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

2013

Department of the Treasury
Internal Revenue Service

▶ **Do not enter Social Security numbers on this form as it may be made public.**
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year **2013**, or tax year beginning **6/01**, 2013, and ending **5/31**, 2014

Someone Cares Charitable Trust
P.O. Box 669
Kittredge, CO 80457

A Employer identification number
36-3415880

B Telephone number (see the instructions)

G Check all that apply:

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

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

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

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

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ **763,429.**

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 (att sch)	200,650.			
	2 Ck <input checked="" type="checkbox"/> if the foundn is not req to att Sch B				
	3 Interest on savings and temporary cash investments	9.	9.	9.	
	4 Dividends and interest from securities	14,173.	14,173.	14,173.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain/(loss) from sale of assets not on line 10	16,422.			
	b Gross sales price for all assets on line 6a 181,131.				
	7 Capital gain net income (from Part IV, line 2)		16,422.		
	8 Net short-term capital gain			0.	
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit/(loss) (att sch)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11.	231,254.	30,604.	14,182.		
ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	1,570.	261.		1,318.
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs)				
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	4,708.	782.		3,953.
22 Printing and publications					
23 Other expenses (attach schedule) See Statement 2	405.	67.		340.	
24 Total operating and administrative expenses. Add lines 13 through 23	6,683.	1,110.		5,611.	
25 Contributions, gifts, grants paid Part XV	213,800.			213,800.	
26 Total expenses and disbursements. Add lines 24 and 25	220,483.	1,110.	0.	219,411.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	10,771.				
b Net investment income (if negative, enter -0.)		29,494.			
c Adjusted net income (if negative, enter -0.)			14,182.		

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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	51,533.	78,051.	78,051.
	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 sch)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S. and state government obligations (attach schedule)			
		b Investments – corporate stock (attach schedule)			
		c Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment: basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments – mortgage loans				
13	Investments – other (attach schedule)	553,769.	561,927.	655,378.	
14	Land, buildings, and equipment: basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe <u>See Statement 3</u>)	30,000.	30,000.	30,000.	
16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	635,302.	669,978.	763,429.	
LIABILITIES	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, & other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe <u>See Statement 4</u>)	24,407.	53,152.	
	23	Total liabilities (add lines 17 through 22)	24,407.	53,152.	
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. <input checked="" type="checkbox"/>				
	27	Capital stock, trust principal, or current funds	610,895.	616,826.	
	28	Paid-in or capital surplus, or land, building, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	610,895.	616,826.		
31	Total liabilities and net assets/fund balances (see instructions)	635,302.	669,978.		

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	610,895.
2	Enter amount from Part I, line 27a	2	10,771.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	621,666.
5	Decreases not included in line 2 (itemize) <u>See Statement 5</u>	5	4,840.
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	616,826.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a See Statement 6			
b			
c			
d			
e			

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(j) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
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	16,422.
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	-936.

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

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

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

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

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

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2012	176,339.	676,766.	0.260561
2011	232,187.	782,693.	0.296651
2010	284,691.	735,130.	0.387266
2009	363,952.	650,447.	0.559541
2008	253,811.	546,007.	0.464849

2 Total of line 1, column (d)	2	1.968868
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	0.393774
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	708,639.
5 Multiply line 4 by line 3	5	279,044.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	295.
7 Add lines 5 and 6	7	279,339.
8 Enter qualifying distributions from Part XII, line 4	8	219,411.

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. <input type="checkbox"/> and enter 1% of Part I, line 27b.		1	590.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	590.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	590.
6 Credits/Payments:			
a 2013 estimated tax prmts and 2012 overpayment credited to 2013	6 a	1,920.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld.	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	1,920.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,330.	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 150. Refunded	11	1,180.	

Part VII A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>IL</u>		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i> See Statement 7		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 VIIA 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)
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)
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A
14 The books are in care of Philip Yancey Telephone no 303-670-9145 Located at 4339 Wild Flower Court Evergreen CO ZIP + 4 80439
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year 15 N/A
16 At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? Yes No 16 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.

1 a 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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 1 b N/A
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? 1 c 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 X
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.) 2 b 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 __
3 a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes No X
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.) 3 b N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4 a 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? 4 b X

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

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

- (1) Carry on propoganda, 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)?

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).

6 a 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? Yes No

If 'Yes' to 6b, file Form 8870

7 a 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? Yes No

N/A

5 b	N/A	
6 b		X
7 b		

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 Statement 8		0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter 'NONE.'

