Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning JUL 1, 2013 , and ending JUN 30, 2014

Name of foundation: LAFFERTY FAMILY CHARITABLE FOUNDATION

A Employer identification number: 02-6127798

Number and street (or P O box number if mail is not delivered to street address): C/O CHARTER TRUST, 90 NORTH MAIN STREET

Room/suite:

B Telephone number: 603-279-2261

City or town, state or province, country, and ZIP or foreign postal code: CONCORD, NH 03302-2530

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 4,174,872.

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).)	(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	160,371.		N/A	
2	Check ▶ ☐ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	22,144.	22,115.		STATEMENT 1
4	Dividends and interest from securities	74,276.	74,276.		STATEMENT 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	57,043.			
b	Gross sales price for all assets on line 6a 210,773.				
7	Capital gain net income (from Part IV, line 2)		57,043.		
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)				
11	Other income				
12	**Total.** Add lines 1 through 11	313,834.	153,434.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	1,910.	478.		1,432.
c	Other professional fees STMT 4	19,856.	19,856.		0.
17	Interest				
18	Taxes STMT 5	942.	942.		0.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	259.	184.		75.
24	**Total operating and administrative expenses.** Add lines 13 through 23	22,967.	21,460.		1,507.
25	Contributions, gifts, grants paid	136,100.			136,100.
26	**Total expenses and disbursements.** Add lines 24 and 25	159,067.	21,460.		137,607.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	154,767.			
b	**Net investment income** (if negative, enter -0-)		131,974.		
c	**Adjusted net income** (if negative, enter -0-)			N/A	

323501 10-10-13 LHA For Paperwork Reduction Act Notice, see instructions.

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	133,912.	154,876.	154,876.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	127,213.	125,215.	131,374.
	b	Investments - corporate stock STMT 8	1,861,140.	1,878,863.	3,206,146.
	c	Investments - corporate bonds STMT 9	350,456.	430,527.	449,466.
	11	Investments - land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other STMT 10	187,736.	219,911.	233,010.
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,660,457.	2,809,392.	4,174,872.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	2,660,457.	2,809,392.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30	**Total net assets or fund balances**	2,660,457.	2,809,392.	
	31	**Total liabilities and net assets/fund balances**	2,660,457.	2,809,392.	

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	2,660,457.
2	Enter amount from Part I, line 27a	2	154,767.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	2,815,224.
5	Decreases not included in line 2 (itemize) ▶ CHANGE IN ASSET BALANCES	5	5,832.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,809,392.

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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 CHARTER TRUST STATEMENT	P	VARIOUS	06/30/14
b	SEE ATTACHED CHARTER TRUST STATEMENT	P	VARIOUS	06/30/14
c	MISCELLANEOUS FUND SETTLEMENTS	P	VARIOUS	06/30/14
d	CAPITAL GAINS DIVIDENDS			
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	14,975.		18,364.	<3,389.>
b	193,925.		135,366.	58,559.
c	15.			15.
d	1,858.			1,858.
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				<3,389.>
b				58,559.
c				15.
d				1,858.
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	57,043.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	117,769.	3,340,307.	.035257
2011	133,175.	3,070,878.	.043367
2010	327,926.	3,078,897.	.106508
2009	323,614.	2,685,389.	.120509
2008	298,680.	2,295,170.	.130134

2	**Total** of line 1, column (d)	2	.435775
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	.087155
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	3,847,579.
5	Multiply line 4 by line 3	5	335,336.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,320.
7	Add lines 5 and 6	7	336,656.
8	Enter qualifying distributions from Part XII, line 4	8	137,607.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,639.
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	2,639.
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	2,639.
6	Credits/Payments:				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	5,297.		
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	5,297.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	2,658.
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ 2,658. **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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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

