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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning APR 1, 2013 **, and ending** MAR 31, 2014

Name of foundation: FRED J HARDER FOUNDATION

A Employer identification number: 01-0721940

Number and street (or P O box number if mail is not delivered to street address): PO BOX 4967

Room/suite:

B Telephone number: 315-474-7571

City or town, state or province, country, and ZIP or foreign postal code: SYRACUSE, NY 13221

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 2,805,123.

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

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

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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				
2	Check ▶ ☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	58,670.	58,670.	58,670.	STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	61,721.			
b	Gross sales price for all assets on line 6a				
7	Capital gain net income (from Part IV, line 2)		61,721.		
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	1,240.	0.	0.	
12	**Total**. Add lines 1 through 11	121,631.	120,391.	58,670.	
	Operating and Administrative Expenses				
13	Compensation of officers, directors, trustees, etc	6,241.	3,120.	0.	3,121.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 2	8,824.	4,412.	0.	4,412.
b	Accounting fees				
c	Other professional fees STMT 3	20,448.	20,448.	0.	0.
17	Interest				
18	Taxes STMT 4	890.	0.	0.	890.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses				
24	**Total operating and administrative expenses** Add lines 13 through 23	36,403.	27,980.	0.	8,423.
25	Contributions, gifts, grants paid	65,240.			65,240.
26	**Total expenses and disbursements** Add lines 24 and 25	101,643.	27,980.	0.	73,663.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	19,988.			
b	**Net investment income** (if negative, enter -0-)		92,411.		
c	**Adjusted net income** (if negative, enter -0-)			58,670.	

SCANNED JUL 31 2014

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LHA For Paperwork Reduction Act Notice, see instructions

Form **990-PF** (2013)

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Part II Balance Sheets

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	109,147.	165,242.	165,242.
	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			
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 5)	2,510,128.	2,474,021.	2,639,881.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,619,275.	2,639,263.	2,805,123.
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			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	2,619,275.	2,639,263.	
	30	**Total net assets or fund balances**	2,619,275.	2,639,263.	
	31	**Total liabilities and net assets/fund balances**	2,619,275.	2,639,263.	

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	2,619,275.
2	Enter amount from Part I, line 27a	2	19,988.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,639,263.
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	2,639,263.

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	NET GAINS SEE ATTACHED			
b	NET LOSSES SEE ATTACHED			
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				98,218.
b				-36,497.
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				98,218.
b				-36,497.
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 61,721.

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 61,721.

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	135,960.	2,636,003.	.051578
2011	112,523.	2,634,929.	.042704
2010	120,954.	2,576,793.	.046940
2009	134,445.	2,537,297.	.052987
2008	156,409.	2,843,399.	.055008

2	**Total** of line 1, column (d)	2	.249217
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	.049843
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,720,085.
5	Multiply line 4 by line 3	5	135,577.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	924.
7	Add lines 5 and 6	7	136,501.
8	Enter qualifying distributions from Part XII, line 4	8	73,663.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b		1	1,848.
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	1,848.
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	1,848.
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 640.		
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	640.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	1,208.
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	**Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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.*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation. ▶ $ 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? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6		X
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ MACKENZIE HUGHES. LLP Telephone no. ▶ 315-233-8239

Located at ▶ 101 S. SALINA STREET, SYRACUSE, NY ZIP+4 ▶ 13202

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

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

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

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

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)? N/A **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? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (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? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **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.

(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
AMI LONGSTREET 101 S. SALINA STREET SYRACUSE, NY 13202	TRUSTEE 2.00	2,080.	0.	0.
RICHARD ENGEL 101 S. SALINA STREET SYRACUSE, NY 13202	TRUSTEE 2.00	2,080.	0.	0.
ART WENDLANDT 101 S. SALINA STREET SYRACUSE, NY 13202	TRUSTEE 2.00	2,081.	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

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	
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	
2	
All other program-related investments. See 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	2,588,374.
b	Average of monthly cash balances	1b	173,134.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	2,761,508.
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	2,761,508.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	41,423.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,720,085.
6	**Minimum investment return.** Enter 5% of line 5	6	136,004.

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	136,004.
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 1,848.		
b	Income tax for 2013. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	1,848.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	134,156.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	134,156.
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	134,156.

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	73,663.
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	73,663.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	73,663.

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				134,156.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			65,237.	
b Total for prior years: ______ , ______ , ______		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: ▶ $ 73,663.				
a Applied to 2012, but not more than line 2a			65,237.	
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				8,426.
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 instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				125,730.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	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) 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			
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	(e) Total
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).)

