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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. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 05-01-2013 , and ending 04-30-2014

Name of foundation
THE SCHOENFELD-GARDNER FOUNDATION

% FOUNDATION MANAGEMENT GROUP

Number and street (or P O box number if mail is not delivered to street address)
1000 SECOND AVENUE 34TH FLOOR
Suite

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
SEATTLE, WA 981041022

A Employer identification number
91-6055133

B Telephone number (see instructions)
(206) 667-0300

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,432,209

J Accounting method ☑ Cash ☐ Accrual ☐ 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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	0			
	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	64,620	64,620		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	40,933			
	b	Gross sales price for all assets on line 6a 249,596				
	7	Capital gain net income (from Part IV, line 2)		40,933		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	105,553	105,553		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	11,525	2,881		8,644
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	14,707	7,207	0	7,500
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,340	577	0	0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	92	0	0	92
	24	**Total operating and administrative expenses.** Add lines 13 through 23	28,664	10,665	0	16,236
	25	Contributions, gifts, grants paid	91,000			91,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	119,664	10,665	0	107,236
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-14,111			
	b	**Net investment income** (if negative, enter -0-)		94,888		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	18,892	105,693	105,693
	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)	648,698	523,416	523,416
	b	Investments—corporate stock (attach schedule)	1,430,027	1,528,022	1,528,022
	c	Investments—corporate bonds (attach schedule)	207,145	275,078	275,078
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	2,304,762	2,432,209	2,432,209
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	
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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,304,762	2,432,209	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	2,304,762	2,432,209	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	2,304,762	2,432,209	

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	2,304,762
2	Enter amount from Part I, line 27a	2	-14,111
3	Other increases not included in line 2 (itemize) ▶	3	141,558
4	Add lines 1, 2, and 3	4	2,432,209
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,432,209

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)
1 a	SHORT TERM SALES	P	2013-09-20	2013-10-04
b	LONG TERM SALES	P		
c	CAPITAL GAIN DIVIDENDS	P		
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	3,542		3,566	-24
b	231,458		205,097	26,361
c				14,596
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				-24
b				26,361
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	40,933
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	100,619	2,149,149	0 046818
2011	95,220	2,098,610	0 045373
2010	104,213	2,120,779	0 049139
2009	103,875	2,065,300	0 050295
2008	143,902	2,172,691	0 066232

2	**Total** of line 1, column (d).	2	0 257857
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 051571
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	2,329,202
5	Multiply line 4 by line 3.	5	120,119
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	949
7	Add lines 5 and 6.	7	121,068
8	Enter qualifying distributions from Part XII, line 4.	8	107,236

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 page 18 of the 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	1,898
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	
3	Add lines 1 and 2	3	1,898
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,898
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 1,480		
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	1,480
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	418
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶WA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

		Line	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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶FOUNDATION MANAGEMENT GROUP Telephone no ▶(206) 667-0300

Located at ▶1000 SECOND AVENUE 34TH FLOOR SEATTLE WA ZIP+4 ▶98104

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 |

		Line	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		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	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? ☐ **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**		**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?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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
Total number of other employees paid over $50,000 ▶				

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
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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See page 24 of the instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	2,291,964
b	Average of monthly cash balances	1b	72,708
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	2,364,672
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	0
3	Subtract line 2 from line 1d	3	2,364,672
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,470
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,329,202
6	**Minimum investment return.** Enter 5% of line 5	6	116,460

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	116,460
2a	Tax on investment income for 2013 from Part VI, line 5	2a	1,898		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,898
3	Distributable amount before adjustments Subtract line 2c from line 1			3	114,562
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	114,562
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	114,562

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	107,236
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	107,236
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	107,236

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					114,562
2 Undistributed income, if any, as of the end of 2013					
a Enter amount for 2012 only.				90,226	
b Total for prior years 2011 , 2010 , 2009					
3 Excess distributions carryover, if any, to 2013					
a From 2008.					
b From 2009.					
c From 2010.					
d From 2011.					
e From 2012.	0				
f Total of lines 3a through e.		0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 107,236					
a Applied to 2012, but not more than line 2a				90,226	
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.					17,010
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					
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					
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014					97,552
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		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. . . .	0				

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

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

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

	Tax year	Prior 3 years			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2a 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 organization had $5,000 or more in assets at any time during the year—see instructions.)

