 10,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
2	1969 IRR TRUST #2 SMWS 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	\$ 5,000.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Name of organization <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>	Employer identification number <b>41-6012063</b>
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**Part II Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization <b>CHARLES A WEYERHAEUSER MEMORIAL FOUNDATION</b>	Employer identification number <b>41-6012063</b>
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**Part III** Exclusively religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than \$1,000 for the year. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once) ▶ \$

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

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES		P		
b WASH SALES		P		
c LONG TERM CAPITAL GAIN DISTRIBUTION		P		
d LITIGATION PROCEEDS		P		
e SHORT TERM GAIN/LOSS THRU CPOF I		P		
f LONG TERM GAIN/LOSS THRU CPOF I		P		
g SEC. 1231 GAIN/LOSS THRU CPOF I		P		
h SEC. 1256 GAIN/LOSS THRU CPOF I		P		
i SHORT TERM GAIN/LOSS THRU CPOF II		P		
j LONG TERM GAIN/LOSS THRU CPOF II		P		
k SEC. 1231 GAIN/LOSS THRU CPOF II		P		
l SEC. 1256 GAIN/LOSS THRU CPOF II		P		
m SHORT TERM GAIN/LOSS THRU CPOF III		P		
n LONG TERM GAIN/LOSS THRU CPOF III		P		
o SEC. 1231 GAIN/LOSS THRU CPOF III		P		

(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 2,770,496.		2,511,977.	258,519.
b 5,516.			5,516.
c 184,361.			184,361.
d 441.			441.
e 199.			199.
f 54,340.			54,340.
g 327.			327.
h		1.	-1.
i 1,476.			1,476.
j 28,507.			28,507.
k		1,120.	-1,120.
l		5.	-5.
m 1,251.			1,251.
n 14,099.			14,099.
o 1,394.			1,394.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			** 258,519.
b			** 5,516.
c			184,361.
d			441.
e			** 199.
f			54,340.
g			** 327.
h			** -1.
i			** 1,476.
j			28,507.
k			** -1,120.
l			** -5.
m			** 1,251.
n			14,099.
o			** 1,394.

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	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 .....	3	

\*\* (SHORT-TERM)

**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	SEC. 1256 GAIN/LOSS THRU CPOF III	P		
b	SHORT TERM GAIN/LOSS THRU CPOF IV	P		
c	LONG TERM GAIN/LOSS THRU CPOF IV	P		
d	SEC. 1231 GAIN/LOSS THRU CPOF IV	P		
e	SHORT TERM GAIN/LOSS THRU SIT OPP BOND FUND	P		
f	LONG TERM GAIN/LOSS THRU SIT OPP BOND FUND	P		
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 7.			7.
b 552.			552.
c 1,811.			1,811.
d 52.			52.
e		4,695.	-4,695.
f		1,260.	-1,260.
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(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			** 7.
b			** 552.
c			** 1,811.
d			** 52.
e			** -4,695.
f			** -1,260.
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	545,771.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	263,472.

FORM 990-PF

GAIN OR (LOSS) FROM SALE OF ASSETS

STATEMENT

1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
2,770,496.	2,511,977.	0.	0.	258,519.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
WASH SALES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
5,516.	0.	0.	0.	5,516.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
LONG TERM CAPITAL GAIN DISTRIBUTION			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
184,361.	15,749.	0.	0.	168,612.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LITIGATION PROCEEDS	441.	0.	0.		0.	441.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF I	199.	199.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF I	54,340.	54,340.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF I	327.	327.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF I	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF II	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,476.	1,476.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF II	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
28,507.	28,507.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF II	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF II	0.	0.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF III	1,251.	1,251.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF III	14,099.	14,099.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF III	1,394.	1,394.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1256 GAIN/LOSS THRU CPOF III	7.	7.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU CPOF IV	552.	552.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU CPOF IV	1,811.	1,811.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	MANNER ACQUIRED PURCHASED	DATE ACQUIRED	DATE SOLD
SEC. 1231 GAIN/LOSS THRU CPOF IV	52.	52.	0.		0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
SHORT TERM GAIN/LOSS THRU SIT OPP BOND FUND	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED		DATE ACQUIRED	DATE SOLD
LONG TERM GAIN/LOSS THRU SIT OPP BOND FUND	PURCHASED			
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
0.	0.	0.	0.	0.