NONE

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FRIENDS OF THE ROSAMOND GIFFORD ZOO AT BURNET PARK ONE CONSERVATION PLACE SYRACUSE, NY 13204-2528			ANIMAL WELFARE AND EDUCATION PROGRAMS	31,620.
SYRACUSE AREA LANDMARK THEATER 362 SOUTH SALINA ST. SYRACUSE, NY, NY 13202			IMPROVEMENTS	1,000.
THE DANISH HOME FOR THE AGED 1065 EAST QUAKER BRIDGE ROAD CROTON-ON HUDSON, NY 10520			IMPROVEMENTS	1,000.
THE SAMARITAN CENTER 310 MONTGOMERY ST. SYRACUSE, NY, NY 13202			CAPITAL IMPROVEMENTS AND ORGANIZATION NEEDS	31,620.
Total			▶ 3a	65,240.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities					58,670.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					61,721.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		0.	120,391.

13 Total. Add line 12, columns (b), (d), and (e) 13 120,391.

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

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

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

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

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

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

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		

Sign Here

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

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

Signature of officer or trustee

Date 7-17-14

Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self- employed	PTIN
MARY ANNE CODY	MaryAnn Cody MARY ANNE CODY	7/17/14		P00845754

Firm's name ▶ MACKENZIE HUGHES LLP

Firm's EIN ▶ 01-0690915

Firm's address ▶ P.O. BOX 4967
SYRACUSE, NY 13221-4967

Phone no. 315-474-7571

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DIVIDENDS	22,177.	0.	22,177.	22,177.	22,177.
DIVIDENDS	36,493.	0.	36,493.	36,493.	36,493.
TO PART I, LINE 4	58,670.	0.	58,670.	58,670.	58,670.

FORM 990-PF LEGAL FEES STATEMENT 2

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

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TO FORM 990-PF, PG 1, LN 16C				

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW	250.	0.	0.	250.
FEDERAL EXCISE TAX	640.	0.	0.	640.
TO FORM 990-PF, PG 1, LN 18	890.	0.	0.	890.

FORM 990-PF OTHER ASSETS STATEMENT 5

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MARKETABLE SECURITIES	2,510,128.	2,474,021.	2,639,881.
TO FORM 990-PF, PART II, LINE 15	2,510,128.	2,474,021.	2,639,881.

Form 990-PF
01-0721940

Entity 364 Fred J. Harder Foundation
Schedule G
Principal Remaining on Hand
From 4/01/2013 Thru 3/31/2014

Part II Line 15

Section 4

Mutual Funds and Unit Trusts

	Description	Tax Basis	Fiduciary Carry Value	Market Value 3/31/2014
P49	Alliance Bernstein Select US Shares/Units 4,700.945000	55,753.21	55,753 21	56,035.26
P37	Allianz RCM Global Water Cl A Shares/Units 6,581.720000	63,297.23	63,297.23	85,693 99
P50	American Century Heritage Inv Shares/Units 1,104.778000	24,935.30	24,935 30	28,889 94
P48	AQR Managed Futures Strat Fd Shares/Units 8,056 822000	83,629.81	83,629 81	80,165.38
P43	BlackRock Emerging Mkt L/S Eq Mutual Fund Shares/Units 5,371 849000	57,159.89	57,159.89	54,094 52
P10	Blackrock Global Allocation Fund Shares/Units 3,922.526000	77,645.91	77,645 91	84,569.66
P11	Blackrock Global Smallcap Fund Shares/Units 1,970 248000	46,479.11	46,479.11	57,570.65
P12	Columbia Marsico Focused Equities Fd Cl Z Shares/Units 2,644.954000	60,320.27	60,320.27	55,464.69
P14	Davis Financial Fund Cl. A Shares/Units 1,438.488000	43,992.63	43,992.63	56,662.04
P13	Davis NY Venture Fund Icn Cl Y Shares/Units 2,683.518000	97,541.47	97,541.47	114,747.23
P15	Delaware Diversified Income Fund Cl A Shares/Units 12,657.058000	116,626.70	116,626.70	114,166.66
P40	Europacific Growth Fund Cl F-2 Shares/Units 2,881.222000	123,259.28	123,259.28	142,101 87
P18	Forward Tactical Growth Fund Cl M Shares/Units 10,554 345000	275,186 71	275,186.71	278,106.99
P20	Goldman Sachs Absolute Return Tracker Class I Shares/Units 6,014 231000	54,994.39	54,994.39	56,052.63
P19	Goldman Sachs Strategic Income Fund	102,643 08	102,643 08	111,661 96

