



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



SCANNED AUG 01 2014
DATE JUL 22 2014

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 5/1/2013, and ending 4/30/2014

Name of foundation GREENWOOD H & M		A Employer identification number 56-6220819	
Number and street (or P O box number if mail is not delivered to street address) Room/suite Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818	
Foreign country name	Foreign province/state/county	Foreign postal code	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 273,257		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	5,594	5,472		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	5,695			
	b Gross sales price for all assets on line 6a 98,740				
	7 Capital gain net income (from Part IV, line 2)		5,695		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less: Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	11,289	11,167	0	
	13 Compensation of officers, directors, trustees, etc	4,490	3,367		1,123
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	51			51
	b Accounting fees (attach schedule)	932			932
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	77	77		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	5,550	3,444	0	2,106
	25 Contributions, gifts, grants paid	21,257			21,257
	26 Total expenses and disbursements. Add lines 24 and 25	26,807	3,444	0	23,363
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-15,518			
	b Net investment income (if negative, enter -0-)		7,723		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

HTA

14/11/14

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year (a) Book Value	End of year (b) Book Value (c) Fair Market Value	
Assets	1 Cash—non-interest-bearing					
	2 Savings and temporary cash investments			7,839	2,067	2,067
	3 Accounts receivable ▶					
	Less allowance for doubtful accounts ▶					
	4 Pledges receivable ▶					
	Less allowance for doubtful accounts ▶					
	5 Grants receivable					
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7 Other notes and loans receivable (attach schedule) ▶					
	Less allowance for doubtful accounts ▶					
	8 Inventories for sale or use					
	9 Prepaid expenses and deferred charges					
	10a Investments—U S and state government obligations (attach schedule)					
	b Investments—corporate stock (attach schedule)					
	c Investments—corporate bonds (attach schedule)					
	11 Investments—land, buildings, and equipment basis ▶					
Less accumulated depreciation (attach schedule) ▶						
12 Investments—mortgage loans						
13 Investments—other (attach schedule)			235,385	236,686	271,190	
14 Land, buildings, and equipment basis ▶						
Less accumulated depreciation (attach schedule) ▶						
15 Other assets (describe ▶)						
16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)			243,224	238,753	273,257	
Liabilities	17 Accounts payable and accrued expenses					
	18 Grants payable					
	19 Deferred revenue					
	20 Loans from officers, directors, trustees, and other disqualified persons					
	21 Mortgages and other notes payable (attach schedule)					
	22 Other liabilities (describe ▶)					
23 Total liabilities (add lines 17 through 22)			0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	24 Unrestricted					
	25 Temporarily restricted					
	26 Permanently restricted					
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	27 Capital stock, trust principal, or current funds			243,224	238,753	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund					
	29 Retained earnings, accumulated income, endowment, or other funds					
30 Total net assets or fund balances (see instructions)			243,224	238,753		
31 Total liabilities and net assets/fund balances (see instructions)			243,224	238,753		

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	243,224
2 Enter amount from Part I, line 27a	2	-15,518
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	11,574
4 Add lines 1, 2, and 3	4	239,280
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	527
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	238,753

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	5,695
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(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	14,327	258,945	0.055329
2011	6,990	255,026	0.027409
2010	7,392	249,562	0.029620
2009	6,081	221,036	0.027511
2008	14,932	219,250	0.068105

2 Total of line 1, column (d)	2	0.207974
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.041595
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	268,172
5 Multiply line 4 by line 3	5	11,155
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	77
7 Add lines 5 and 6	7	11,232
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	23,363

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)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	77
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	77
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	77
6	Credits/Payments.		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	39
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	39
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	38
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 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
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c 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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NC		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions).	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WELLS FARGO BANK N A Telephone no. ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <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 checked="" type="checkbox"/> Yes <input 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)? Organizations relying on a current notice regarding disaster assistance check here <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	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 ► 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 _____, 20 _____, 20 _____, 20 _____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <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)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank N.A. Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4.00	4,490	

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	264,053
b	Average of monthly cash balances	1b	8,203
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	272,256
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	272,256
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4,084
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	268,172
6	Minimum investment return. Enter 5% of line 5	6	13,409

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	13,409
2a	Tax on investment income for 2013 from Part VI, line 5	2a	77
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	77
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	13,332
4	Recoveries of amounts treated as qualifying distributions	4	11,402
5	Add lines 3 and 4	5	24,734
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	24,734