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
None		

Total number of others receiving over \$50,000 for professional services 0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0

BAA

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	1 a	620,352.
b Average of monthly cash balances	1 b	99,078.
c Fair market value of all other assets (see instructions)	1 c	
d Total (add lines 1a, b, and c)	1 d	719,430.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	719,430.
4 Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	10,791.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	708,639.
6 Minimum investment return. Enter 5% of line 5	6	35,432.

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	35,432.
2a Tax on investment income for 2013 from Part VI, line 5	2 a	590.
b Income tax for 2013 (This does not include the tax from Part VI)	2 b	
c Add lines 2a and 2b	2 c	590.
3 Distributable amount before adjustments Subtract line 2c from line 1	3	34,842.
4 Recoveries of amounts treated as qualifying distributions	4	
5 Add lines 3 and 4	5	34,842.
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	34,842.

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	1 a	219,411.
b Program-related investments – total from Part IX-B	1 b	
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)	3 a	
b Cash distribution test (attach the required schedule)	3 b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	219,411.
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	219,411.

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				34,842.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only.			0.	
b Total for prior years: 20__, 20__, 20__		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	226,784.			
b From 2009	331,774.			
c From 2010	248,311.			
d From 2011	193,465.			
e From 2012	144,419.			
f Total of lines 3a through e.	1,144,753.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 219,411.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2013 distributable amount				34,842.
e Remaining amount distributed out of corpus	184,569.			
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.	1,329,322.			
b Prior years' undistributed income. Subtract line 4b from line 2b.		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount – see instructions.		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount – see instructions.			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014.				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	226,784.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a.	1,102,538.			
10 Analysis of line 9:				
a Excess from 2009	331,774.			
b Excess from 2010	248,311.			
c Excess from 2011	193,465.			
d Excess from 2012	144,419.			
e Excess from 2013	184,569.			

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

N/A

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

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

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

Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	
b 85% of line 2a				
c Qualifying distributions from Part XII, line 4 for each year listed				
d Amounts included in line 2c not used directly for active conduct of exempt activities				
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				

3 Complete 3a, b, or c for the alternative test relied upon:

a 'Assets' alternative test – enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b 'Endowment' alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c 'Support' alternative test – enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

Philip Yancey

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 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
<i>a Paid during the year</i> See attached schedule			See attached schedule	213,800.
Total				▶ 3 a 213,800.
<i>b Approved for future payment</i>				
Total				▶ 3 b

Someone Cares Charitable Trust

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Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting	\$ 1,570.	\$ 261.		\$ 1,318.
Total	<u>\$ 1,570.</u>	<u>\$ 261.</u>	<u>\$ 0.</u>	<u>\$ 1,318.</u>

Statement 2
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Office expense	\$ 225.	\$ 37.		\$ 189.
Supplies	180.	30.		151.
Total	<u>\$ 405.</u>	<u>\$ 67.</u>	<u>\$ 0.</u>	<u>\$ 340.</u>

Statement 3
Form 990-PF, Part II, Line 15
Other Assets

	Book Value	Fair Market Value
Copyright	\$ 30,000.	\$ 30,000.
Total	<u>\$ 30,000.</u>	<u>\$ 30,000.</u>