Entity 364 Fred J Harder Foundation

Schedule G

Principal Remaining on Hand

From 4/01/2013 Thru 3/31/2014

	Description		Tax Basis	Fiduciary Carry Value	Market Value 3/31/2014
	Instit Cl				
	Shares/Units	10,494.545000			
P21	Harding Loevner Emerging Mkt Portfolio Advisor Class		84,577.34	84,577 34	86,222.64
	Shares/Units	1,755.347000			
P22	Hartford Capital Appreciation II Fund Cl I		60,700.54	60,700 54	84,940 75
	Shares/Units	4,202 907000			
P47	Hartford World Bond "I"		111,872.82	111,872.82	112,714.58
	Shares/Units	10,553.800000			
P23	ING Global Real Estate Fund Cl I		76,355.64	76,355.64	86,558.31
	Shares/Units	4,587.086000			
P24	Natixis Fds - ASG Global Alternatives Fd Cl Y		53,465.94	53,465.94	55,650.41
	Shares/Units	4,929.177000			
P45	PIMCO Commodities Plus Strat Mutual Fund		83,629.81	83,629.81	89,066.55
	Shares/Units	7,995 202000			
P46	PIMCO Unconstrained Bond P		111,640.94	111,640.94	112,243.05
	Shares/Units	10,048.617000			
P5	Proshares Short 20+ Year Treasury		49,062.03	49,062.03	51,841.59
	Shares/Units	1,707.000000			
P41	RS Floating Rate Cl Y		137,050.88	137,050.88	140,361 86
	Shares/Units	13,561.532000			
P42	RS Value Fund Cl Y		41,041.03	41,041 03	57,714.45
	Shares/Units	1,608.541000			
P29	Schroeder Emerging Market Equity Fd Investors Shares		84,664.12	84,664.12	83,772 25
	Shares/Units	6,453 948000			
P30	Templeton Global Bond Fund Advisor Class		113,544.58	113,544 58	112,613 83
	Shares/Units	8,622 805000			
P31	Thornburg International Value Fund Cl I		127,546 41	127,546 41	134,590 68
	Shares/Units	4,401 265000			
P39	Touchstone Merger Atbitrage Y		55,403 85	55,403 85	55,606 60

Entity 364 Fred J Harder Foundation

Schedule G

Principal Remaining on Hand

From 4/01/2013 Thru 3/31/2014

Description		Tax Basis	Fiduciary Carry Value	Market Value 3/31/2014
Shares/Units	5,177.523000			
	Total Mutual Funds and Unit Trusts	2,474,020.92	2,474,020.92	2,639,881.02
Bank Accounts				
P2 MSSB #621-128271-589 (Investments) from MSSB #687-75280-15 589 (Money Market Fund)		158,203.15	158,203.15	158,203.15
	Bank Totals	158,203 15	158,203.15	158,203.15
	Total Of All Assets	2,632,224.07	2,632,224.07	2,798,084.17

Form 990-PF

01-0721940

Part IV

Entity: 364 Fred J. Harder Foundation

Schedule A-1

Realized Increases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
Section 2						
Securities						
1	P7		AllianceBernstein Global Thematic Fund			
5/31/2013		795	Gain on sale of 726 074 shares @ 72.73 shr	52,807.36	51,725 51	1,081.85
5/31/2013		797	Gain on sale of 385 324 shares @ 72.73 shr	28,024.61	27,227 00	797.61
5/31/2013		799	Gain on sale of 172.845 shares @ 72 73 shr	12,571.02	10,566.00	2,005.02
			Account Subtotal	93,402.99	89,518.51	3,884 48
2	P37		Allianz RCM Global Water Cl A			
5/31/2013		827	Gain on sale of 793.536 shares @ 11.19 shr	8,879.67	7,617 13	1,262 54
9/20/2013		1058	Gain on sale of 167.442 shares @ 11.640031 shr	1,949.03	1,607.27	341 76
1/09/2014		1421	Gain on sale of 599.389 shares @ 12.63 shr	7,570.28	5,753 52	1,816.76
			Account Subtotal	18,398.98	14,977.92	3,421.06
3.	P9		American Century Heritage Fund			
5/31/2013		863	Gain on sale of 93.478 shares @ 24.23 shr	2,264.97	1,993.89	271 08
9/20/2013		1054	Gain on sale of 81.172 shares @ 26.670157 shr	2,164.87	1,731 40	433 47
1/09/2014		1465	Gain on sale of 53.423 shares @ 24.00015 shr	1,282.16	1,139 51	142 65
			Account Subtotal	5,712.00	4,864 80	847 20
4	P10		Blackrock Global Allocation Fund			
5/31/2013		843	Gain on sale of 205.946 shares @ 21.109951 shr	4,347.51	4,063 31	284 20
9/20/2013		1083	Gain on sale of 41 378 shares @ 21.49 shr	889.21	816 39	72 82
1/09/2014		1445	Gain on sale of 155 18 shares @ 21.309963 shr	3,306.88	3,061 70	245 18
			Account Subtotal	8,543.60	7,941 40	602.20
5	P11		Blackrock Global Smallcap Fund			
5/31/2013		819	Gain on sale of 371 53 shares @ 26 430033 shr	9,819.55	8,619 50	1,200 05
9/20/2013		1038	Gain on sale of 125 272 shares @ 28 63992 shr	3,587 78	2,906.31	681 47