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

Website address ▶ N/A

14 The books are in care of ▶ CHARTER TRUST COMPANY Telephone no. ▶ 603-279-2261

Located at ▶ 90 NORTH MAIN STREET, CONCORD, NH ZIP+4 ▶ 03302-2530

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

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

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

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

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)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b		X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A | 5b | |

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BARBARA LAFFERTY BRAUN 2141 SCOTT AVE N GOLDEN VALLEY, MN 55422	PRESIDENT 1.00	0.	0.	0.
BEVERLY ANN LAFFERTY 2141 SCOTT AVE N GOLDEN VALLEY, MN 55422	TREASURER 1.00	0.	0.	0.
ELENA MARIE BRAUN 907 WASHINGTON STREET, 1C EVANSTON, IL 60202-4315	SECRETARY 1.00	0.	0.	0.

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

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

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

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

3 Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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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	3,772,162.
b	Average of monthly cash balances			1b	134,010.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	3,906,172.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	3,906,172.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	58,593.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	3,847,579.
6	**Minimum investment return.** Enter 5% of line 5			6	192,379.

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	192,379.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	2,639.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	2,639.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	189,740.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	189,740.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	189,740.

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	137,607.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	137,607.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	137,607.

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.

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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				189,740.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 171,457.				
b From 2009 198,102.				
c From 2010 185,026.				
d From 2011				
e From 2012				
f Total of lines 3a through e	554,585.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 137,607.				
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				137,607.
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).)	52,133.			52,133.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	502,452.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	119,324.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	383,128.			
10 Analysis of line 9:				
a Excess from 2009 198,102.				
b Excess from 2010 185,026.				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

Form **990-PF** (2013)

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

BEVERLY ANN LAFFERTY

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
CENTER FOR INDEPENDENT FUTURES 743 MAIN ST. EVANSTON, IL 60202	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
CHURCH OF ST. GENEVIEVE 7087 GOIFFON ROAD CENTERVILLE, MN 55038	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
CITY HARVEST 575 8TH AVE 4TH FL NEW YORK, NY 10018	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
FISHER CENTER, ALZHEIMERS RESEARCH 46TH STREET AND 12TH AVENUE NEW YORK, NY 10036	N/A	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
FRANCISCAN MISSIONARY SISTERS OF OUR LADY OF SORROWS 8600 SW 170TH AVE BEAVERTON, OR 97006	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	136,100.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
FRANCISCAN SISTERS OF PERPETUAL ADORATION 912 MARKET STREET LACROSSE, WI 54601	N/A	PUBLIC CHARITY	GENERAL SUPPORT	15,000.
HEIFER INTERNATIONAL 1 WORLD AVENUE LITTLE ROCK, AK 72202	N/A	PUBLIC CHARITY	GENERAL SUPPORT	10,000.
MAKE-A-WISH FOUNDATION OF METRO NY 1111 MARCUS AVE SUITE LL22 LAKE SUCCESS, NY 11042	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
MARQUETTE UNIVERSITY 1250 W. WISCONSIN AVE MILWAUKEE, WI 53233	N/A	PUBLIC CHARITY	GENERAL SUPPORT	26,000.
NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE ARLINGTON, VA 22203	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
OPPORTUNITIES FOR A BETTER TOMORROW 783 FOURTH AVENUE BROOKLYN, NY 11232	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
PASADENA CITY COLLEGE CHILD DEV CNTR 1324 EAST GREEN STREET PASADENA, CA 91106	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
PRESBYTERIAN HOMES FOUNDATION 2845 HAMLINE AVE NORTH ROSEVILLE, MN 55113	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
RONALD MCDONALD HOUSE CHARITIES OF EASTERN WISCONSIN, INC. 8948 WATERTOWN PLANK ROAD MILWAUKEE, WI 53226	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
SMILE TRAIN 41 MADISON AVE. 28TH FL NEW YORK, NY 10010	N/A	PUBLIC CHARITY	GENERAL SUPPORT	5,000.
Total from continuation sheets				113,100.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
ST MARY'S VISITATION PARISH 1260 CHURCH STREET ELM GROVE, WI 53122	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,000.
ST. PHILIP THE APOSTLE 1363 CORDOVA ST PASADENA, CA 91106	N/A	PUBLIC CHARITY	GENERAL SUPPORT	3,500.
THE HELP GROUP, SHERMAN OAKS CAMPUS 13130 BURBANK BLVD SHERMAN OAKS, CA 91401	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
TIME OF GRACE MINISTRIES PO BOX 301 MILWAUKEE, WI 53201	N/A	PUBLIC CHARITY	GENERAL SUPPORT	3,000.
WELLSHARE 122 W. FRANKLIN AVE SUITE 510 MINNEAPOLIS, MN 55404	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
WEST LUTHERAN HS MATH FUND 3350 HARBOR LANE N PLYMOUTH, MN 55447	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
WILLIAMS SYNDROME ASSOCIATION SUITE 223, 570 KIRTS BLVD TROY, MI 48084	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
AMVETS DEPARTMENT OF CALIFORNIA SERVICE FOUNDATION 120 N. M STREET TULARE, CA 93274	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
CATHOLIC SERVICES APPEAL FOUNDATION 328 KELLOGG BOULEVARD WEST SAINT PAUL, MN 55102	N/A	PUBLIC CHARITY	GENERAL SUPPORT	1,500.
MICHELLE'S PLACE BREAST CANCER RESOURCE CENTER 27645 JEFFERSON AVE. SUITE 117 TEMECULA, CA 92590	N/A	PUBLIC CHARITY	GENERAL SUPPORT	19,100.
Total from continuation sheets				