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				91,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	64,620	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	40,933	
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). .				105,553	

13 Total. Add line 12, columns (b), (d), and (e). **13** 105,553

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-09-15 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
ANGELA M FIDLER				
Firm's name ▶	BADER MARTIN PS		Firm's EIN ▶	
Firm's address ▶	1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022		Phone no (206)621-1900	

Form 990PF Part VIII Line 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
Herbert A Schoenfeld Jr 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	President/Director 2 0	2,305	0	0
L Kenneth Schoenfeld Jr 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	Treasurer/Director 2 0	2,305	0	0
Nancy S Burnett 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	Vice Pres/Director 2 0	2,305	0	0
Judy Schoenfeld 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	VICE PRES/Director 2 0	2,305	0	0
Susan B Burnett 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	Secretary/Director 2 0	2,305	0	0
Daniel Asher 1000 SECOND AVENUE 34TH FLOOR SEATTLE, WA 981041022	Asst Secretary 2 0	0	0	0

Form 990PF Part XV Line 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*				
AMERICAN HEART ASSOCIATION 710 SECOND AVE SUITE 900 SEATTLE, WA 98104	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
AMERICAN RED CROSS - KING & KITSAP COUNTY PO BOX 3097 SEATTLE, WA 98114	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	800
ARTSFUND PO BOX 19780 SEATTLE, WA 98109	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	2,900
BIG BROTHERS BIG SISTERS OF PUGET SOUND 1600 S GRAHAM ST SEATTLE, WA 98108	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
BOYS & GIRLS CLUBS OF KING COUNTY 603 STEWART STREET 300 SEATTLE, WA 98101	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	700
BOYS & GIRLS CLUB OF SOUTH PUGET SOUND 3875 SOUTH 66TH ST TACOMA, WA 98409	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	650
BROADWAY CENTER FOR THE PERFORMING ARTS 901 BROADWAY SUITE 700 TACOMA, WA 984024415	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,500
CAMP KOREY 28901 NE CARNATION FARM ROAD CARNATION, WA 98014	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,500
CAMPFIRE USA - CENTRAL PUGET SOUND 4241 - 21ST AVE W SUITE 200 SEATTLE, WA 98199	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
CHILDREN'S HOME SOCIETY OF WASHINGTON PO BOX 15190 SEATTLE, WA 98115	NONE	PC	TO PROVIDE SUPPORT TO FAMILY SUPPORT SERVICES	1,300
CHILDREN'S HOSPITAL FOUNDATION M/S 200 PO BOX 5371 SEATTLE, WA 98145	NONE	PC	TO SUPPORT THE SCHOENFELD-GARDNER ENDOWMENT	10,000
CRISIS CLINIC OF SEATTLE KING COUNTY 9725 - 3RD AVE NE SUITE 300 SEATTLE, WA 98115	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,100
CYSTIC FIBROSIS FOUNDATION 520 PIKE STREET SUITE 1075 SEATTLE, WA 98101	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
DONEY MEMORIAL PET CLINIC 4351 - 29TH WEST SEATTLE, WA 98199	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
EMERGENCY FOOD NETWORK 3318 - 92ND ST SOUTH LAKEWOOD, WA 98499	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	2,500
Total . . . . ▶ **3a**				91,000

Form 990PF Part XV Line 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*				
FAITH TRUST INSTITUTE 2400 N45TH ST 101 SEATTLE, WA 98103	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,300
GILDA'S CLUB SEATTLE 1400 BROADWAY SEATTLE, WA 98122	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	3,100
GIRL SCOUTS OF WESTERN WASHINGTON 601 VALLEY STREET SEATTLE, WA 98109	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
SEATTLE GOODWILL 1765 - 6TH AVENUE SOUTH SEATTLE, WA 98134	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	550
HOPE HEART INSTITUTE 1380 - 112TH AVE NE SUITE 200 BELLEVUE, WA 98004	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	2,400
FRED HUTCHINSON CANCER RESEARCH CENTER PO BOX 19024 SEATTLE, WA 98109	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	2,400
JEWISH FAMILY SERVICES 1601 - 16TH AVENUE SEATTLE, WA 98122	NONE	PC	TO PROVIDE SUPPORT TO FOOD BANK PROGRAM	1,250
LIGHTHOUSE FOR THE BLIND 2501 SOUTH PLUM STREET SEATTLE, WA 98144	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
MARCH OF DIMES WASHINGTON CHAPTER 535 E DOCK STREET SUITE 202 TACOMA, WA 98402	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
MARY BRIDGE CHILDREN'S FOUNDATION PO BOX 5296 TACOMA, WA 984150296	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	4,100
MEOW CAT RESCUE 10600 NE 68TH STREET SUITE F KIRKLAND, WA 98033	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	700
MILLIONAIR CLUB CHARITY 2515 WESTERN AVENUE SEATTLE, WA 98121	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	2,400
MUSEUM OF HISTORY AND INDUSTRY 2700 - 24TH AVENUE EAST SEATTLE, WA 98112	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
NEW HORIZONS MINISTRIES PO BOX 2801 SEATTLE, WA 98111	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,500
NORTHSHORE YMCA 11811 NE 195TH ST BOTHELL, WA 98011	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
Total . . . . ▶ **3a**				91,000