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	23,363
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	23,363
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	77
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	23,286

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				24,734
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			9,805	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 23,363				
a Applied to 2012, but not more than line 2a			9,805	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				13,558
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				11,176
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

N/A

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

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

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

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

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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

- c** Any submission deadlines

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

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

Recipient	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 Statement				
Total				3a 21,257
b Approved for future payment NONE				
Total				3b 0

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

- 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
- (2)** Other assets
- b** Other transactions:
- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations
- c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees
- 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.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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

**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.

John A. Calante SVP Wells Fargo Bank N A
Signature of officer or trustee

7/17/2014
Date

SVP Wells Fargo Bank N A
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name

JOSEPH J CASTRIANO

Preparer's signature

John

Date

7/17/2014

Check ☒ if self-employed

PTIN	
------	--

P01251603

Firm's name ► PricewaterhouseCoopers, LLP

Firm's address ► 600 GRANT STREET, PITTSBURGH, PA 15219-2777

Firm's EIN ► 13-4008324

Phone no	412-355-6000
----------	--------------

Phone no	412-355-6000
----------	--------------

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

Recipient(s) paid during the year

Name

MILLS RIVER UMC

Street

137 OLD TURNPIKE ROAD

City

MILLS RIVER

State

NC

Zip Code

28759

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

21,257

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV		Amount		Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss				
		Long Term CG Distributions	Short Term CG Distributions	Capital Gains/Losses	Other sales	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss		
		3,036				98,740		93,045		5,695				
						0				0				
1	2	3	4	5	6	7	8	9	10	11	12			
X	AOR MANAGED FUTURES STR	00203H859			7/12/2013		10/9/2013	2,529	2,619				0	-90
X	ARTISAN INTERNATIONAL FU	04314H204			2/11/2013		7/10/2013	694	666				0	28
X	ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		7/10/2013	394	304				0	90
X	ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		10/9/2013	448	327				0	121
X	ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		12/1/2014	605	409				0	196
X	ARTISAN MID CAP FUND-INS	04314H600			7/12/2013		10/9/2013	751	722				0	29
X	ARTISAN MID CAP FUND-INS	04314H600			4/10/2012		10/9/2013	81	66				0	15
X	CREDIT SUISSE COMM RET S	22544R305			2/11/2013		4/22/2014	1,346	1,128				0	220
X	CREDIT SUISSE COMM RET S	22544R305			8/26/2011		10/9/2013	2,408	3,086				0	-678
X	CREDIT SUISSE COMM RET S	22544R305			8/26/2011		4/22/2014	1,058	1,266				0	-208
X	DIAMOND HILL LONG-SHORT	25264S833			9/9/2011		7/10/2013	1,759	1,317				0	442
X	DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		4/30/2014	346	268				0	78
X	DODGE & COX INT'L STOCK F	256206103			7/12/2007		7/10/2013	597	795				0	-199
X	DODGE & COX INT'L STOCK F	256206103			6/16/2007		10/9/2013	295	392				0	-97