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
NEXT DOOR FOUNDATION 2545 N. 29TH STREET MILWAUKEE, WI 53210	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
PASADENA HUMANE SOCIETY 361 S. RAYMOND AVE PASADENA, CA 91105	N/A	PUBLIC CHARITY	GENERAL SUPPORT	500.
UNIVERSITY OF DAYTON 300 COLLEGE PARK DAYTON, OH 45469	N/A	PUBLIC CHARITY	GENERAL SUPPORT	2,000.
Total from continuation sheets				

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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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
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			14	22,144.	
4 Dividends and interest from securities			14	74,276.	
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	57,043.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		153,463.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 153,463.

(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).

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Form **990-PF** (2013)

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

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

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

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

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Barbara Brown | 9-25-14 | PRESIDENT

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
JAMES USSEGLIO, CPA		9-22-14		P00185131

Firm's name ▶ WILLIAM STEELE & ASSOCIATES, P.C. | Firm's EIN ▶ 02-0383073

Firm's address ▶ 40 STARK STREET
MANCHESTER, NH 03101

Phone no. (603)622-8881

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2013

Name of the organization	Employer identification number
LAFFERTY FAMILY CHARITABLE FOUNDATION	02-6127798

Organization type (check one):

Filers of:	**Section:**
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II.

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year .... ▶ $ ________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990; or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	**Employer identification number**
LAFFERTY FAMILY CHARITABLE FOUNDATION	02-6127798

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BEVERLY A. LAFFERTY 2141 SCOTT AVENUE NORTH GOLDEN VALLEY, MN 55422	$ 160,371.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
LAFFERTY FAMILY CHARITABLE FOUNDATION	02-6127798

Part II **Noncash Property** (see instructions). Use duplicate copies of Part II if additional space is needed.

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization	Employer identification number
LAFFERTY FAMILY CHARITABLE FOUNDATION	02-6127798

Part III *Exclusively* **religious, charitable, etc., individual contributions to section 501(c)(7), (8), or (10) organizations that total more than $1,000 for the year.** Complete columns **(a)** through **(e) and** the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **$1,000 or less** for the year. (Enter this information once) ▶ $

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

ORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

OURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
HARTER TRUST COMPANY	22,144.	22,115.	
OTAL TO PART I, LINE 3	22,144.	22,115.	

ORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

OURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
HARTER TRUST OMPANY	74,276.	0.	74,276.	74,276.	
HARTER TRUST OMPANY	1,858.	1,858.	0.	0.	
O PART I, LINE 4	76,134.	1,858.	74,276.	74,276.	

ORM 990-PF ACCOUNTING FEES STATEMENT 3

ESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
AX PREP FEES	1,910.	478.		1,432.
O FORM 990-PF, PG 1, LN 16B	1,910.	478.		1,432.

RM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

SCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ENCY FEES	19,856.	19,856.		0.
FORM 990-PF, PG 1, LN 16C	19,856.	19,856.		0.

RM 990-PF TAXES STATEMENT 5

ESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
OREIGN TAXES	942.	942.		0.
O FORM 990-PF, PG 1, LN 18	942.	942.		0.

ORM 990-PF OTHER EXPENSES STATEMENT 6

ESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
TATE OF NEW HAMPSHIRE	75.	0.		75.
ISCELLANEOUS	184.	184.		0.
O FORM 990-PF, PG 1, LN 23	259.	184.		75.

RM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

SCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
ARTER TRUST CO. - U.S. LIGATIONS	X		105,215.	109,508.
ARTER TRUST CO. - MUNICIPAL LIGATIONS		X	20,000.	21,866.
TAL U.S. GOVERNMENT OBLIGATIONS			105,215.	109,508.
TAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS			20,000.	21,866.
TAL TO FORM 990-PF, PART II, LINE 10A			125,215.	131,374.

RM 990-PF CORPORATE STOCK STATEMENT 8

SCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HARTER TRUST CO. - DIVIDENDS	1,878,863.	3,206,146.
OTAL TO FORM 990-PF, PART II, LINE 10B	1,878,863.	3,206,146.

ORM 990-PF CORPORATE BONDS STATEMENT 9

ESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
HARTER TRUST CO. - BONDS	430,527.	449,466.
OTAL TO FORM 990-PF, PART II, LINE 10C	430,527.	449,466.

ORM 990-PF OTHER INVESTMENTS STATEMENT 10

ESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
HARTER TRUST CO. - MUTUAL FUNDS	COST	196,578.	203,466.
HARTER TRUST CO. - OTHER ASSETS	COST	23,333.	29,544.
OTAL TO FORM 990-PF, PART II, LINE 13		219,911.	233,010.

LAFFERTY FAMILY CHARITABLE FOUND 8000003918

Schedule D Detail of Short-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
500. EXELON CORP	04/22/2013	09/12/2013	14,974.79	18,364.20	-3,389.41
Totals			14,975.00	18,364.00	-3,389.00