Form 990PF Part XV Line 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*				
NORTHSHORE SENIOR CENTER 10201 E RIVERSIDE DRIVE BOTHELL, WA 980113708	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,100
NORTHWEST HARVEST EMM PO BOX 12272 SEATTLE, WA 98102	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	3,500
OPERATION SMILE - WASHINGTON CHAPTER PO BOX 22578 SEATTLE, WA 981220578	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	700
OVERLAKE HOSPITAL FOUNDATION 1035 - 116TH AVE NE BELLEVUE, WA 98004	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	2,900
PIKE MARKET SENIOR CENTER 85 PIKE STREET SUITE 200 SEATTLE, WA 98101	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
PLANNED PARENTHOOD OF WESTERN WASHINGTON 2001 EAST MADISON ST SEATTLE, WA 98122	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	650
THE SALVATION ARMY PO BOX 9219 SEATTLE, WA 98109	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,300
SALVATION ARMY - TACOMA PO BOX 1254 TACOMA, WA 984011254	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	4,850
STROUM JEWISH COMMUNITY CENTER 3801 EAST MERCER WAY MERCER ISLAND, WA 98040	NONE	PC	TO PROVIDE SUPPORT TO PRESCHOOL PROGRAMS	2,600
SWEDISH MEDICAL CENTER FOUNDATION 747 BROADWAY SEATTLE, WA 981224307	NONE	PC	TO PROVIDE SUPPORT TO MULTIPLE SCLEROSIS CENTER	9,600
TACOMA RESCUE MISSION PO BOX 1912 TACOMA, WA 98401	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,700
UNITED WAY OF KING COUNTY 720 SECOND AVENUE SEATTLE, WA 98104	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,200
UNITED WAY OF PIERCE COUNTY PO BOX 2215 TACOMA, WA 98401	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	1,200
VIOLENT CRIME VICTIM SERVICES 1501 PACIFIC AVE SUITE 201 TACOMA, WA 98402	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	500
WARM BEACH CHRISTIAN CAMP & CONFERENCE CENTER 20800 MARINE DRIVE STANWOOD, WA 98292	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	850
Total . . . . ▶ **3a**				91,000

Form 990PF Part XV Line 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*				
WASHINGTON TALKING BOOK & BRAILLE LIBRARY 2021 - 9TH AVENUE SEATTLE, WA 98121	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
WASHINGTON STATE HOLOCAUST EDUCATION RESOURCE CTR 2031 THIRD AVENUE SEATTLE, WA 98121	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
WASHINGTON WOMEN'S EMPLOYMENT & EDUCATION 3516 SOUTH 47TH ST SUITE 205 TACOMA, WA 98409	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	3,000
YMCA OF GREATER SEATTLE 909 FOURTH AVENUE SEATTLE, WA 98104	NONE	PC	TO PROVIDE SUPPORT RALPH SCHOENFELD, JR CAMP FUND	2,350
ACRES OF DIAMONDS PO BOX 1672 DUVALL, WA 98019	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	450
KING COUNTY JUVENILE DETENTION CENTER 1211 EAST ALDER STREET SEATTLE, WA 98122	NONE	PC	TO PROVIDE SUPPORT TO THE CHAPLAINCY PROGRAM	1,100
KUOW PUGET SOUND PUBLIC RADIO PO BOX 8418 SEATTLE, WA 98124	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	200
LIFEWIRE PO BOX 6398 BELLEVUE, WA 98008	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	600
PURRFECT PALS 230 MCRAE RD NE ARLINGTON, WA 98223	NONE	PC	TO PROVIDE SUPPORT TO EXEMPT ORGANIZATION	200
Total . . . . ▶ **3a**				91,000

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included

TY 2013 Investments Corporate Bonds Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME FUNDS - VANGUARD	275,078	275,078

TY 2013 Investments Corporate Stock Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY MUTUAL FUNDS - VANGUARD	1,528,022	1,528,022

TY 2013 Investments Government Obligations Schedule

Name:	THE SCHOENFELD-GARDNER FOUNDATION
EIN:	91-6055133
US Government Securities - End of Year Book Value:	523,416
US Government Securities - End of Year Fair Market Value:	523,416
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2013 Investments - Land Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

