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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

OMB No 1545-0052

2013

Open to Public Inspection

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

For calendar year 2013 or tax year beginning 6/1/2013, and ending 5/31/2014

Name of foundation HOUSTON S F CDRL CH CHRIST TW			A Employer identification number 23-6423228	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A - 1 W 4th St 4th Floor MAC D4000-041		Room/suite		B Telephone number (see instructions) (888) 730-4933
City or town Winston Salem		State NC		
ZIP code 27101-3818		Foreign postal code		
Foreign country name		Foreign province/state/county		C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change				
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) \$ 182,167		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				

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 ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	3,636	3,543		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,661			
	b Gross sales price for all assets on line 6a 60,204				
	7 Capital gain net income (from Part IV, line 2)		3,661		
	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	7,297	7,204	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	2,922	2,191		731
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,097			1,097
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	320	50		
	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	4,339	2,241	0	1,828
	25 Contributions, gifts, grants paid	6,000			6,000
26 Total expenses and disbursements. Add lines 24 and 25	10,339	2,241	0	7,828	
27 Subtract line 26 from line 12	-3,042				
a Excess of revenue over expenses and disbursements					
b Net investment income (if negative, enter -0-)		4,963			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2013)

HTA

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Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing		9	9
	2 Savings and temporary cash investments	9,421	7,363	7,363
	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)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	150,298	149,172	174,795
	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)	159,719	156,544	182,167
	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 ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	159,719	156,544	
	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)	159,719	156,544	
	31 Total liabilities and net assets/fund balances (see instructions)	159,719	156,544	

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	159,719
2 Enter amount from Part I, line 27a	2	-3,042
3 Other increases not included in line 2 (itemize) ▶ ROUNDING	3	2
4 Add lines 1, 2, and 3	4	156,679
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	135
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	156,544

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	3,661
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	5,734	168,633	0.034003
2011	5,443	163,341	0.033323
2010	7,214	165,205	0.043667
2009	6,825	150,286	0.045413
2008	9,910	142,908	0.069345
2 Total of line 1, column (d)			2 0.225751
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 0.045150
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4 174,674
5 Multiply line 4 by line 3			5 7,887
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 50
7 Add lines 5 and 6			7 7,937
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 7,828

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)	1	99
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	99
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	99
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	168
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	168
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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	69
11	Enter the amount of line 10 to be Credited to 2014 estimated tax 69 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?		X
<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>		
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ _____ (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? <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
4b 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) PA		
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 17			
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? ☐ Yes ☒ No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► ☐	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? ☐ 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	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? ☐ 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	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))?		☐ 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 N/A		
Organizations relying on a current notice regarding disaster assistance check here		☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?		N/A ☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945–5(d)				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?		☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b X		
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 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	2,922		

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 VII 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	170,837
b	Average of monthly cash balances	1b	6,497
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	177,334
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	177,334
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,660
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	174,674
6	Minimum investment return. Enter 5% of line 5	6	8,734

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	8,734
2a	Tax on investment income for 2013 from Part VI, line 5	2a	99
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	99
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,635
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,635
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	8,635

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	7,828
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	7,828
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	7,828

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				8,635
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			3,790	
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 ▶ \$ 7,828				
a Applied to 2012, but not more than line 2a			3,790	
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				4,038
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				4,597
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	6,000
b Approved for future payment NONE				
Total			3b	0