LAFFERTY FAMILY CHARITABLE FOUND 8000003918

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
250. AMERICAN EXPRESS CO	05/12/2006	07/18/2013	18,849.70	13,269.50	5,580.20
291.9 FNMA PL#928524 5.500% 7/01/22	11/27/2007	07/25/2013	291.90	294.32	-2.42
77.04 FNMA PL#928524 5.500% 7/01/22	11/27/2007	08/25/2013	77.04	77.68	-0.64
1081.666 DFA U S 9-10 SMALL CO	09/10/2012	09/12/2013	19,881.01	13,013.59	6,867.42
300. EXELON CORP	10/05/2009	09/12/2013	8,984.87	14,360.60	-5,375.72
220.29 FNMA PL#928524 5.500% 7/01/22	11/27/2007	09/25/2013	220.29	222.11	-1.82
68.59 FNMA PL#928524 5.500% 7/01/22	11/27/2007	10/25/2013	68.59	69.16	-0.57
100. SPDR - CONSUMER DISC	04/04/2008	11/07/2013	6,222.90	3,216.00	3,006.90
76.69 FNMA PL#928524 5.500% 7/01/22	11/27/2007	11/25/2013	76.69	77.33	-0.64
160.8 FNMA PL#928524 5.500% 7/01/22	11/27/2007	12/25/2013	160.80	162.13	-1.33
25000. GENERAL ELEC CAP COR 2.100% 1/07/14	05/04/2011	01/07/2014	25,000.00	25,305.00	-305.00
50. MCKESSON HBOC INC	03/14/2007	01/16/2014	8,394.85	2,743.81	5,651.04
150. UNITED PARCEL SERVICE-CLAS	11/19/1999	01/16/2014	15,041.75	9.12	15,032.63
68.83 FNMA PL#928524 5.500% 7/01/22	11/27/2007	01/25/2014	68.83	69.40	-0.57
183.95 FNMA PL#928524 5.500% 7/01/22	11/27/2007	02/25/2014	183.95	185.47	-1.52
.5 KNOWLES CORPORATION	09/27/2012	03/20/2014	14.91	9.77	5.14
225.8 FNMA PL#928524 5.500% 7/01/22	11/27/2007	03/25/2014	225.80	227.67	-1.87
100. UNITED PARCEL SERVICE-CLAS	11/19/1999	03/25/2014	9,725.79	6.08	9,719.71
188.47 FNMA PL#928524 5.500% 7/01/22	11/27/2007	04/25/2014	188.47	190.03	-1.56
246.74 FNMA PL#928524 5.500% 7/01/22	11/27/2007	05/25/2014	246.74	248.78	-2.04
40. GOOGLE INC CL C	09/13/2011	06/10/2014	22,395.51	10,554.98	11,840.53
Totals					

JSA
3F0970 1 000

LAFFERTY FAMILY CHARITABLE FOUND 8000003918

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
100. SPECTRA ENERGY CORP	12/10/2012	06/10/2014	4,118.92	2,744.99	1,373.93
173.05 FNMA PL#928524					
5.500% 7/01/22	11/27/2007	06/25/2014	173.05	174.48	-1.43
50000. GOLDMAN SACHS GROUP					
5.350% 1/15/16	04/24/2006	06/26/2014	53,312.50	48,133.50	5,179.00
Totals			193,925.00	135,366.00	58,559.00

JSA
3F0970 1 000

ASSET SUMMARY

LAFFERTY FAMILY CHARITABLE FOUND
ACCOUNT: 8000003918

AS OF 06/30/14

ASSET CATEGORY	MARKET VALUE	PERCENT OF ACCOUNT	FEDERAL TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
PRINCIPAL CASH	3,649 34-	0 09-%	3,649 34-			
MONEY MARKET FUNDS	154,875.55	3 71 %	154,875 55	0 00	31	0 02 %
U S. GOVERNMENT AGENCIES	109,508.37	2 62 %	105,214 84	4,293 53	5,344	4 88 %
CORPORATE & FOREIGN BONDS	449,465 90	10 77 %	430,527.15	18,938 75	15,618	3 47 %
MUNICIPAL OBLIGATIONS	21,865 80	0.52 %	20,000.00	1,865 80	929	4 25 %
COMMON EQUITY SECURITIES	2,299,989 35	55 09 %	1,266,997.93	1,032,991.42	46,805	2 04 %
PREFERRED EQUITY SECURITIES	103,270 00	2.47 %	108,042.29	4,772 29-	5,139	4 98 %
DOMESTIC EQUITY MUTUAL FUNDS	46,773.07	1 12 %	22,813 29	23,959 78	296	0 63 %
CLOSED END INTL EQUITY FUND	400,331 96	9 59 %	275,011 27	125,320 69	13,638	3 41 %
CLOSED END DOMESTIC EQUITY FD	355,782 14	8 52 %	205,998.79	149,783 35	5,013	1 41 %
TAXABLE FIXED INCOME FUNDS	130,804 72	3.13 %	129,439 27	1,365.45	3,325	2 54 %
CLOSED-END FIXED INCOME	72,661.00	1 74 %	67,138 25	5,522.75	3,725	5 13 %
OTHER ASSETS	29,544.00	0 71 %	23,332 88	6,211.12	1,704	5 77 %
PRINCIPAL PORTFOLIO TOTAL	4,171,222 52	99.91 %	2,805,742.17	1,365,480.35	101,566	2 43 %
INCOME PORTFOLIO						
INCOME CASH	3,649.34	0 09 %	3,649 34			
TOTAL ASSETS	4,174,871.86	100 00 %	2,809,391.51	1,365,480.35	101,566	2.43 %