TY 2013 Land, Etc. Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

TY 2013 Other Expenses Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES EXPENSE	25	0	0	25
BANK CHARGES	67	0	0	67

TY 2013 Other Increases Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Description	Amount
UNREALIZED GAIN ON INVESTMENT	141,558

TY 2013 Other Liabilities Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Description	Beginning of Year - Book Value	End of Year - Book Value
CURRENT FEDERAL EXCISE TAX		

TY 2013 Other Professional Fees Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKER FEES - VANGUARD	4,707	4,707	0	
MANAGEMENT FEE-FDN MGMT GROUP	10,000	2,500	0	7,500

TY 2013 Taxes Schedule

Name: THE SCHOENFELD-GARDNER FOUNDATION

EIN: 91-6055133

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	577	577	0	0
FEDERAL EXCISE TAXES	1,763		0	0

THE SCHOEFELD-GARDNER FOUNDATION
EIN 91-6055133
ATTACHMENT A
Page 1 of 5

Vanguard

Balances and holdings for Vanguard funds

Beginning on January 1, 2012, new tax rules on taxable (nonretirement) mutual fund accounts (excluding money market funds) require Vanguard to track cost basis information for shares acquired and subsequently sold, on or after that date. Unless you select another method, sales of Vanguard mutual funds, but not ETFs, will default to the average cost method. We'll begin reporting cost basis to the IRS in 2013. For more information, visit vanguard.com/costbasis.

Symbol	Name	Fund and account	Average price per share	Total cost	Balance on 03/31/2014	Balance on 04/30/2014
VHCAX	Capital Opportunity Adm		$71.03	$40,888.38	$64,637.80	$62,536.55
VFWAX	FTSE All World ex-US Adm		27.67	287,082.18	324,118.84	328,787.66
VFIDX	Inter-Term Invest-Gr Adm		9.86	78,064.96	77,661.91	78,136.91
VMMXX	Prime Money Mkt Fund		-	-	86,641.67	88,691.10
VPCCX	PRIMECAP Core Fund		12.63	114,319.03	185,119.98	182,404.29
VASVX	Selected Value Fund		17.45	29,061.85	47,956.55	47,673.47

Assets listed in this statement for the registration above are held by separate entities. Brokerage assets are held by Vanguard Brokerage Services® (VBS or Brokerage Services), a division of Vanguard Marketing Corporation (VMC), member FINRA and SIPC. VMC is a wholly owned subsidiary of The Vanguard Group, Inc. (VGI). Vanguard Funds, including Vanguard Brokerage money market settlement funds not held in Vanguard Brokerage Option (VBO) accounts through employer-sponsored retirement plans, are offered by prospectus only, held by VGI, and are not protected by SIPC. VGI provides Vanguard fund data. For a complete listing of your brokerage assets, refer to the section titled "Balances and holdings for Vanguard Brokerage Services" For inquiries and questions regarding your brokerage assets, please contact Brokerage Services.

THE SCHOEFELD-GARDNER FOUNDATION
EIN 91-6055133
ATTACHMENT A
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Vanguard

Balances and holdings for Vanguard funds continued

Symbol	Name	Fund and account	Average price per share	Total cost	Balance on 03/31/2014	Balance on 04/30/2014
VFSUX	Short Term Invest-Gr Adm		10.84	198,639.70	196,575.11	196,941.62
VTIAX	Tot Intl Stock Ix Admiral		25.91	32,952.50	35,648.13	36,118.69
VTSAX	Total Stock Mkt Idx Adm		28.90	419,385.73	668,216.32	668,651.62
VWNAX	Windsor II Fund Adm		42.44	114,113.00	180,505.69	181,849.94
					$1,887,082.00	$1,891,791.74

Balances and holdings for Vanguard Brokerage Services account—

Unless otherwise noted, your position is held as cash.

Bonds

CUSIP	Name	Total cost	Quantity	Price on 04/30/2014	Balance on 03/31/2014	Balance on 04/30/2014
469383ZU0	JACKSONVILLE FL EXCISE TAXES REV RFDG AMBAC B/E TXBL CPN 5.060% DUE 10/01/14 DTD 01/26/06 FC 04/01/06 Moody Rating AA2 S&P Rating AA- ACCRUED INT 210.83 Est. annual income: $2,530.00; Est. yield: 4.99%	$48,440.50	50,000.0000	$101.4430	$50,850.50	$50,721.50

THE SCHOEFELD-GARDNER FOUNDATION
EIN. 91-6055133
ATTACHMENT A
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Vanguard