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

Recipient(s) paid during the year

Name

SAINT MARY'S AT THE CATHEDRAL

Street

630 EAST CATHEDRAL ROAD

City

PHILADELPHIA

State

PA

Zip Code

19128

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,000

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

Long Term CG Distributions										Amount		1,954		
Short Term CG Distributions														
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
1	X AQR MANAGED FUTURES STI	000203H859			7/12/2013		10/9/2013	1,653	1,712					-59
2	X ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		7/10/2013	451	348					103
3	X ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		10/9/2013	532	389					143
4	X ARTISAN INTERNATIONAL FU	04314H204			8/26/2011		12/1/2014	393	266					127
5	X ARTISAN MID CAP FUND-INS	04314H600			7/12/2013		10/9/2013	636	612					24
6	X ARTISAN MID CAP FUND-INS	04314H600			7/12/2013		4/22/2014	21	20					1
7	X ARTISAN MID CAP FUND-INS	04314H600			2/11/2013		4/22/2014	926	775					151
8	X CREDIT SUISSE COMM RET S	22544R305			8/26/2011		10/9/2013	1,640	2,101					-461
9	X DREYFUS EMG MKT DEBT LO	261980494			2/4/2011		10/10/2013	62	63					-1
10	X DRIEHAUS ACTIVE INCOME F	262028855			2/11/2013		12/1/2014	897	892					5
11	X DRIEHAUS ACTIVE INCOME F	262028855			7/12/2013		12/1/2014	852	847					5
12	X GATEWAY FUND - Y #1988	367829884			8/21/2012		7/10/2013	4,290	4,200					90
13	X GATEWAY FUND - Y #1988	367829884			2/11/2013		7/10/2013	1,681	1,661					20
14	X HARBOR CAPITAL APRECTION	411511504			5/25/2011		7/10/2013	2,783	2,570					213
15	X HARBOR CAPITAL APRECTION	411511504			5/25/2011		7/10/2013	398	321					77
16	X HARBOR CAPITAL APRECTION	411511504			5/25/2011		10/9/2013	711	545					166
17	X HARBOR CAPITAL APRECTION	411511504			8/26/2011		12/1/2014	554	399					155
18	X CREDIT SUISSE COMM RET S	22544R305			8/26/2011		4/22/2014	737	882					-145
19	X DIAMOND HILL LONG-SHORT	25264S833			7/3/2012		7/10/2013	1,047	875					172
20	X DIAMOND HILL LONG-SHORT	25264S833			8/21/2012		4/22/2014	207	162					45
21	X DODGE & COX INTL STOCK F	256206103			2/22/2008		7/10/2013	595	670					-75
22	X DODGE & COX INTL STOCK F	256206103			2/22/2008		10/9/2013	601	628					-27
23	X DODGE & COX INTL STOCK F	256206103			2/22/2008		12/1/2014	432	419					13
24	X DODGE & COX INTL STOCK F	256206103			2/22/2008		4/22/2014	179	168					11
25	X DODGE & COX INCOME FD CC	256210105			2/11/2013		7/10/2013	2,149	2,219					-70
26	X DODGE & COX INCOME FD CC	256210105			2/11/2013		12/1/2014	533	541					-8
27	X DREYFUS EMG MKT DEBT LO	261980494			8/21/2012		10/10/2013	2,599	2,668					-69
28	X HARBOR CAPITAL APRECTION	411511504			5/25/2011		12/1/2014	424	287					137
29	X ISHARES CORE S & P 500 ETF	464287200			8/17/2012		7/10/2013	1,658	1,428					230
30	X ISHARES CORE S & P 500 ETF	464287200			8/24/2011		10/10/2013	1,492	1,056					436
31	X ISHARES CORE S & P 500 ETF	464287200			8/24/2011		12/1/2014	370	235					135
32	X KALMAR GR W VAL SM CAP-4	483438305			7/12/2013		12/1/2014	315	242					20
33	X KEELEY SMALL CAP VAL FD CC	487300808			12/17/2010		12/1/2014	225	205					20
34	X KEELEY SMALL CAP VAL FD CC	487300808			7/9/2012		4/22/2014	45	29					16
35	X LAUDUS MONDRIAN INTL F-H	518550655			7/12/2013		4/22/2014	3,172	3,396					-224
36	X LAUDUS MONDRIAN INTL F-H	518550655			12/3/2014		4/22/2014	522	512					10
37	X LAUDUS MONDRIAN INTL F-H	518550655			2/11/2013		7/10/2013	783	707					76
38	X MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		7/10/2013	1,489	1,189					300
39	X MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		12/1/2014	497	363					134
40	X MFS VALUE FUND-CLASS I #8	552983694			5/25/2011		12/1/2014	663	667					-4
41	X ASG GLOBAL ALTERNATIVES	638727885			5/25/2011		10/9/2013	1,432	1,362					70
42	X OPPENHEIMER DEVELOPING	683974505			2/11/2013		4/22/2014	225	214					11
43	X OPPENHEIMER DEVELOPING	683974505			8/21/2012		7/10/2013	1,284	1,369					85
44	X PIMCO TOTAL RET FD-INST #	693390700			8/26/2011		7/10/2013	680	699					-19
45	X PIMCO TOTAL RET FD-INST #	693390700			8/26/2011		12/1/2014	333	340					-7
46	X PIMCO TOTAL RET FD-INST #	693390700			8/26/2011		12/1/2014	1,481	1,509					-28
47	X RIDGEMORTH SEIX HY BD-1 #	766287645			8/26/2011		4/22/2014	2,562	2,434					128
48	X RIDGEMORTH SEIX HY BD-1 #	766287645			8/26/2011		4/22/2014	4,475	4,214					261
49	X RIDGEMORTH SEIX HY BD-1 #	766287645			8/26/2011		4/22/2014	1,772	1,791					-19
50	X T ROWE PRICE SHORT TERM	77957P105			12/17/2010		10/9/2013	1,270	1,461					-191
51	X VANGUARD FTSE EMERGING	922042858			12/17/2010		12/1/2014	1,414	1,583					-169
52	X VANGUARD FTSE EMERGING	922042858			12/17/2010		12/1/2014	1,218	1,461					243
53	X VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014	504	460					44
54	X VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014							

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

		1,097	0	0	1,097
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,097			1,097

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

		320	50	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	50	50		
2	PY EXCISE TAX DUE	102			
3	ESTIMATED EXCISE PAYMENTS	168			

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

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

1	ROUNDING	1	2
2	Total	2	2

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

1	MUTUAL FUND TIMING DIFFERENCE	1	21
2	PY RETURN OF CAPITAL ADJUSTMENT	2	114
3	Total	3	135

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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	Compensation	Benefits	Expense Account
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	2,922		
										2,922		0

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	10/9/2013	2	168
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	168

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	3,790
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,790