LIST OF ASSETS

LAFFERTY FAMILY CHARITABLE FOUND
ACCOUNT: 8000003918

AS OF 06/30/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
PRINCIPAL PORTFOLIO						
	PRINCIPAL CASH	3,649.34- 0 09-%	3,649.34-			
MONEY MARKET FUNDS						
154,875 5500	TAX EXEMPT MONEY MARKET FUND 021 TXWXX	154,875.55 3 71 %	154,875.55	0 00	31	0 02 %
U.S GOVERNMENT AGENCIES						
50,000 0000	FEDERAL FARM CR BKS CONS SYSTEMWIDE BDS 4 54% 10/06/2014 DTD 10/6/04	50,587.50 1 21 %	49,301.00	1,286.50	2,270	4 49 %
50,000 0000	FEDERAL HOME LN BKS CONS BD DTD 05/17/2006 5.50% 06/12/2015	52,461.00 1.26 %	49,971 67	2,489 33	2,750	5 24 %
5,893.3400	FEDERAL NATL MTG ASSN GTD MTG PASS THRU CTF POOL NBR 0928524 INT 15 YEARS5.50% 07/01/2022 DTD 7/1/07	6,459 87 0 15 %	5,942 17	517 70	324	5 02 %
TOTAL U.S. GOVERNMENT AGENCIES		109,508 37 2.62 %	105,214.84	4,293 53	5,344	4 88 %
CORPORATE & FOREIGN BONDS						
30,000.0000	HEWLETT PACKARD CO 2 6250% 12/9/2014 DTD 12/9/11; CALL @ MAKE WHOLE +35BP	30,298.50 0 73 %	30,202 50	96 00	788	2 60 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
50,000.0000	GOLDMAN SACHS GROUP INC SUB NT DTD 1/17/06 5.350% 01/15/2016	53,345 00 1 28 %	48,133 50	5,211 50	2,675	5 01 %
30,000 0000	TELEFONICA EMISIONES SAU 3 992% 02/16/2016 DTD 2/16/11	31,410 00 0 75 %	30,277 50	1,132 50	1,198	3 81 %
30,000.0000	MATTEL INCORPORATED DATED 11/8/2011 2 50% 11/1/2016 CALL AT MAKE WHOLE +25BPS	30,988 50 0.74 %	30,177.30	811.20	750	2 42 %
35,000.0000	US BANCORP MTNS 2 20% 11/15/2016	36,094.80 0 86 %	35,447.65	647.15	770	2 13 %
50,000 0000	JPMORGAN CHASE & CO SUB NT 6 125% 06/27/2017 DTD 6/27/07	56,305.50 1.35 %	50,046.00	6,259 50	3,063	5 44 %
25,000.0000	CONOCOPHILLIPS 5.2000% 5/15/2018 DTD 5/8/08 CALL @ MAKE WHOLE +20BP	28,163.25 0 67 %	25,232.25	2,931 00	1,300	4 62 %
30,000.0000	AT&T INC 2 375% 11/27/2018 DTD 11/27/13 MAKE WHOLE CALL AT +15BPS	30,503 10 0 73 %	30,052.20	450 90	713	2.34 %
25,000.0000	PEPSICO INC 2 25% 1/7/2019 DTD 7/30/13 CALLABLE 12/7/18 AT $100	25,499.00 0.61 %	25,314.25	184.75	563	2 21 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
25,000 0000	TECK RESOURCES LTD 3 00% 3/1/2019 DTD 2/28/12	25,530 25 0.61 %	25,354 00	176 25	750	2 94 %
50,000.0000	TEVA PHARMACEUTICAL FINANCE IV LLC 2 25% 3/18/2020; DTD 12/18/12 CALLABLE AT MAKE WHOLE +20BPS	48,894 50 1 17 %	50,280 00	1,385 50-	1,125	2 30 %
50,000 0000	BHP BILLITON FINANCE USA LTD 3 85% 9/30/2023; DTD 9/30/13 MAKE WHOLE CALL AT +20BPS	52,433.50 1 26 %	50,010 00	2,423 50	1,925	3 67 %
TOTAL CORPORATE & FOREIGN BONDS		449,465.90 10.77 %	430,527.15	18,938.75	15,618	3 47 %
MUNICIPAL OBLIGATIONS						
20,000.0000	HONOLULU HAWAII CITY & CNTY WASTEWTR SYS REV 4 643% 07/01/2022 BUILD AMERICA BONDS; FED TAX ST T/E HONOLULU CITY/CO WSTWTR CALLABLE 7/1/20-	21,865.80 0 52 %	20,000 00	1,865 80	929	4 25 %
COMMON EQUITY SECURITIES						
800.0000	ABBOTT LABS	32,720.00 0.78 %	20,354 93	12,365 07	704	2 15 %
700.0000	ABBVIE INC	39,508.00 0.95 %	17,832 03	21,675.97	1,176	2 98 %