Entity: 364 Fred J. Harder Foundation

Schedule A-1

Realized Increases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
1/09/2014		1429	Gain on sale of 212 548 shares @ 28.22 shr	5,998 10	4,931 11	1,066.99
			Account Subtotal	19,405.43	16,456 92	2,948 51
6.	P14		Davis Financial Fund Cl. A			
5/31/2013		831	Gain on sale of 243 291 shares @ 35 370071 shr	8,605.22	7,410.64	1,194.58
9/20/2013		1087	Gain on sale of 20 328 shares @ 36.719303 shr	746.43	619.19	127 24
1/09/2014		1441	Gain on sale of 107.312 shares @ 38.639854 shr	4,146 52	3,268 72	877.80
			Account Subtotal	13,498.17	11,298.55	2,199.62
7.	P13		Davis NY Venture Fund Icn Cl Y			
5/31/2013		807	Gain on sale of 449.131 shares @ 41.18 shr	18,495.21	16,065.42	2,429.79
9/20/2013		1034	Gain on sale of 94.639 shares @ 40.2201 shr	3,806.39	3,385.24	421.15
1/09/2014		1417	Gain on sale of 206 605 shares @ 41 38 shr	8,549.31	7,390.26	1,159.05
			Account Subtotal	30,850.91	26,840.92	4,009.99
8.	P16		Eaton Vance Global Macro Absolute Return Advantage Fund Cl I			
5/31/2013		789	Gain on sale of 371.414 shares @ 10 02 shr	3,721.57	3,621.29	100.28
5/31/2013		791	Gain on sale of 184.35 shares @ 10.02 shr	1,847.18	1,797.41	49.77
1/09/2014		1391	Gain on sale of 40.118 shares @ 9.41 shr	377.51	376.31	1 20
1/09/2014		1393	Gain on sale of 41 51 shares @ 9.41 shr	390.62	390.61	0.01
			Account Subtotal	6,336 88	6,185 62	151.26
9.	P40		Europacific Growth Fund Cl F-2			
5/31/2013		823	Gain on sale of 215.596 shares @ 43 349923 shr	9,346.07	8,513 72	832.35
9/20/2013		1042	Gain on sale of 64 049 shares @ 45 76 shr	2,930.88	2,529.24	401.64
			Account Subtotal	12,276.95	11,042 96	1,233 99
10	P18		Forward Tactical Growth Fund Cl M			
5/31/2013		815	Gain on sale of 374 10 shares @ 27 06 shr	10,123.15	9,853 79	269 36

Entity: 364 Fred J. Harder Foundation

Schedule A-1

Realized Increases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
9/20/2013		1050	Gain on sale of 78.731 shares @ 27 68 shr	2,179 27	2,073 77	105 50
1/09/2014		1413	Gain on sale of 515.822 shares @ 26.360023 shr	13,597 08	13,586.75	10 33
			Account Subtotal	25,899 50	25,514 31	385 19
11.	P20		Goldman Sachs Absolute Return Tracker Class I			
9/20/2013		1091	Gain on sale of 73.788 shares @ 9.55 shr	704.68	674.42	30 26
1/09/2014		1469	Gain on sale of 129.586 shares @ 9 26 shr	1,199.97	1,184 42	15 55
			Account Subtotal	1,904.65	1,858.84	45.81
12.	P19		Goldman Sachs Strategic Income Fund Instit Cl			
5/31/2013		859	Gain on sale of 246.42 shares @ 10.67 shr	2,629.30	2,397 67	231.63
1/09/2014		1449	Gain on sale of 229.252 shares @ 10.65 shr	2,441.53	2,230.62	210.91
			Account Subtotal	5,070 83	4,628.29	442.54
13.	P21		Harding Loevner Emerging Mkt Portfolio Advisor Class			
5/31/2013		855	Gain on sale of 54.695 shares @ 48.159795 shr	2,634.10	2,623.72	10.38
14.	P22		Hartford Capital Appreciation II Fund Cl I			
5/31/2013		803	Gain on sale of 1,064.099 shares @ 17.53 shr	18,653.66	15,248.54	3,405.12
9/20/2013		1030	Gain on sale of 227.408 shares @ 18.85 shr	4,286 64	3,258 76	1,027 88
1/09/2014		1425	Gain on sale of 339.858 shares @ 19.789971 shr	6,725 78	4,870 16	1,855.62
			Account Subtotal	29,666.08	23,377 46	6,288.62
15	P23		ING Global Real Estate Fund Cl I			
5/31/2013		847	Gain on sale of 156.334 shares @ 18.43 shr	2,881 24	2,585.76	295.48
16.	P24		Natixis Fds - ASG Global Alternatives Fd Cl Y			
5/31/2013		851	Gain on sale of 239 231 shares @ 11.26 shr	2,693 74	2,593 26	100 48
9/20/2013		1075	Gain on sale of 99.435 shares @ 11 56 shr	1,149 47	1,077 88	71 59