X	DODGE & COX INT'L STOCK F	256206103			9/13/2007		10/9/2013	32	38				0	-6
X	DODGE & COX INT'L STOCK F	256206103			8/1/2007		10/9/2013	29	34				0	-5
X	DODGE & COX INT'L STOCK F	256206103			6/16/2007		10/9/2013	654	807				0	-153
X	DODGE & COX INT'L STOCK F	256206103			3/13/2008		10/9/2013	126	129				0	-3
X	DODGE & COX INT'L STOCK F	256206103			3/13/2008		12/1/2014	518	494				0	24
X	DODGE & COX INT'L STOCK F	256206103			3/13/2008		4/30/2014	627	577				0	50
X	DODGE & COX INCOME FD C	256210105			2/11/2013		7/10/2013	3,666	3,787				0	-121
X	DODGE & COX INCOME FD C	256210105			2/11/2013		1/21/2014	574	583				0	-9
X	DODGE & COX INCOME FD C	256210105			2/11/2013		4/30/2014	580	580				0	0
X	DREYFUS EMG MKT DEBT LO	261980494			8/10/2012		10/10/2013	3,884	4,004				0	-120
X	DREYFUS EMG MKT DEBT LO	261980494			9/9/2011		10/10/2013	101	104				0	-3
X	DREYFUS EMG MKT DEBT LO	261980494			9/9/2011		4/30/2014	235	245				0	-10
X	DREYFUS EMG MKT DEBT LO	261980494			12/17/2010		4/30/2014	173	177				0	-4
X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		12/1/2014	1,243	1,236				0	7
X	DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		12/1/2014	1,327	1,319				0	8
X	JP MORGAN MID CAP VALUE	339128100			12/17/2010		7/10/2013	400	282				0	118
X	JP MORGAN MID CAP VALUE	339128100			4/24/2014		4/30/2014	289	289				0	0
X	GATEWAY FUND - Y #1986	367829884			8/10/2012		7/10/2013	6,654	6,505				0	149
X	GATEWAY FUND - Y #1986	367829884			2/11/2013		7/10/2013	2,662	2,631				0	31
X	HARBOR CAPITAL APRTION	411511504			5/25/2011		10/9/2013	5,349	4,941				0	408
X	HARBOR CAPITAL APRTION	411511504			5/25/2011		10/9/2013	914	701				0	213
X	VANGUARD REIT VIPER	922908553			5/25/2011		12/1/2014	1,380	935				0	445
X	VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014	432	395				0	37
X	HARBOR CAPITAL APRTION	411511504			12/17/2010		4/30/2014	364	257				0	107
X	ISHARES CORE S & P 500 ETF	464287200			9/7/2011		7/10/2013	166	120				0	-6
X	ISHARES CORE S & P 500 ETF	464287200			8/24/2011		7/10/2013	5,141	3,637				0	46
X	ISHARES CORE S & P 500 ETF	464287200			8/8/2012		12/1/2014	370	281				0	1,504
X	KALMAR GR W VAL SM CAP	483436305			2/11/2013		12/1/2014	652	501				0	89
X	KEELEY SMALL CAP VAL FD C	487300808			5/10/2012		4/30/2014	152	102				0	151
X	KEELEY SMALL CAP VAL FD C	487300808			12/17/2010		4/30/2014	148	98				0	50
X	LAUDUS MONDRIAN INT'L FHI	518550655			9/9/2011		4/22/2014	4,050	4,820				0	-570
X	LAUDUS MONDRIAN INT'L FHI	518550655			2/14/2012		4/22/2014	731	785				0	-54
X	LAUDUS MONDRIAN INT'L FHI	518550655			7/12/2013		4/22/2014	676	660				0	16
X	MFS VALUE FUND-CLASS I #8	552983694			1/23/2014		4/22/2014	935	917				0	18
X	MFS VALUE FUND-CLASS I #8	552983694			5/10/2012		7/10/2013	582	468				0	114
X	MFS VALUE FUND-CLASS I #8	552983694			2/11/2013		7/10/2013	2,586	2,344				0	252
X	MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		7/10/2013	1,031	824				0	207
X	MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		12/1/2014	531	387				0	144
X	MERGER FD SH BEN INT #260	589509108			5/25/2011		4/30/2014	336	242				0	94
X	ASG GLOBAL ALTERNATIVES	638727885			10/11/2013		4/30/2014	275	275				0	0
X	ASG GLOBAL ALTERNATIVES	638727885			7/12/2013		12/1/2014	339	342				0	-3
X	OPPENHEIMER DEVELOPING	683974505			5/25/2011		10/9/2013	1,983	1,886				0	-5
X	OPPENHEIMER DEVELOPING	683974505			2/11/2013		4/30/2014	370	357				0	97
X	PIMCO TOTAL RET FD-INST #	693390700			8/10/2012		7/10/2013	1,368	1,467				0	13
X	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		7/10/2013	1,982	2,090				0	-99
X	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		4/30/2014	531	531				0	-108
X	PIMCO FOREIGN BD FD USD	693390882			8/26/2011		4/30/2014	280	276				0	4
X	RIDGEWORTH SEIX HY BD-I #	766287645			7/12/2013		12/1/2014	2,026	2,065				0	-39
X	RIDGEWORTH SEIX HY BD-I #	766287645			8/26/2011		12/1/2014	384	370				0	-14
X	RIDGEWORTH SEIX HY BD-I #	766287645			8/26/2011		4/22/2014	7,000	6,592				0	200
X	RIDGEWORTH SEIX HY BD-I #	766287645			8/26/2011		4/22/2014	7,000	6,592				0	408