LIST OF ASSETS

LAFFERTY FAMILY CHARITABLE FOUND

ACCOUNT. 8000003918

AS OF 06/30/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
300 0000	APACHE CORP COM	30,186 00 0 72 %	7,900 00	22,286 00	300	0 99 %
420 0000	APPLE INC COM	39,030 60 0 93 %	17,782 80	21,247 80	790	2 02 %
1,200 0000	ARCELORMITTAL SA LUXEMBOURG NY REGISTRY SHAMERICAN DEPOSITORY RECEIPT	17,916 00 0 43 %	23,886 20	5,970 20-	204	1 14 %
1,125.0000	AT & T INC COM	39,780 00 0 95 %	30,093 75	9,686 25	2,070	5 20 %
950.0000	BALL CORP COM	59,546 00 1 43 %	18,601 18	40,944 82	494	0 83 %
300 0000	BHP BILLITON LTD SPONSORED ADR	20,535.00 0.49 %	10,038 99	10,496.01	708	3 45 %
164.0000	BLACKROCK INCORPORATED CLASS A	52,414 40 1.26 %	30,364 51	22,049 89	1,266	2 42 %
400.0000	CHEVRON CORPORATION COM	52,220.00 1.25 %	14,888 00	37,332.00	1,712	3 28 %
800.0000	DANAHER CORP	62,984.00 1.51 %	16,709.00	46,275 00	320	0 51 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
700 0000	DEERE & CO	63,385.00 1.52 %	63,531.08	146 08-	1,680	2 65 %
700 0000	DEVON ENERGY CORP	55,580 00 1.33 %	53,206 30	2,373 70	672	1 21 %
405 0000	DOVER CORP	36,834.75 0.88 %	20,067 93	16,766.82	648	1 76 %
550 0000	DU PONT E I DE NEMOURS & CO	35,992.00 0 86 %	28,829.85	7,162 15	1,034	2 87 %
500.0000	EBAY INC COM	25,030.00 0 60 %	19,559.50	5,470.50	0	0 00 %
500.0000	ECOLAB INC.	55,670.00 1 33 %	24,031.77	31,638 23	550	0 99 %
500.0000	EXXON MOBIL CORP	50,340.00 1 21 %	22,745 48	27,594 52	1,380	2 74 %
900.0000	FRANKLIN RESOURCES INC COM	52,056.00 1.25 %	30,726.00	21,330.00	432	0 83 %
1,700.0000	GENERAL ELEC CO	44,676 00 1.07 %	48,637.81	3,961 81-	1,496	3 35 %
80.0000	GOOGLE INCORPORATED CLASS A	46,773.60 1.12 %	33,262.21	13,511.39	0	0.00 %