Entity: 364 Fred J. Harder Foundation
Schedule A-1
Realized Increases on Principal
From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
1/09/2014		1461	Gain on sale of 140.556 shares @ 11.28 shr	1,585 47	1,523 63	61.84
			Account Subtotal	5,428.68	5,194.77	233 91
17	P25		PIMCO Total Return Fund Cl P Mutual Fund			
1/09/2014		1359	Gain on sale of 27 175 shares @ 10.71 shr	291 04	289 41	1.63
1/09/2014		1361	Gain on sale of 401.702 shares @ 10.71 shr	4,302.23	4,290.18	12.05
1/09/2014		1373	Gain on sale of 16 567 shares @ 10.71 shr	177.44	177 10	0.34
			Account Subtotal	4,770.71	4,756 69	14.02
18.	P5		Proshares Short 20+ Year Treasury			
7/08/2013		954	Gain on sale of 477.00 shares @ 31.2816 shr	14,921.32	13,641.39	1,279.93
7/08/2013		955	Commission & expenses on sale of 2,795.00 shares @ 31.2816 /sh	-1.53	0.00	-1.53
9/20/2013		1066	Gain on sale of 50 00 shares @ 32.9724 shr	1,648.62	1,429.91	218.71
9/20/2013		1067	Commission & expenses on sale of 50 00 shares @ 32.9724 /sh	-0.03	0 00	-0.03
			Account Subtotal	16,568.38	15,071 30	1,497.08
19.	P41		RS Floating Rate Cl Y			
9/20/2013		1079	Gain on sale of 105.402 shares @ 10.27 shr	1,082.48	1,062.45	20.03
1/09/2014		1453	Gain on sale of 208 487 shares @ 10.36 shr	2,159.93	2,101 55	58 38
			Account Subtotal	3,242 41	3,164 00	78.41
20.	P42		RS Value Fund Cl Y			
5/31/2013		811	Gain on sale of 459.062 shares @ 31.31 shr	14,373.23	11,641 62	2,731.61
9/20/2013		1062	Gain on sale of 51 631 shares @ 32.899808 shr	1,698.65	1,309.34	389.31
1/09/2014		1437	Gain on sale of 132 65 shares @ 34.51994 shr	4,579 07	3,363 95	1,215 12
			Account Subtotal	20,650 95	16,314 91	4,336 04
21	P29		Schroeder Emerging Market Equity Fd Investors Shares			
5/31/2013		867	Gain on sale of	754 80	747 33	7 47

Entity: 364 Fred J. Harder Foundation
Schedule A-1
Realized Increases on Principal
From 4/01/2013 Thru 3/31/2014

Date Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
		57 443 shares @ 13 14 shr			
22. P31		Thornburg International Value Fund Cl I			
5/31/2013	839	Gain on sale of 224.159 shares @ 29.54 shr	6,621.66	6,146.44	475 22
9/20/2013	1046	Gain on sale of 95.282 shares @ 30.63 shr	2,918.49	2,612.63	305.86
		Account Subtotal	9,540.15	8,759.07	781.08
23. P39		Touchstone Merger Atbitrage Y			
9/20/2013	1095	Gain on sale of 36.003 shares @ 11.08 shr	398.91	384.87	14.04
24. P38		WisdomTree Mgd Futures Strategy Fd			
9/20/2013	1025	Gain on sale of 1,388.00 shares @ 41.4555 shr	57,540.23	57,379.09	161.14
9/20/2013	1026	Commission & expenses on sale of 1,388.00 shares @ 41.4555 /sh	-1.01	0.00	-1 01
1/09/2014	1399	Gain on sale of 309.00 shares @ 40.9713 shr	12,660.13	12,610.29	49.84
1/09/2014	1400	Commission & expenses on sale of 2,002.00 shares @ 40.9713 /sh	-1.43	0.00	-1.43
		Account Subtotal	70,197.92	69,989.38	208 54
		Total Securities	408,035.22	374,098.30	33,936 92