CAPITAL GAINS DIVIDENDS FROM PART IV	0.
TOTAL TO FORM 990-PF, PART I, LINE 6A	433,088.

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	2
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
DEPARTMENT OF THE TREASURY	63.	0.	63.	63.	0.	
FIDELITY INVESTMENTS	216,637.	0.	216,637.	235,710.	0.	
NY DEPARTMENT OF REVENUE	4.	0.	4.	4.	0.	
ROCK ISLAND COMPANY	7.	0.	7.	7.	0.	
SHORT TERM CAPITAL GAIN DISTRIBUTIONS	30,418.	0.	30,418.	0.	0.	
TO PART I, LINE 4	247,129.	0.	247,129.	235,784.	0.	

FORM 990-PF

OTHER INCOME

STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
RECOVERY - SWEET GRASS COUNTY	5,000.	0.	0.
FEDERAL UBTI REFUND (EST)	52.	0.	0.
NY STATE UBTI REFUND	250.	0.	0.
FEDERAL EXCISE TAX REFUND (EST)	1,100.	0.	0.
FEDERAL EXCISE TAX REFUND	4,526.	0.	0.
CPOF #45-0463589	0.	0.	0.
ORDINARY INCOME/LOSS	0.	16.	0.
RENTAL	0.	1.	0.
INTEREST	0.	898.	0.
DIVIDENDS	0.	5,270.	0.
ROYALTY	0.	2.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	187.	0.
CANCELLATION OF DEBT	0.	1.	0.
OTHER INCOME/LOSS	0.	904.	0.
LESS: UBTI	0.	-117.	0.
CPOF II #20-2825162	0.	0.	0.
ORDINARY INCOME/LOSS	0.	174.	0.
RENTAL	0.	16.	0.
OTHER RENTAL INCOME/LOSS	0.	223.	0.
INTEREST	0.	2,334.	0.
DIVIDENDS	0.	4,500.	0.
ROYALTIES	0.	11.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	68.	0.
CANCELLATION OF DEBT	0.	87.	0.
CANCELLATION OF DEBT	0.	9,541.	0.
OTHER INCOME/LOSS	0.	-620.	0.
LESS: UBTI	0.	0.	0.
CPOF III #26-2251284	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-282.	0.
NET RENTAL	0.	36.	0.
OTHER RENTAL INCOME/LOSS	0.	511.	0.
INTEREST	0.	2,402.	0.
DIVIDENDS	0.	3,599.	0.
ROYALTIES	0.	191.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	-64.	0.
CANCELLATION OF DEBT	0.	26.	0.
OTHER INCOME/LOSS	0.	1,620.	0.
LESS: UBTI	0.	-253.	0.
CPOF IV #45-2978316	0.	0.	0.
ORDINARY INCOME/LOSS	0.	-403.	0.
INTEREST	0.	368.	0.
DIVIDENDS	0.	3,190.	0.
OTHER PORTFOLIO INCOME/LOSS	0.	7.	0.
OTHER INCOME/LOSS	0.	176.	0.
LESS: UBTI	0.	241.	0.
SPELL CAPITAL MEZZANINE PARTNERS #37-1661465	0.	0.	0.

## CHARLES A WEYERHAEUSER MEMORIAL FOUNDATI

41-6012063

ORDINARY INCOME/LOSS	0.	-2,115.	0.
INTEREST	0.	15,751.	0.
LESS: UBTI	0.	2,115.	0.
SIT OPPORTUNITY BOND FUND			
#41-1966452	0.	0.	0.
INTEREST	0.	5.	0.
DIVIDENDS	0.	6,776.	0.
TOTAL TO FORM 990-PF, PART I, LINE 11	10,928.	57,393.	0.

## FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX SERVICE	41,894.	6,879.	0.	33,515.
TO FORM 990-PF, PG 1, LN 16B	41,894.	6,879.	0.	33,515.

## FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX 2012 OVERPAYMENT (EST)	1,100.	0.	0.	0.
FEDERAL UBTI REFUND (EST)	52.	0.	0.	0.
FEDERAL EXCISE TAX 2012 EXTENSION	10,250.	0.	0.	0.
2013 Q2 FEDERAL EXCISE TAX PAYMENT	3,250.	0.	0.	0.
2013 Q3 FEDERAL EXCISE TAX PAYMENT	3,730.	0.	0.	0.
2012 UBTI EXTENSION PAYMENT	250.	0.	0.	0.
FOREIGN TAXES	0.	4,404.	0.	0.
FOREIGN TAX THRU CPOF	0.	106.	0.	0.
FOREIGN TAX THRU CPOF II	0.	107.	0.	0.
FOREIGN TAX THRU CPOF III	0.	103.	0.	0.
FOREIGN TAX THRU CPOF IV	0.	8.	0.	0.
TO FORM 990-PF, PG 1, LN 18	18,632.	4,728.	0.	0.

FORM 990-PF

OTHER EXPENSES

STATEMENT

6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MISC STATE FILING FEES	25.	0.	0.	25.
MEMBERSHIP FEE - MINNESOTA				
COUNCIL ON FOUNDATIONS	1,525.	0.	0.	1,525.
CPOF #45-0463589	0.	0.	0.	0.
SEC. 179 DEDUCTION	0.	2.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	131.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	6,695.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	28.	0.	0.
OTHER DEDUCTIONS	0.	53.	0.	0.
CPOF II #20-2825162	0.	0.	0.	0.
SEC. 179 DEDUCTION	0.	5.	0.	0.
ROYALTY DEDUCTIONS	0.	4.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	270.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	9,746.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	14.	0.	0.
OTHER DEDUCTIONS	0.	204.	0.	0.
CPOF III #26-2251284	0.	0.	0.	0.
SEC. 179 DEDUCTION	0.	1.	0.	0.
ROYALTY DEDUCTIONS	0.	162.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	200.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	10,643.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	21.	0.	0.
OTHER DEDUCTIONS	0.	133.	0.	0.
CPOF IV #45-2978316	0.	0.	0.	0.
SEC. 59(E)(2) DEDUCTION	0.	19.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	6,365.	0.	0.
OTHER PORTFOLIO DEDUCTIONS	0.	2.	0.	0.
OTHER DEDUCTIONS	0.	9.	0.	0.
SPELL CAPITAL MEZZANINTE				
PARTNERS SBIC #37-1661465	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	14,913.	0.	0.
SIT OPPORTUNITY BOND FUND				
#41-1966452	0.	0.	0.	0.
2% PORTFOLIO DEDUCTIONS	0.	747.	0.	0.
TO FORM 990-PF, PG 1, LN 23	1,550.	50,367.	0.	1,550.

FORM 990-PF CORPORATE STOCK STATEMENT 7

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
FIDELITY CASH RESERVES	256,478.	256,478.
OAKMARK SELECT FD	189,898.	297,761.
SELECTED AMERICAN SHARES CL D	244,180.	301,850.
SOURCE CAPITAL INC	165,630.	307,967.
VANGUARD PRIMECAP CORE FD	183,203.	305,079.
BARON ASSET FUND	0.	0.
CLEARWATER SMALL COMPANIES FUND	714,153.	888,855.
ARTISAN INTL VALUE FUND	149,335.	217,298.
DODGE & COX INTL STOCK FUND	168,747.	215,547.
AMERICAN EUROPACIFIC GR CL FD CLASS F2	204,188.	431,423.
TEMPLETON INST FOREIGN SM COS	240,858.	427,851.
PARAMETRIC TAX MANAGED EMERGING MKTS INSTL	476,372.	483,197.
TOUCHSTONE EMERGING MARKETS FUND CL I	478,607.	443,427.
ROCK ISLAND COMPANY	500.	798.
EII GLOBAL PROPERTY FUND	208,269.	250,801.
THIRD AVENUE REAL ESTATE	143,215.	254,106.
HUSSMAN STRATEGIC GROWTH	0.	0.
PIMCO ALL ASSET INST CLASS	325,931.	331,607.
THIRD AVENUE FOCUSED CREDIT INSTL	312,392.	337,783.
WILLIAM BLAIR MACRO ALLOCATION FD	324,486.	323,000.
TOTAL TO FORM 990-PF, PART II, LINE 10B	4,786,442.	6,074,828.