Balances and Holdings for Vanguard Brokerage Services account- continued

Bonds continued

CUSIP	Name	Total cost	Quantity	Price on 04/30/2014	Balance on 03/31/2014	Balance on 04/30/2014
67908PAJ5	OKLAHOMA ST CAPITOL IMPT AUTH REV NPFG B/E REV ST REGENTS TXBL CPN 5.230% DUE 07/01/15 DTD 02/22/06 FC 07/01/06 PRE 07/01/14 @ 100 000 Moody Rating AA2 S&P Rating AA ACCRUED INT 871.67 Est. annual income: $2,615.00; Est. yield: 5.19%	49,195.00	50,000.0000	100.7680	50,561.50	50,384.00
912828EE6	U S TREASURY NOTE CPN 4.250% DUE 08/15/15 DTD 08/15/05 FC 02/15/06 Moody Rating AAA ACCRUED INT 132.08 Est. annual income: $637.50; Est. yield 4.04%	15,414.42	15,000.0000	105.2620	15,831.45	15,789.30
3133MJQF0	FEDL HOME LOAN BANK BOND CPN 5.500% DUE 08/15/16 DTD 11/05/01 FC 02/15/02 Moody Rating AAA S&P Rating AA+ ACCRUED INT 580.56 Est. annual income $2,750 00; Est. yield 4 95%	52,131.50	50,000.0000	111.1910	55,676.00	55,595.50

THE SCHOEFELD-GARDNER FOUNDATION
EIN: 91-6055133
ATTACHMENT A
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Vanguard

Balances and holdings for Vanguard Brokerage Services account— continued

Bonds continued

CUSIP	Name	Total cost	Quantity	Price on 04/30/2014	Balance on 03/31/2014	Balance on 04/30/2014
880591EA8	TENNESSEE VALLEY AUTH GLBL PWR BOND 2007 SER A CPN 5.500% DUE 07/18/17 DTD 07/18/07 FC 01/18/08 Moody Rating AAA S&P Rating AA+ ACCRUED INT 786.81 Est. annual income: $2,750.00; Est. yield: 4.83%	49,851.00	50,000.0000	113.8670	57,007.00	56,933.50
3133XMQ87	FEDL HOME LOAN BANK BOND CPN 5.000% DUE 11/17/17 DTD 10/19/07 FC 05/17/08 Moody Rating AAA S&P Rating AA+ ACCRUED INT 1,138.89 Est. annual income: $2,500.00; Est. yield: 4.41%	51,567.65	50,000.0000	113.3510	56,701.00	56,675.50
61366642M2	MONTGOMERY CNTY TN INDUSTRIAL PARK B/E TXBL CPN 5.000% DUE 05/01/18 DTD 08/28/08 FC 05/01/09 Moody Rating AA2 S&P Rating AA+ ACCRUED INT 1,250.00 Est. annual income: $2,500.00; Est. yield: 4.38%	49,418.00	50,000.0000	114.0810	56,815.00	57,040.50

THE SCHOEFELD-GARDNER FOUNDATION
EIN: 91-6055133
ATTACHMENT A
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Vanguard

Balances and holdings for Vanguard Brokerage Services account—continued

Bonds continued

CUSIP	Name	Total cost	Quantity	Price on 04/30/2014	Balance on 03/31/2014	Balance on 04/30/2014
364195BH9	GALVESTON CNTY TX RD SER A BABS B/E TXBL CPN 4.708% DUE 02/01/19 DTD 09/01/09 FC 02/01/10 Moody Rating AA1 ACCRUED INT 588.50 Est. annual income: $2,354.00; Est. yield: 4.20%	50,025.00	50,000.0000	112.1820	55,928.00	56,091.00
31331YEH9	FEDL FARM CREDIT BANK BOND CPN 5.150% DUE 11/15/19 DTD 11/15/07 FC 05/15/08 Moody Rating AAA S&P Rating AA+ ACCRUED INT 1,187.36 Est. annual income: $2,575.00; Est. yield: 4.41%	52,970.50	50,000.0000	116.6750	57,908.00	58,337.50
647421BF2	NEW MEXICO ST UNIV REGTS IMPT REV SER B BABS B/E TXBL CPN 4.815% DUE 04/01/20 DTD 02/03/10 FC 10/01/10 Moody Rating AA3 S&P Rating AA ACCRUED INT 240.75 Est. annual income: $2,889.00; Est. yield: 4.39%	61,365.40	60,000.0000	109.7460	65,887.20	65,847.60
	Total Est. annual income: $24,100.50; Est. yield: 4.60%				**$523,166.65**	**$523,415.90**

The total estimated accrued interest (INT) is $6,987.45.