Section 4

Capital Gain Dividends

Date Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
25 P9		American Century Heritage Fund			
12/04/2013	1165	L/T capital gain distribution on 1,045.389 sl @ 3.501902/Share	3,660.85	0.00	3,660.85
26. P43		BlackRock Emerging Mkt L/S Eq Mutual Fund			
12/26/2013	1241	L/T capital gain distribution on 5,178.071 sl @ 0.0287/Share	148.61	0.00	148 61
27 P10		Blackrock Global Allocation Fund			
12/17/2013	1203	L/T capital gain distribution on 3,871 089 sl @ 0 710699/Share	2,751.18	0.00	2,751.18
28. P11		Blackrock Global Smallcap Fund			
12/11/2013	1177	L/T capital gaind distribution on 1,945.819 @ 2 502006/Share	4,868 45	0.00	4,868.45
29. P12		Columbia Marsico Focused Equities Fd Cl Z			

Entity: 364 Fred J. Harder Foundation

Schedule A-1

Realized Increases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
6/25/2013		899	L/T capital gain distribution on 2,263 673 sl @ 1.421579/Share	3,217.99	0.00	3,217.99
12/13/2013		1193	L/T capital gain distribution on 2,361 733 sl @ 3.659279/Share	8,642 24	0.00	8,642.24
			Account Subtotal	11,860.23	0.00	11,860.23
30.	P14		Davis Financial Fund Cl A			
12/19/2013		1213	L/T capital gain distribution on 1,515.869 sl @ 0.552/Share	836.76	0.00	836 76
31.	P13		Davis NY Venture Fund Icn. Cl Y			
7/01/2013		923	L/T capital gain distribution on 2,642 383 sl @ 2.730002/Share	7,213 71	0.00	7,213.71
12/19/2013		1209	L/T capital gain distribution on 2,761 867 sl @ 1.72/Share	4,750.41	0.00	4,750.41
			Account Subtotal	11,964.12	0.00	11,964.12
32.	P18		Forward Tactical Growth Fund Cl M			
12/06/2013		1173	L/T capital gain distribution on 10,028.394 · @ 1.76606/Share	17,710.75	0.00	17,710.75
33	P20		Goldman Sachs Absolute Return Tracker Class I			
12/05/2013		1169	L/T capital gain distribution on 5,808.704 sl @ 0.3824/Share	2,221.25	0.00	2,221.25
34.	P21		Harding Loevner Emerging Mkt Portfolio Advisor Class			
12/20/2013		1227	L/T capital gain distribution on 1,708 380 sl @ 1.285499/Share	2,196 12	0.00	2,196.12
35.	P22		Hartford Capital Appreciation II Fund Cl I			
12/13/2013		1197	L/T capital gain distribution on 4,427.168 sl @ 0.49924/Share	2,210 22	0.00	2,210 22
36	P24		Natixis Fds - ASG Global Alternatives Fd Cl Y			
12/27/2013		1245	L/T capital gain distribution on 4,784.311 sl @ 0.3334/Share	1,595 09	0.00	1,595.09
37.	P25		PIMCO Total Return Fund Cl P Mutual Fund			
12/11/2013		1183	L/T capital gain distribution on 13,037.484 @ 0.05996/Share	781.73	0 00	781.73
38.	P42		RS Value Fund Cl Y			
12/19/2013		1211	L/T capital gain distribution on 1,691.544 sl @ 0 856703/Share	1,449 15	0.00	1,449 15

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Schedule A-1

Realized Increases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Increase
39	P30		Templeton Global Bond Fund Advisor Class			
12/16/2013		1201	L/T capital gain distribution on 8,639.226 sl @ 0 0031/Share	26.78	0 00	26.78
			Total Capital Gain Dividends	64,281.29	0 00	64,281.29
Schedule A-1 Total Realized Increases on Principal				472,316.51	374,098 30	98,218.21