Statement 4
Form 990-PF, Part II, Line 22
Other Liabilities

Credit card payable	\$ 46,225.
Uncleared checks	6,927.
Total	<u>\$ 53,152.</u>

Statement 5
Form 990-PF, Part III, Line 5
Other Decreases

IRC section 4940 tax	\$ 4,840.
Total	<u>\$ 4,840.</u>

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Statement 6
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(a) Description	(b) How Acquired	(c) Date Acquired	(d) Date Sold
1	1611.586 Bond Fund of America	Purchased	2/08/2013	7/08/2013
2	162.653 Bond Fund of America	Purchased	8/15/2007	7/08/2013
3	13.391 Bond Fund of America	Purchased	9/25/2007	7/08/2013
4	13.316 Bond Fund of America	Purchased	10/25/2007	7/08/2013
5	13.525 Bond Fund of America	Purchased	11/23/2007	7/08/2013
6	12.323 Bond Fund of America	Purchased	12/24/2007	7/08/2013
7	18.731 Bond Fund of America	Purchased	12/24/2007	7/08/2013
8	8.829 Bond Fund of America	Purchased	1/25/2008	7/08/2013
9	14.126 Bond Fund of America	Purchased	2/25/2008	7/08/2013
10	14.333 Bond Fund of America	Purchased	3/25/2008	7/08/2013
11	14.396 Bond Fund of America	Purchased	4/25/2008	7/08/2013
12	14.324 Bond Fund of America	Purchased	5/23/2008	7/08/2013
13	14.672 Bond Fund of America	Purchased	6/25/2008	7/08/2013
14	15.098 Bond Fund of America	Purchased	7/25/2008	7/08/2013
15	15.192 Bond Fund of America	Purchased	8/25/2008	7/08/2013
16	1077.636 Bond Fund of America	Purchased	10/10/2008	7/08/2013
17	19.964 Bond Fund of America	Purchased	10/24/2008	7/08/2013
18	23.517 Bond Fund of America	Purchased	11/25/2008	7/08/2013
19	35.128 Bond Fund of America	Purchased	12/24/2008	7/08/2013
20	28.229 Bond Fund of America	Purchased	12/24/2008	7/08/2013
21	11.821 Bond Fund of America	Purchased	1/23/2009	7/08/2013
22	24.084 Bond Fund of America	Purchased	2/25/2009	7/08/2013
23	24.281 Bond Fund of America	Purchased	3/25/2009	7/08/2013
24	1287.536 Bond Fund of America	Purchased	8/03/2010	7/08/2013
25	1304.745 Intermediate Bond Fund of America	Purchased	2/08/2013	1/13/2014
26	2908.759 Intermediate Bond Fund of America	Purchased	2/08/2013	1/13/2014
27	3.413 Intermediate Bond Fund of America	Purchased	2/28/2013	1/13/2014
28	318.605 New World Fund	Purchased	2/08/2013	1/13/2014
29	400.641 New World Fund	Purchased	8/13/2010	1/13/2014
30	118.487 New World Fund	Purchased	10/11/2011	1/13/2014
31	75.584 New World Fund	Purchased	10/11/2011	1/13/2014
32	124.939 New World Fund	Purchased	10/11/2011	1/13/2014
33	LTCG distributions	Purchased	Various	5/31/2014

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
1	19,983.		20,727.	-744.				\$ -744.
2	2,017.		2,130.	-113.				-113.
3	166.		177.	-11.				-11.
4	165.		178.	-13.				-13.
5	168.		178.	-10.				-10.
6	153.		160.	-7.				-7.
7	232.		243.	-11.				-11.
8	109.		116.	-7.				-7.
9	175.		181.	-6.				-6.
10	178.		183.	-5.				-5.
11	179.		184.	-5.				-5.
12	178.		184.	-6.				-6.
13	182.		185.	-3.				-3.
14	187.		185.	2.				2.
15	188.		186.	2.				2.
16	13,362.		11,867.	1,495.				1,495.
17	248.		216.	32.				32.
18	292.		249.	43.				43.

Someone Cares Charitable Trust

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Statement 6 (continued)
Form 990-PF, Part IV, Line 1
Capital Gains and Losses for Tax on Investment Income

Item	(e) Gross Sales	(f) Deprec. Allowed	(g) Cost Basis	(h) Gain (Loss)	(i) FMV 12/31/69	(j) Adj. Bas. 12/31/69	(k) Excess (i) - (j)	(l) Gain (Loss)
19	436.		375.	61.				\$ 61.
20	350.		301.	49.				49.
21	147.		127.	20.				20.
22	299.		254.	45.				45.
23	301.		255.	46.				46.
24	15,965.		15,993.	-28.				-28.
25	17,587.		17,877.	-290.				-290.
26	39,209.		39,852.	-643.				-643.
27	46.		47.	-1.				-1.
28	18,519.		17,777.	742.				742.
29	23,288.		19,360.	3,928.				3,928.
30	6,887.		5,557.	1,330.				1,330.
31	4,393.		3,545.	848.				848.
32	7,262.		5,860.	1,402.				1,402.
33	8,280.		0.	8,280.				8,280.
							Total	\$ <u>16,422.</u>

Statement 7
Form 990-PF, Part VII-A, Line 8b
Copies of Form 990-PF to State Officials

Since the foundation does not solicit funds, Illinois Attorney General does not require filing.

Statement 8
Form 990-PF, Part VIII, Line 1
List of Officers, Directors, Trustees, and Key Employees

Name and Address	Title and Average Hours Per Week Devoted	Compen- sation	Contri- bution to EBP & DC	Expense Account/ Other
Philip Yancey 31459 Upper Bear Creek Road Evergreen, CO 80439	President 1.00	\$ 0.	\$ 0.	\$ 0.
Janet Yancey 31459 Upper Bear Creek Road Evergreen, CO 80439	Vice President 1.00	0.	0.	0.
Bruce Otto 1519 N. Mohawk Chicago, IL 60610	Treasurer 1.00	0.	0.	0.