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

Long Term CG Distributions										Amount		Capital Gains/Losses		Gross Sales		Cost, Other		Net Gain or Loss			
Short Term CG Distributions										3,036		Other sales		98,740		0		93,045		5,695	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss							
69	T ROWE PRICE SHORT TERM	77957P105			2/11/2013		4/22/2014	2,673	2,701					0	-28						
70	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		4/30/2014	331	334					0	-3						
71	SPDR DJ WILSHIRE INTERNA	78463X663			5/23/2011		4/22/2014	340	317					0	23						
72	SPDR DJ WILSHIRE INTERNA	78463X663			5/23/2011		4/30/2014	341	317					0	24						
73	VANGUARD FTSE EMERGING	922042858			12/17/2010		10/9/2013	1,884	2,167					0	-283						
74	VANGUARD FTSE EMERGING	922042858			12/17/2010		1/21/2014	1,886	2,111					0	-225						
75	VANGUARD FTSE EMERGING	922042858			12/17/2010		1/21/2014	2,082	2,497					0	-415						
76	VANGUARD FTSE EMERGING	922042858			12/17/2010		4/30/2014	286	330					0	-44						
77	VANGUARD REIT VIPER	922908553			11/19/2012		4/22/2014	72	62					0	10						

Part I, Line 16a (990-PF) - Legal Fees

		51	0	0	51
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	51			51

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

		932	0	0	932
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	ACCOUNTING FEES	932			932

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

		77	77	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	77	77		

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

		235,385		236,686	271,190
1	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
				236,686	271,190

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

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

1	Recovery of Grants Paid	1	11,402
2	Federal Excise Tax Refund	2	152
3	Rounding	3	20
4	Total	4	11,574

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

1	Gain on CY Sales Not Settled at Year End	1	343
2	Mutual Fund Timing Difference	2	13
3	PY Return of Capital Adjustment	3	171
4	Total	4	527