Security Type	EIN	CUSIP	Asset Name	FMV	Units	Fed Cost
Cash	23-6423228			\$ 9.32	9.32	\$ 9.32
Invest - Other	23-6423228	04314H204	ARTISAN INTERNATIONAL FUND #661	\$ 8,129 74	264 30	\$ 5,407 50
Invest - Other	23-6423228	256210105	DODGE & COX INCOME FD COM #147	\$ 12,948 33	928 20	\$ 12,018 88
Invest - Other	23-6423228	411511504	HARBOR CAPITAL APRCTION-INST #2012	\$ 12,239 64	214 17	\$ 8,094 32
Invest - Other	23-6423228	589509108	MERGER FD SH BEN INT #260	\$ 5,261 63	322 01	\$ 5,107 91
Invest - Other	23-6423228	693390700	PIMCO TOTAL RET FD-INST #35	\$ 12,925 10	1,180 37	\$ 12,247 44
Invest - Other	23-6423228	693390882	PIMCO FOREIGN BD FD USD H-INST #103	\$ 4,073 99	376.87	\$ 3,954 26
Invest - Other	23-6423228	77957P105	T ROWE PRICE SHORT TERM BD FD #55	\$ 8,167 92	1,701 65	\$ 8,182 85
Invest - Other	23-6423228	04314H600	ARTISAN MID CAP FUND-INS #1333	\$ 5,850 05	119 34	\$ 4,622 94
Invest - Other	23-6423228	315920702	FID ADV EMER MKTS INC- CL I #607	\$ 2,764 43	194 00	\$ 2,634 45
Invest - Other	23-6423228	464287200	ISHARES CORE S & P 500 ETF	\$ 3,295 79	17 00	\$ 1,994 65
Invest - Other	23-6423228	261980668	DREYFUS INTERNATL BOND FD CL I #6094	\$ 3,985 02	234 00	\$ 3,985 02
Invest - Other	23-6423228	277923728	EATON VANCE GLOBAL MACRO - I #0088	\$ 2,638 35	282 48	\$ 2,699 64
Invest - Other	23-6423228	256206103	DODGE & COX INT'L STOCK FD #1048	\$ 8,278 29	180 04	\$ 4,589 23
Invest - Other	23-6423228	552983694	MFS VALUE FUND-CLASS I #893	\$ 8,211 44	240 24	\$ 5,544 10
Invest - Other	23-6423228	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	\$ 6,510 46	451 49	\$ 6,415 82
Invest - Other	23-6423228	262028855	DRIEHAUS ACTIVE INCOME FUND	\$ 7,067 26	656 20	\$ 6,964 82
Invest - Other	23-6423228	339128100	JP MORGAN MID CAP VALUE-I #758	\$ 6,020 45	162 85	\$ 4,128 53
Invest - Other	23-6423228	67065Q772	NUVEEN HIGH YIELD MUNI BD-R #1668	\$ 3,085 46	183 44	\$ 3,013 92
Invest - Other	23-6423228	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	\$ 4,567 03	405.60	\$ 4,654 88
Invest - Other	23-6423228	922908553	VANGUARD REIT VIPER	\$ 6,423 34	86 00	\$ 4,453 82
Invest - Other	23-6423228	922042858	VANGUARD FTSE EMERGING MARKETS ETF	\$ 3,123 54	74 00	\$ 3,175 79
Invest - Other	23-6423228	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	\$ 3,203 19	393 51	\$ 3,178 84
Invest - Other	23-6423228	77958B402	T ROWE PRICE INST FLOAT RATE #170	\$ 2,659 09	258 92	\$ 2,665 94
Invest - Other	23-6423228	683974505	OPPENHEIMER DEVELOPING MKT-Y #788	\$ 9,007 03	233 89	\$ 8,198 45
Invest - Other	23-6423228	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	\$ 6,578 35	149 00	\$ 5,690 21
Invest - Other	23-6423228	25264S833	DIAMOND HILL LONG-SHORT FD CL I #11	\$ 3,593 55	154 63	\$ 2,715 21
Invest - Other	23-6423228	483438305	KALMAR GR W/ VAL SM CAP-INS #4	\$ 3,091 75	148 64	\$ 2,566 40
Invest - Other	23-6423228	22544R305	CREDIT SUISSE COMM RET ST-I #2156	\$ 7,759 81	1,015 68	\$ 8,077 10
Invest - Other	23-6423228	487300808	KEELEY SMALL CAP VAL FD CL I #2251	\$ 3,335 32	87 84	\$ 2,189 00
TOTAL INVEST - OTHER				\$ 174,795.35	10,716.34	\$ 149,171.92
Savings & Temp Inv	23-6423228	VP0528308	FEDERATED TREAS OBL FD 68	\$ 5,147 83	5,147 83	\$ 5,147 83
Savings & Temp Inv	23-6423228	VP0528308	FEDERATED TREAS OBL FD 68	\$ 2,215 63	2,215.63	\$ 2,215 63
TOTAL SAVINGS & TEMP INV				\$ 7,363.46	7,363.46	\$ 7,363.46
GRAND TOTAL				\$ 182,168.13	18,089.12	\$ 156,544.70