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Statement 8 (continued)
 Form 990-PF, Part VIII, Line 1
 List of Officers, Directors, Trustees, and Key Employees

<u>Name and Address</u>	<u>Title and Average Hours Per Week Devoted</u>	<u>Compen- sation</u>	<u>Contri- bution to EBP & DC</u>	<u>Expense Account/ Other</u>
Diane Davis 5189 Waddell Hollow Road Franklin, TN 37064	Secretary 1.00	\$ 0.	\$ 0.	\$ 0.
Tim Ogden 403 Oermead Lane West Chester, PA 19380	Director 1.00	0.	0.	0.
Total		<u>\$ 0.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

Someone Cares Charitable Trust

EIN: 36-3415880

Grants

June 2013 through May 2014

<u>Recipient</u>	<u>Date</u>	<u>Grant Amount</u>	<u>Total</u>
Biblica Europe			
	05/29/2014	5,000 00	
Total Biblica Europe			<u>5,000 00</u>
Cogivesday /COL GIVE720-898-590			
	12/10/2013	6,000 00	
	12/11/2013	2,000 00	
Total Cogivesday /COL GIVE720-898-590			<u>8,000 00</u>
Community First Fndtn			
	12/10/2013	3,000 00	
Total Community First Fndtn			<u>3,000 00</u>
Denver Seminary			
	09/26/2013	100 00	
Total Denver Seminary			<u>100 00</u>
Denver Seminary 0479LITTLETON			
	08/06/2013	1,200 00	
Total Denver Seminary 0479LITTLETON			<u>1,200 00</u>
HOME			
	03/05/2014	6,000 00	
Total HOME			<u>6,000 00</u>
Hope House Of Colorado			
	07/30/2013	5,000 00	
Total Hope House Of Colorado			<u>5,000 00</u>
International Teams Elgin			
	02/26/2014	2,000 00	
Total International Teams Elgin			<u>2,000 00</u>
Javier Velasquez			
	05/06/2014	2,000 00	
Total Javier Velasquez			<u>2,000 00</u>
Joy To The World Foundation			
	07/29/2013	200 00	
Total Joy To The World Foundation			<u>200 00</u>
Just Give			
	07/06/2013	10,000 00	

Someone Cares Charitable Trust

EIN: 36-3415880

Grants

June 2013 through May 2014

<u>Recipient</u>	<u>Date</u>	<u>Grant Amount</u>	<u>Total</u>
	07/21/2013	10,000 00	
	09/23/2013	13,000 00	
	11/11/2013	10,000 00	
	12/02/2013	2,000 00	
	12/24/2013	2,000 00	
	01/27/2014	20,000 00	
	03/16/2014	20,000 00	
	04/19/2014	14,000 00	
	04/28/2014	4,000 00	
	05/15/2014	15,000 00	
Total Just Give			<u>120,000 00</u>
Learn To Earn			
	04/30/2014	9,000 00	
Total Learn To Earn			<u>9,000 00</u>
Lookout Mountain Community Church			
	12/21/2013	1,000 00	
Total Lookout Mountain Community Church			<u>1,000 00</u>
Mathew John			
	12/21/2013	3,000 00	
Total Mathew John			<u>3,000 00</u>
Network For Good			
	04/03/2014	20,000 00	
	04/12/2014	5,000 00	
Total Network For Good			<u>25,000 00</u>
Oak Hills Christian College			
	02/03/2014	5,000 00	
Total Oak Hills Christian College			<u>5,000 00</u>
Operation Mobilization			
	11/11/2013	3,000 00	
Total Operation Mobilization			<u>3,000 00</u>
Project C.U.R.E. 303-7920729			
	04/02/2014	6,000 00	
Total Project C U R E 303-7920729			<u>6,000 00</u>
Sq Women With a Cause			
	05/01/2014	200 00	

Someone Cares Charitable Trust

EIN: 36-3415880

Grants

June 2013 through May 2014

<u>Recipient</u>	<u>Date</u>	<u>Grant Amount</u>	<u>Total</u>
Total Sq Women With a Cause			200 00
Stephen Sorenson			
	07/30/2013	1,000 00	
Total Stephen Sorenson			<u>1,000 00</u>
Summit Foundation			
	10/19/2013	3,500 00	
Total Summit Foundation			<u>3,500 00</u>
Truthseekers			
	12/16/2013	1,000 00	
	12/23/2013	2,000 00	
Total Truthseekers			<u>3,000 00</u>
World Teacher Aid			
	11/18/2013	1,000 00	
Total World Teacher Aid			<u>1,000 00</u>
YFC/ USA			
	02/03/2014	500 00	
Total YFC/ USA			<u>500 00</u>
Youth For Christ Internat			
	08/16/2013	100 00	
Total Youth For Christ Internat			<u>100 00</u>
TOTAL			<u><u>213,800.00</u></u>