Entity: 364 Fred J. Harder Foundation

Schedule B

Realized Decreases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Decrease
Section 2						
Securities						
1.	P12		Columbia Marsico Focused Equities Fd Cl Z			
5/31/2013		835	Loss on sale of 355.414 shares @ 24.00 shr	8,529.94	8,718.31	-188.37
9/20/2013		1071	Loss on sale of 50 852 shares @ 23.51 shr	1,195.53	1,247.40	-51.87
1/09/2014		1433	Loss on sale of 266.771 shares @ 20.979979 shr	5,596.85	6,543.89	-947.04
			Account Subtotal	15,322 32	16,509.60	-1,187.28
2.	P15		Delaware Diversified Income Fund Cl A			
1/09/2014		1409	Loss on sale of 3,445.193 shares @ 8.90 shr	30,662.22	31,868.04	-1,205.82
3.	P16		Eaton Vance Global Macro Absolute Return Advantage Fund Cl I			
5/31/2013		787	Loss on sale of 10,177.869 shares @ 10.02 shr	101,982.25	102,491.14	-508.89
1/09/2014		1377	Loss on sale of 11,284.321 shares @ 9.41 shr	106,185.46	110,699.19	-4,513 73
1/09/2014		1379	Loss on sale of 37 341 shares @ 9.41 shr	351.38	359.97	-8 59
1/09/2014		1381	Loss on sale of 38 877 shares @ 9 41 shr	365.83	373.61	-7 78
1/09/2014		1383	Loss on sale of 39.672 shares @ 9.41 shr	373.31	374.90	-1 59
1/09/2014		1385	Loss on sale of 39.674 shares @ 9.41 shr	373.33	373.73	-0.40
1/09/2014		1387	Loss on sale of 315 567 shares @ 9.41 shr	2,969.49	2,978.95	-9 46
1/09/2014		1389	Loss on sale of 41.182 shares @ 9.41 shr	387.52	387.93	-0 41
			Account Subtotal	212,988.57	218,039 42	-5,050.85
4	P21		Harding Loevner Emerging Mkt Portfolio Advisor Class			
1/09/2014		1473	Loss on sale of 13.479 shares @ 47.261666 shr	637 04	646.59	-9 55
5.	P44		IShares Trust MSCI Emerging Markets ETF			
1/09/2014		1404	Loss on sale of 1,288.00 shares @ 39 881 shr	51,366 73	55,345.36	-3,978 63
1/09/2014		1405	Commission & expenses on sale of	-0 90	0 00	-0 90

Entity: 364 Fred J. Harder Foundation
Schedule B
Realized Decreases on Principal
From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Decrease
			1,288 00 shares @ 39.881 /sh			
			Account Subtotal	51,365 83	55,345 36	-3,979 53
6.	P26		PIMCO Commodity Real Return Strategy Fund, Cl P			
1/02/2014		1259	Loss on sale of 7,448.72 shares @ 5.56 shr	41,414.88	52,736 94	-11,322 06
1/02/2014		1261	Loss on sale of 65.902 shares @ 5.56 shr	366.42	442.20	-75 78
1/02/2014		1263	Loss on sale of 52.298 shares @ 5.56 shr	290.78	316 40	-25 62
1/02/2014		1265	Loss on sale of 13.483 shares @ 5.56 shr	74.97	91.82	-16.85
1/02/2014		1267	Loss on sale of 58.489 shares @ 5.56 shr	325.20	410.01	-84.81
1/02/2014		1269	Loss on sale of 55 677 shares @ 5.56 shr	309.56	376.93	-67 37
1/02/2014		1271	Loss on sale of 22.601 shares @ 5.56 shr	125.66	153.01	-27 35
1/02/2014		1273	Loss on sale of 20.467 shares @ 5.56 shr	113.80	135.90	-22 10
1/02/2014		1275	Loss on sale of 34.755 shares @ 5.56 shr	193 24	228.34	-35 10
1/02/2014		1277	Loss on sale of 1,307.743 shares @ 5.56 shr	7,271 05	7,938.00	-666.95
1/02/2014		1279	Loss on sale of 60.333 shares @ 5.56 shr	335.45	344 50	-9.05
1/02/2014		1281	Loss on sale of 44.597 shares @ 5 56 shr	247.96	259.11	-11.15
1/02/2014		1283	Loss on sale of 15,234.466 shares @ 5.56 shr	84,703.63	86,379.42	-1,675 79
1/02/2014		1285	Loss on sale of 399.569 shares @ 5.56 shr	2,221.60	2,225.60	-4 00
			Account Subtotal	137,994 20	152,038 18	-14,043.98
7.	P25		PIMCO Total Return Fund Cl P Mutual Fund			
1/09/2014		1313	Loss on sale of 10,933 511 shares @ 10 71 shr	117,097 90	121,361.97	-4,264 07
1/09/2014		1315	Loss on sale of 1.598 shares @ 10 71 shr	17 11	17 77	-0.66
1/09/2014		1317	Loss on sale of 36 98 shares @ 10.71 shr	396 06	410.11	-14 05
1/09/2014		1319	Loss on sale of	363 45	380 76	-17 31