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

Long Term CG Distributions															3,036	Short Term CG Distributions																
Description of Property Sold															CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	0	2,659	Gain/Loss Minus Excess of FMV Over Adjusted Basis or Losses	2,659		
1	AQR MANAGED FUTURES STR-I #12130203H#659																	7/12/2013	10/9/2013	2,529		0	2,619	-90	0	0	0	0	0	0	0	2,659
2	ARTISAN INTERNATIONAL FUND #661															04314H204		2/11/2013	7/10/2013	664		0	664	28	0	0	0	0	0	0	28	
3	ARTISAN INTERNATIONAL FUND #661															04314H204		8/26/2011	10/9/2013	394		0	304	90	0	0	0	0	0	90		
4	ARTISAN INTERNATIONAL FUND #661															04314H204		8/26/2011	10/9/2013	448		0	327	121	0	0	0	0	121			
5	ARTISAN INTERNATIONAL FUND #661															04314H204		8/26/2011	12/1/2014	605		0	409	196	0	0	0	0	196			
6	ARTISAN MID CAP FUND-INS #1333															04314H800		7/12/2013	10/9/2013	751		0	722	29	0	0	0	0	29			
7	ARTISAN MID CAP FUND-INS #1333															04314H800		4/10/2012	10/9/2013	81		0	66	15	0	0	0	0	15			
8	ARTISAN MID CAP FUND-INS #1333															04314H800		2/11/2013	4/22/2014	1,346		0	1,128	220	0	0	0	0	220			
9	CREDIT SUISSE COMM RET ST-I #2156															22544R305		8/26/2011	10/9/2013	2,408		0	3,086	-678	0	0	0	0	-678			
10	CREDIT SUISSE COMM RET ST-I #2156															22544R305		8/26/2011	4/22/2014	1,058		0	1,265	-208	0	0	0	0	-208			
11	CREDIT SUISSE COMM RET ST-I #2156															22544R305		8/26/2011	4/22/2014	481		0	478	-77	0	0	0	0	-77			
12	DIAMOND HILL LONG-SHORT FD CL-I #25264S833																	9/9/2011	7/10/2013	1,759		0	1,317	442	0	0	0	0	442			
13	DODGE & COX INTL STOCK FD #1048															25620H103		8/10/2012	4/30/2014	348		0	269	78	0	0	0	0	78			
14	DODGE & COX INTL STOCK FD #1048															25620H103		7/12/2007	7/10/2013	597		0	798	-199	0	0	0	0	-199			
15	DODGE & COX INTL STOCK FD #1048															25620H103		6/18/2007	7/10/2013	295		0	362	-67	0	0	0	0	-67			
16	DODGE & COX INTL STOCK FD #1048															25620H103		8/13/2007	10/9/2013	32		0	36	4	0	0	0	0	4			
17	DODGE & COX INTL STOCK FD #1048															25620H103		8/13/2007	10/9/2013	52		0	34	18	0	0	0	0	18			
18	DODGE & COX INTL STOCK FD #1048															25620H103		3/13/2008	10/9/2013	128		0	807	-153	0	0	0	0	-153			
19	DODGE & COX INTL STOCK FD #1048															25620H103		3/13/2008	10/9/2013	128		0	129	-1	0	0	0	0	-1			
20	DODGE & COX INTL STOCK FD #1048															25620H103		3/13/2008	4/30/2014	519		0	494	24	0	0	0	0	24			
21	DODGE & COX INCOME FUND COM #117															25620H103		2/11/2013	7/10/2013	3,666		0	3,777	-111	0	0	0	0	-111			
22	DODGE & COX INCOME FUND COM #117															25620H103		2/11/2013	7/10/2013	574		0	563	11	0	0	0	0	11			
23	DODGE & COX INCOME FUND COM #117															25620H103		2/11/2013	4/30/2014	580		0	580	0	0	0	0	0	0			
24	DREYFUS ENG MKT DEBT LOC C-I #606															28190Q494		8/10/2012	10/10/2013	3,894		0	4,004	-110	0	0	0	0	-110			
25	DREYFUS ENG MKT DEBT LOC C-I #606															28190Q494		9/9/2011	10/10/2013	101		0	104	-3	0	0	0	0	-3			
26	DREYFUS ENG MKT DEBT LOC C-I #606															28190Q494		9/9/2011	4/30/2014	235		0	245	-10	0	0	0	0	-10			
27	DREYFUS ENG MKT DEBT LOC C-I #606															28190Q494		12/17/2010	4/30/2014	173		0	177	-4	0	0	0	0	-4			
28	DRIEHAUS ACTIVE INCOME FUND															26202B655		7/11/2013	12/1/2014	1,236		0	1,236	8	0	0	0	0	8			
29	DRIEHAUS ACTIVE INCOME FUND															26202B655		7/12/2013	12/1/2014	1,327		0	1,319	8	0	0	0	0	8			
30	JP MORGAN MID CAP VALUE-I #758															339128100		12/17/2010	7/10/2013	282		0	282	118	0	0	0	0	118			
31	JP MORGAN MID CAP VALUE-I #758															339128100		4/24/2014	4/30/2014	289		0	289	0	0	0	0	0	0			
32	GATEWAY FUND - Y #1996															367629B84		8/10/2012	7/10/2013	6,854		0	6,905	-148	0	0	0	0	-148			
33	GATEWAY FUND - Y #1996															367629B84		8/10/2012	7/10/2013	2,662		0	2,631	31	0	0	0	0	31			
34	HARBOR CAPITAL APFLECTION-INST #20															411511504		2/11/2013	7/10/2013	5,349		0	4,941	408	0	0	0	0	408			
35	HARBOR CAPITAL APFLECTION-INST #20															411511504		5/25/2011	10/9/2013	914		0	701	213	0	0	0	0	213			
36	HARBOR CAPITAL APFLECTION-INST #20															411511504		5/25/2011	12/1/2014	1,380		0	935	445	0	0	0	0	445			