FORM 990-PF CORPORATE BONDS STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
DOUBLELINE TOTAL RETURN BOND FD CL I	542,838.	535,249.
LOOMIS SAYLES BOND INSTL	368,619.	535,635.
PIMCO EMERGING MARKETS BOND FD	544,690.	536,243.
SIT OPPORTUNITY BOND FUND, LLC	740,000.	767,233.
TEMPLETON GLOBAL TOTAL RETURN FD ADVISOR CL	507,135.	522,794.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,703,282.	2,897,154.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CLEARWATER PRIVATE OPP FD	COST	150,861.	208,207.
CLEARWATER PRIVATE OPP FD II	COST	301,977.	465,420.
CLEARWATER PRIVATE OPP FD III	COST	248,475.	303,177.
CLEARWATER PRIVATE OPP FD IV	COST	94,000.	96,957.
SPELL MEZZANINE PARTNERS SBIC LP	COST	120,000.	103,454.
ROUNDING ADJ	COST	0.	-3.
TOTAL TO FORM 990-PF, PART II, LINE 13		915,313.	1,177,212.

FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT	10
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
LUCY ROSENBERRY JONES 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	PRESIDENT/DIRECTOR 1.00	0.	0.	0.
ROBERT J. SIVERTSEN 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	VICE PRES/DIRECTOR 1.00	0.	0.	0.
JOSEPH S. MICALLEF 332 MINNESOTA STREET, STE 3090 ST. PAUL, MN 55101	SECR/TREAS/DIRECTOR 1.00	0.	0.	0.
CHARLES W. ROSENBERRY, II 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	DIR/AST SECR/AST TRS 1.00	0.	0.	0.
ELISE R. DONOHUE 30 E. SEVENTH ST, SUITE 2000 ST. PAUL, MN 55101-4930	DIRECTOR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

FORM 990-PF

EXPENDITURE RESPONSIBILITY STATEMENT  
PART VII-B, LINE 5C

STATEMENT 11

## GRANTEE'S NAME

WEYERHAEUSER FAMILY FOUNDATION

## GRANTEE'S ADDRESS

30 EAST SEVENTH STREET, SUITE 2000  
ST PAUL, MN 55101

GRANT AMOUNT	DATE OF GRANT	AMOUNT EXPENDED
1,000.	02/14/13	1,000.

## PURPOSE OF GRANT

FOR GENERAL SUPPORT OF THE WEYERHAEUSER FAMILY FOUNDATION PROVIDED NEITHER THE GRANT NOR THE INCOME THEREFROM IS USED FOR ANY PURPOSE OTHER THAN THOSE DESCRIBED IN IRC SECTION 170(C)(2)(B). THE WEYERHAEUSER FAMILY FOUNDATION IS A PRIVATE, GRANTMAKING FOUNDATION THAT DOES NOT CONDUCT ANY PROGRAMS OF ITS OWN. SINCE THIS GRANT WAS MADE FOR GENERAL SUPPORT, THE EXPENDITURE RESPONSIBILITY AGREEMENT DID NOT PROVIDE THAT THE PRINCIPAL AND INCOME, IF ANY, FROM THE GRANT FUNDS WOULD HAVE TO BE EXPENDED FOR ANY PARTICULAR PURPOSE OR WITHIN ANY SPECIFIC PERIOD OF TIME.

## DATES OF REPORTS BY GRANTEE

ANNUAL REPORT AVAILABLE AFTER MAY 15, 2014

## ANY DIVERSION BY GRANTEE

THE GRANTEE HAS NOT DIVERTED ANY PORTION FROM THE PURPOSE OF THE GRANT.

## RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. TO THE KNOWLEDGE OF THE GRANTOR, NEITHER PRINCIPAL NOR THE INCOME FROM THE GRANT FUNDS HAS BEEN USED FOR ANY PURPOSE WHICH WOULD RESULT IN TAX UNDER IRC SECTION 4945(D). NO VERIFICATIONS HAVE BEEN UNDERTAKEN.