Entity: 364 Fred J. Harder Foundation

Schedule B

Realized Decreases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Decrease
			33.936 shares @ 10.71 shr			
1/09/2014		1321	Loss on sale of 37.62 shares @ 10.71 shr	402.91	424 35	-21 44
1/09/2014		1323	Loss on sale of 33.486 shares @ 10.71 shr	358.64	378 39	-19 75
1/09/2014		1325	Loss on sale of 26 625 shares @ 10.71 shr	285.15	305 39	-20 24
1/09/2014		1327	Loss on sale of 26 837 shares @ 10 71 shr	287.42	308.62	-21.20
1/09/2014		1329	Loss on sale of 21 024 shares @ 10.71 shr	225.17	243.46	-18 29
1/09/2014		1331	Loss on sale of 30 629 shares @ 10.71 shr	328 04	354.99	-26 95
1/09/2014		1333	Loss on sale of 31 404 shares @ 10 71 shr	336 34	364 92	-28.58
1/09/2014		1335	Loss on sale of 152.846 shares @ 10 71 shr	1,636.98	1,736.33	-99 35
1/09/2014		1337	Loss on sale of 112 188 shares @ 10.71 shr	1,201.53	1,274.46	-72 93
1/09/2014		1339	Loss on sale of 116 706 shares @ 10.71 shr	1,249.92	1,311.78	-61 86
1/09/2014		1341	Loss on sale of 24 72 shares @ 10.71 shr	264.75	277 85	-13 10
1/09/2014		1343	Loss on sale of 18.686 shares @ 10.71 shr	200 13	209.10	-8 97
1/09/2014		1345	Loss on sale of 21 188 shares @ 10.71 shr	226.92	237 94	-11 02
1/09/2014		1347	Loss on sale of 27 253 shares @ 10.71 shr	291.88	306.32	-14 44
1/09/2014		1349	Loss on sale of 748 677 shares @ 10.71 shr	8,018.33	8,287 85	-269.52
1/09/2014		1351	Loss on sale of 32.235 shares @ 10 71 shr	345.24	365.54	-20 30
1/09/2014		1353	Loss on sale of 27.14 shares @ 10 71 shr	290.67	300.44	-9 77
1/09/2014		1355	Loss on sale of 20.176 shares @ 10.71 shr	216 08	217.09	-1.01
1/09/2014		1357	Loss on sale of 25.167 shares @ 10.71 shr	269 54	271 55	-2 01
1/09/2014		1363	Loss on sale of 21.003 shares @ 10.71 shr	224 94	227.25	-2 31
1/09/2014		1365	Loss on sale of 24.007 shares @ 10 71 shr	257 11	261 68	-4 57
1/09/2014		1367	Loss on sale of	245 96	249 86	-3 90

Entity: 364 Fred J. Harder Foundation

Schedule B

Realized Decreases on Principal

From 4/01/2013 Thru 3/31/2014

Date	Cpl#	Trans#	Description	Proceeds	Fiduciary Carrying Value	Decrease
			22 965 shares @ 10.71 shr			
1/09/2014		1369	Loss on sale of 72 719 shares @ 10.71 shr	778.82	781.73	-2 91
1/09/2014		1371	Loss on sale of 13.899 shares @ 10.71 shr	148.86	149.41	-0 55
			Account Subtotal	135,965.85	141,016 91	-5,051 06
8.	P5		Proshares Short 20+ Year Treasury			
7/08/2013		952	Loss on sale of 2,318.00 shares @ 31 2816 shr	72,510.75	77,833.81	-5,323.06
9.	P30		Templeton Global Bond Fund Advisor Class			
1/09/2014		1457	Loss on sale of 163.535 shares @ 13.04 shr	2,132.50	2,155.39	-22.89
10.	P38		WisdomTree Mgd Futures Strategy Fd			
1/09/2014		1397	Loss on sale of 1,693.00 shares @ 40.9713 shr	69,364.41	69,987.60	-623.19
			Total Securities	728,943.69	765,440.90	-36,497 21
Section 7						
Accruals and Exchanges						
11	P9		American Century Heritage Fund			
3/07/2014		1523	Receipt of 927.438491 shares of American Century Heritage Inv	20,609.69	20,609.69	0.00
3/07/2014		1526	Receipt of 24.70277 shares of American Century Heritage Inv.	560.01	560.01	0 00
3/07/2014		1529	Receipt of 148.390351 shares of American Century Heritage Inv.	3,660 85	3,660.85	0.00
3/07/2014		1532	Receipt of 4.246388 shares of American Century Heritage Inv.	104 75	104.75	0.00
			Account Subtotal	24,935.30	24,935.30	0 00
			Total Accruals and Exchanges	24,935.30	24,935.30	0.00
Schedule B Total Realized Decreases on Principal				753,878 99	790,376.20	-36,497 21