37	VANGUARD REIT VIPER															92290B653		10/9/2013	4/22/2014	432		0	395	37	0	0	0	0	37			
38	VANGUARD REIT VIPER															92290B653		12/17/2010	4/30/2014	364		0	257	107	0	0	0	0	107			
39	VANGUARD REIT VIPER															92290B653		4/24/2014	4/30/2014	387		0	393	6	0	0	0	0	6			
40	VANGUARD REIT VIPER															92290B653		9/7/2011	7/10/2013	186		0	120	66	0	0	0	0	66			
41	SHARES CORE S & P 500 ETF															464287200		8/24/2011	7/10/2013	5,141		0	3,637	1,504	0	0	0	0	1,504			
42	SHARES CORE S & P 500 ETF															464287200		8/8/2012	12/1/2014	89		0	281	89	0	0	0	0	89			
43	SHARES CORE S & P 500 ETF															464287200		5/10/2012	4/30/2014	152		0	501	151	0	0	0	0	151			
44	KALMAR GR W VAL SM CAP-INS #4															483430085		2/11/2013	12/1/2014	652		0	102	550	0	0	0	0	550			
45	KALMAR GR W VAL SM CAP-INS #4															483430085		2/11/2013	4/30/2014	148		0	88	60	0	0	0	0	60			
46	KALMAR GR W VAL SM CAP-INS #4															483430085		12/17/2010	4/30/2014	4,050		0	4,620	-570	0	0	0	0	-570			
47	LAUDUS MONDRIAN INTL FINST #794518550685																	2/14/2012	4/22/2014	731		0	785	-54	0	0	0	0	-54			
48	LAUDUS MONDRIAN INTL FINST #794518550685																	7/12/2013	4/22/2014	678		0	660	18	0	0	0	0	18			
49	LAUDUS MONDRIAN INTL FINST #794518550685																	1/23/2014	4/22/2014	935		0	917	18	0	0	0	0	18			
50	MFS VALUE FUND-CLASS I #893															552983694		5/10/2012	7/10/2013	562		0	468	114	0	0	0	0	114			
51	MFS VALUE FUND-CLASS I #893															552983694		2/11/2013	7/10/2013	2,596		0	2,344	252	0	0	0	0	252			
52	MFS VALUE FUND-CLASS I #893															552983694		5/25/2011	7/10/2013	1,031		0	824	207	0	0	0	0	207			
53	MFS VALUE FUND-CLASS I #893															552983694		5/25/2011	12/1/2014	531		0	387	144	0	0	0	0	144			
54	MFS VALUE FUND-CLASS I #893															552983694		5/25/2011	4/30/2014	336		0	242	84	0	0	0	0	84			
55	MERGER FD SH BEN INT #290															589509108		4/24/2014	4/30/2014	275		0	275	0	0	0	0	0	0			
56	ASSG GLOBAL ALTERNATIVES-Y #1893															638727695		10/11/2013	12/1/2014	339		0	342	-3	0	0	0	0	-3			
57	ASSG GLOBAL ALTERNATIVES-Y #1893															638727695		7/12/2013	12/1/2014	1,983		0	879	-87	0	0	0	0	-87			
58	OPPENHEIMER DEVELOPING MKT-Y #7															683974505		5/25/2011	10/9/2013	370		0	1,886	13	0	0	0	0	13			
59	OPPENHEIMER DEVELOPING MKT-Y #7															683974505		2/11/2013	4/30/2014	1,487		0	1,487	-98	0	0	0	0	-98			
60	PINCO TOTAL RET FD-INST #35															693390700		8/10/2012	7/10/2013	1,982		0	2,090	-108	0	0	0	0	-108			
61	PINCO TOTAL RET FD-INST #35															693390700		5/10/2012	4/30/2014	531		0	531	0	0	0	0	0	0			
62	PINCO FOREIGN BD FD USD H-INST #1															693390700		8/26/2011	4/30/2014	2,076		0	2,065	11	0	0	0	0	11			
63	RIDGEWORTH SEIX HY BD-I #5855															766287645		10/11/2013	12/1/2014	364		0	370	-6	0	0	0	0	-6			
64	RIDGEWORTH SEIX HY BD-I #5855															766287645		8/26/2011	12/1/2014	4,009		0	3,809	200	0	0	0	0	200			
65	RIDGEWORTH SEIX HY BD-I #5855															766287645		8/26/2011	12/1/2014	7,000		0	6,592	408	0	0	0	0	408			
66	RIDGEWORTH SEIX HY BD-I #5855															766287645		2/11/2013	4/22/2014	2,873		0	2,701	-28	0	0	0	0	-28			
67	RIDGEWORTH SEIX HY BD-I #5855															766287645		3/14/2012	4/30/2014	331		0	334	-3	0	0	0	0	-3			
68	RIDGEWORTH SEIX HY BD-I #5855															766287645		5/23/2011	4/22/2014	340		0	317	23	0	0	0	0	23			
69	SPDR DJ WILSHIRE INTERNATIONAL R															78463K683		12/17/2010	4/30/2014	1,884		0	2,187	-341	0	0	0	0	-341			
70	SPDR DJ WILSHIRE INTERNATIONAL R															78463K683		2/17/2013	12/1/2014	1,886		0	2,111	-283	0	0	0	0	-283			
71	VANGUARD FTSE EMERGING MARKET															92204Z658		12/17/2010	12/1/2014	2,082		0	2,497	-415	0	0	0	0	-415			
72	VANGUARD FTSE EMERGING MARKET															92204Z658		12/17/2010	12/1/2014	286		0	330	-44	0	0	0	0	-44			
73	VANGUARD FTSE EMERGING MARKET															92204Z658		11/19/2012	4/22/2014	72		0	62	10	0	0	0	0	10			
74	VANGUARD FTSE EMERGING MARKET															92204Z658		11/19/2012	4/22/2014	72		0	62	10	0	0	0	0	10			
75	VANGUARD FTSE EMERGING MARKET															92204Z658		11/19/2012	4/22/2014	72		0	62	10	0	0	0	0	10			