GRANTEE'S NAME

WEYERHAEUSER FAMILY FOUNDATION

GRANTEE'S ADDRESS30 EAST SEVENTH STREET, SUITE 2000  
ST PAUL, MN 55101

<u>GRANT AMOUNT</u>	<u>DATE OF GRANT</u>	<u>AMOUNT EXPENDED</u>
1,000.	02/20/14	

PURPOSE OF GRANT

FOR GENERAL SUPPORT OF THE WEYERHAEUSER FAMILY FOUNDATION PROVIDED NEITHER THE GRANT NOR THE INCOME THEREFROM IS USED FOR ANY PURPOSE OTHER THAN THOSE DESCRIBED IN IRC SECTION 170(C)(2)(B). THE WEYERHAEUSER FAMILY FOUNDATION IS A PRIVATE, GRANTMAKING FOUNDATION THAT DOES NOT CONDUCT ANY PROGRAMS OF ITS OWN. SINCE THIS GRANT WAS MADE FOR GENERAL SUPPORT, THE EXPENDITURE RESPONSIBILITY AGREEMENT DID NOT PROVIDE THAT THE PRINCIPAL AND INCOME, IF ANY, FROM THE GRANT FUNDS WOULD HAVE TO BE EXPENDED FOR ANY PARTICULAR PURPOSE OR WITHIN ANY SPECIFIC PERIOD OF TIME.

DATES OF REPORTS BY GRANTEE

ANNUAL REPORT WILL BE AVAILABLE AFTER MAY 15, 2015

ANY DIVERSION BY GRANTEE

THE GRANTEE HAS NOT DIVERTED ANY PORTION FROM THE PURPOSE OF THE GRANT.

RESULTS OF VERIFICATION

TO THE KNOWLEDGE OF THE GRANTOR, THE GRANTEE HAS NOT DIVERTED ANY PORTION OF THE FUNDS FROM THE PURPOSE OF THE GRANT. TO THE KNOWLEDGE OF THE GRANTOR, NEITHER PRINCIPAL NOR THE INCOME FROM THE GRANT FUNDS HAS BEEN USED FOR ANY PURPOSE WHICH WOULD RESULT IN TAX UNDER IRC SECTION 4945(D). NO VERIFICATIONS HAVE BEEN UNDERTAKEN.

FORM 990-PF

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

STATEMENT 12

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

LUCY ROSENBERRY JONES, PRESIDENT  
CHARLES A. WEYERHAEUSER FOUNDATION, 30 E. 7 STREET, SUITE 2000  
ST. PAUL, MN 55101

TELEPHONE NUMBER

651 228-0935

FORM AND CONTENT OF APPLICATIONS

APPLICATIONS NEED NOT BE SUBMITTED IN ANY PARTICULAR FORM.

ANY SUBMISSION DEADLINES

PROPOSALS ARE CONSIDERED THROUGHOUT THE YEAR AND DETERMINATION LETTERS ARE SENT PROMPTLY.

RESTRICTIONS AND LIMITATIONS ON AWARDS

**CAW Memorial Foundation**

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

**Contributions Paid for Year End 2/28/2014**

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
American Civil Liberties Union of Minnesota	450 North Syndicate Street, Suite 230 St. Paul, MN 55104	Yes	General operating support	2/20/2014	\$500.00
American University in Cairo	420 Fifth Avenue, 3rd Floor New York, NY 10018-2729	Yes	General operating support	2/20/2014	\$1,000.00
Americans United for the Separation of Church and State	1301 K Street NW Ste. 850, East Tower Washington, DC 20005	Yes	General operating support	2/20/2014	\$1,000.00
Animal Sanctuary of St. Croix Valley	PO Box 847 Stillwater, MN 55082	Yes	General operating support	2/20/2014	\$1,000.00
Arts Partnership	345 Washington Street St. Paul, MN 55102	Yes	Endowment Fund	2/20/2014	\$50,000.00
Compatible Technology	800 Transfer Road, Suite 6 St. Paul, MN 55114	Yes	General operating support	2/20/2014	\$5,000.00
Courage Center	3915 Golden Valley Road Golden Valley, MN 55422	Yes	General operating support	2/20/2014	\$1,000.00
Dodge Nature Center	365 West Marie Avenue West St. Paul, MN 55118	Yes	General operating support	2/20/2014	\$1,000.00
Forest History Society	701 Wm. Vickers Avenue Durham, NC 27701-3162	Yes	General operating support	2/20/2014	\$5,000.00