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	4,490		Expense Account
										Compensation	Benefits	
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		Trustee	4 00	4,490		

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

	Date		Amount
1 Credit from prior year return	4/30/2013	1	39
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	39

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

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	9,805
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	9,805

Security Type	CUSIP	Asset Name	FMV	Fed Cost
Invest - Other	04314H204	ARTISAN INTERNATIONAL FUND #661	12,394.02	8,437.28
Invest - Other	256210105	DODGE & COX INCOME FD COM #147	20,203.13	18,932.84
Invest - Other	411511504	HARBOR CAPITAL APRCTION-INST #2012	18,677.96	12,945.47
Invest - Other	589509108	MERGER FD SH BEN INT #260	8,421.22	8,238.95
Invest - Other	693390700	PIMCO TOTAL RET FD-INST #35	20,163.60	19,297.54
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	6,346.73	6,042.02
Invest - Other	77957P105	T ROWE PRICE SHORT TERM BD FD #55	12,878.16	12,902.32
Invest - Other	04314H600	ARTISAN MID CAP FUND-INS #1333	8,935.54	7,433.89
Invest - Other	315920702	FID ADV EMER MKTS INC- CL I #607	4,144.36	4,066.51
Invest - Other	464287200	ISHARES CORE S & P 500 ETF	5,117.58	3,517.34
Invest - Other	261980668	DREYFUS INTERNATL BOND FD CL I #6094	6,302.52	6,284.07
Invest - Other	277923728	EATON VANCE GLOBAL MACRO - I #0088	4,112.63	4,220.27
Invest - Other	256206103	DODGE & COX INT'L STOCK FD #1048	12,869.27	7,604.84
Invest - Other	552983694	MFS VALUE FUND-CLASS I #893	12,615.03	9,037.98
Invest - Other	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	9,967.70	10,071.84
Invest - Other	262028855	DRIEHAUS ACTIVE INCOME FUND	11,042.93	10,886.55
Invest - Other	339128100	JP MORGAN MID CAP VALUE-I #758	9,286.50	6,671.92
Invest - Other	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	4,755.97	4,750.20
Invest - Other	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	6,683.74	6,981.20
Invest - Other	922908553	VANGUARD REIT VIPER	9,919.84	6,991.36
Invest - Other	922042858	VANGUARD FTSE EMERGING MARKETS ETF	4,749.04	4,920.53
Invest - Other	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	5,017.68	5,010.51
Invest - Other	77958B402	T ROWE PRICE INST FLOAT RATE #170	4,195.07	4,209.79
Invest - Other	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	13,852.22	13,158.53
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	9,866.01	8,782.34
Invest - Other	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	5,787.16	4,031.80
Invest - Other	483438305	KALMAR GR W/ VAL SM CAP-INS #4	4,868.32	4,004.49
Invest - Other	22544R305	CREDIT SUISSE COMM RET ST-I #2156	12,587.93	13,637.75
Invest - Other	487300808	KEELEY SMALL CAP VAL FD CL I #2251	5,427.70	3,615.93
Invest - Other			-	-
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	1,493.35	1,493.35
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	573.85	573.85

Invest - Other	271,189.56	236,686.06
Savings & Temp Inv	2,067.20	2,067.20
	<hr/>	
TOTAL	273,256.76	238,753.26