**CAW Memorial Foundation**

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

**Contributions Paid for Year End 2/28/2014**

<b>Grantee Organization</b>	<b>Address</b>	<b>Public Charity Purpose</b>	<b>Date</b>	<b>Amount</b>
Greater Twin Cities United Way	404 South Eighth Street Minneapolis, MN 55404-1084	Yes General operating support - 2014 Campaign	2/20/2014	\$1,000.00
Hamm Clinic	408 St. Peter Street, Suite 429 St. Paul, MN 55102	Yes General operating support	2/20/2014	\$10,000.00
Heartland Symphony Orchestra	PO Box 241 Little Falls, MN 56345	Yes General operating support	2/20/2014	\$1,000.00
Hill Museum & Manuscript Library	Saint John's University Box 7300 Collegeville, MN 56321	Yes Designated for the Malta Study Center	2/20/2014	\$5,000.00
Land Stewardship Project	821 East 35th Street, Suite 200 Minneapolis, MN 55407-2102	Yes General operating support	2/20/2014	\$500.00
Landmark Center	75 West Fifth Street, Suite 404 St. Paul, MN 55102	Yes General operating support	2/20/2014	\$500.00
Lindbergh Foundation	2150 Third Avenue North, Suite 310 Anoka, MN 55303-2200	Yes General operating support	2/20/2014	\$5,000.00
Metropolitan Opera Association	Development Office 70 Lincoln Center New York, NY 10023	Yes General operating support	9/19/2012	\$500.00

**CAW Memorial Foundation**

30 E. 7th Street, Suite 2000

St. Paul, MN 55101-4930

**Contributions Paid for Year End 2/28/2014**

<b>Grantee Organization</b>	<b>Address</b>	<b>Public Charity</b>	<b>Purpose</b>	<b>Date</b>	<b>Amount</b>
Metropolitan Opera Association	Development Office 70 Lincoln Center New York, NY 10023	Yes	National Council and Patron	2/20/2014	\$2,500.00
Minneapolis Institute of Arts	2400 Third Avenue South Minneapolis, MN 55404	Yes	General operating support	2/20/2014	\$1,000.00
Minneapolis Institute of Arts	2400 Third Avenue South Minneapolis, MN 55404	Yes	General operating support	2/20/2014	\$1,000.00
Minnesota Historical Society	345 Kellogg Boulevard West St. Paul, MN 55102-1906	Yes	\$10,000 Endowment fund, \$5,000 general operating support, \$1,000 Director's Discretionary Fund	2/20/2014	\$16,000.00
Minnesota Land Trust	2356 University Avenue West, Suite 240 St. Paul, MN 55114	Yes	General operating support	2/20/2014	\$500.00
Minnesota Landscape Arboretum Foundation	3675 Arboretum Drive Chaska, MN 55318-9613	Yes	General operating support	2/20/2014	\$500.00
Minnesota NARAL Foundation	2300 Myrtle Ave, Suite 120 St. Paul, MN 55114	Yes	General operating support	2/20/2014	\$500.00
Minnesota Orchestral Association	1111 Nicollet Mall Minneapolis, MN 55403	Yes	General operating support	2/20/2014	\$2,000.00
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes	\$35,000 2014 opera broadcast sponsorships \$800 general operating support	2/20/2014	\$35,800.00

# CAW Memorial Foundation

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

## Contributions Paid for Year End 2/28/2014

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Minnesota Public Radio	480 Cedar Street St. Paul, MN 55101	Yes	William Kling Endowment	2/20/2014	\$50,000.00
Montana State University Foundation	P.O. Box 172750 Bozeman, MT 59717	Yes	College of Agriculture	7/23/2013	\$1,000.00
Montana State University Foundation	P.O. Box 172750 Bozeman, MT 59717	Yes	\$5,000.00 is designated for the Shakespeare in the Schools in honor of Elise R. Donohue, and \$5,000.00 is designated for the Elise Event	2/20/2014	\$10,000.00
Morrison County Animal Humane Society	200 7th Avenue NE Little Falls, MN 56345	Yes	General operating support	2/20/2014	\$10,000.00
Morrison County Historical Society	2151 Lindbergh Drive South Little Falls, MN 56345-0239	Yes	General operating support	2/20/2014	\$10,000.00
Music Forward	1275 Prospect Avenue Brooklyn, NY 11218	Yes	General operating support	2/20/2014	\$10,000.00
Nature Conservancy - Minnesota Chapter	1101 West River Parkway, Suite 200 Minneapolis, MN 55415	Yes	General operating support	2/20/2014	\$72,250.00
Oakland Cemetery Association	927 Jackson Street St. Paul, MN 55117-5076	Yes	General operating support	2/20/2014	\$1,000.00
Ordway Center for The Performing Arts	345 Washington Street St. Paul, MN 55102	Yes	General operating support	2/20/2014	\$1,000.00

**CAW Memorial Foundation**

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

**Contributions Paid for Year End 2/28/2014**

<b>Grantee Organization</b>	<b>Address</b>	<b>Public Charity</b>	<b>Purpose</b>	<b>Date</b>	<b>Amount</b>
Planned Parenthood of Minnesota	1965 Ford Parkway St. Paul, MN 55116	Yes	General operating support	2/20/2014	\$25,000.00
Population Action International	1300 19th Street NW, Second Floor Washington, DC 20036	Yes	General operating support	2/20/2014	\$1,000.00
Population Institute	107 Second Street NE Washington, DC 20002	Yes	General operating support	2/20/2014	\$1,000.00
Public Art Saint Paul	351 Kellogg Boulevard East St. Paul, MN 55101	Yes	General operating support	2/20/2014	\$1,000.00
Ramsey County Historical Society	323 Landmark Center, 75 West 5th Street St. Paul, MN 55102	Yes	General operating support	2/20/2014	\$1,000.00
Saint Paul Chamber Orchestra	The Hamm Building 408 St. Peter Street, Third Floor St. Paul, MN 55102	Yes	General operating support	2/20/2014	\$1,000.00
Scandia Valley Fire Department	3518 320th Street Cushing, MN 56443	Yes	General operating support	2/20/2014	\$2,000.00
Scandia Valley First Response Team	40260 County Road 7 Cushing, MN 56443	Yes	General operating support	2/20/2014	\$2,000.00
Schubert Club	302 Landmark Center 75 West Fifth Street St. Paul, MN 55102	Yes	General operating support	2/20/2014	\$10,000.00

# CAW Memorial Foundation

30 E. 7th Street, Suite 2000  
St. Paul, MN 55101-4930

## Contributions Paid for Year End 2/28/2014

Grantee Organization	Address	Public Charity	Purpose	Date	Amount
Science Museum of Minnesota	120 West Kellogg Boulevard St. Paul, MN 55102	Yes	General operating support	2/20/2014	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE, #500 Minneapolis, MN 55455-2010	Yes	Colonial Dames Foreign Student Scholarship Fund	2/20/2014	\$500.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE #500 Minneapolis, MN 55455-2010	Yes	General operating support for the Raptor Center	2/20/2014	\$1,000.00
University of Minnesota Foundation	McNamara Alumni Center 200 Oak Street SE #500 Minneapolis, MN 55455-2010	Yes	Fund #8212, The Akerman Hangar Renovation Project Fund	2/20/2014	\$25,000.00
Vashon-Maury Island Land Trust	PO Box 2031 Vashon, WA 98070	Yes	General operating support	2/20/2014	\$10,000.00
VirteoRetinal Surgery Foundation	7760 France Ave. S, Suite 310 Minneapolis, MN 55435	Yes	General operating support	2/20/2014	\$10,000.00
Weyerhaeuser Family Foundation	30 East Seventh Street, Suite 2000 St. Paul, MN 55101	No	General operating support	2/20/2014	\$1,000.00
<b>Grand Totals</b>					<b>\$406,550.00</b>