LIST OF ASSETS

LAFFERTY FAMILY CHARITABLE FOUND
ACCOUNT: 8000003918

AS OF 06/30/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
550 0000	ILLINOIS TOOL WORKS INC	48,158 00 1 15 %	23,863 35	24,294 65	1,067	2 22 %
1,200 0000	JOHNSON CONTROLS INC	59,916 00 1.44 %	36,133 36	23,782 64	1,056	1 76 %
525.0000	KNOWLES CORPORATION	16,138 50 0.39 %	14,114 22	2,024 28	0	0 00 %
1,200 0000	LOWES COS INC	57,588.00 1.38 %	24,359.44	33,228 56	1,104	1 92 %
925 0000	MARSH & MCLENNAN COS INC	47,933.50 1.15 %	21,403 94	26,529 56	1,036	2 16 %
450.0000	MCKESSON CORPORATION	83,794.50 2.01 %	18,940 35	64,854 15	432	0 52 %
1,000.0000	MICROSOFT CORP	41,700.00 1 00 %	25,697 26	16,002 74	1,120	2 69 %
400 0000	NEXTERA ENERGY INC	40,992 00 0.98 %	11,170.00	29,822 00	1,160	2 83 %
930 0000	NIKE INC CL B	72,121.50 1.73 %	30,552.65	41,568 85	893	1 24 %
500.0000	NORFOLK SOUTHERN CORP	51,515.00 1.23 %	20,981.59	30,533 41	1,080	2.10 %

LIST OF ASSETS

LAFFERTY FAMILY CHARITABLE FOUND
ACCOUNT: 8000003918

AS OF 06/30/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
750 0000	NOVARTIS AG ADR	67,897 50 1.63 %	40,476 11	27,421.39	1,754	2 58 %
500.0000	NUCOR CORP	24,625.00 0.59 %	22,874 95	1,750 05	740	3 01 %
1,400 0000	ORACLE CORPORATION	56,742 00 1.36 %	30,632 44	26,109 56	672	1 18 %
900.0000	PAYCHEX INC COM	37,404.00 0.90 %	24,509.01	12,894 99	1,368	3 66 %
400.0000	PEPSICO INC	35,736.00 0.86 %	18,202 50	17,533.50	1,048	2 93 %
500.0000	PNC FINANCIAL SERVICES GROUP	44,525.00 1 07 %	31,284.95	13,240 05	960	2.16 %
600.0000	PROCTER & GAMBLE CO	47,154.00 1.13 %	36,238 11	10,915.89	1,544	3 27 %
900.0000	QUALCOMM INC	71,280.00 1.71 %	57,513 42	13,766.58	1,512	2 12 %
1,400.0000	SPECTRA ENERGY CORP COM	59,472.00 1 42 %	32,129.96	27,342.04	1,876	3 15 %
600.0000	STARBUCKS CORPORATION	46,428.00 1.11 %	29,171 94	17,256.06	624	1 34 %

LIST OF ASSETS

LAFFERTY FAMILY CHARITABLE FOUND
ACCOUNT· 8000003918

AS OF 06/30/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
600.0000	TARGET CORP	34,770.00 0 83 %	33,083.03	1,686.97	1,248	3 59 %
900.0000	TEVA PHARMACEUTICAL INDS LTD ADR	47,178 00 1.13 %	47,559.95	381.95-	1,028	2 18 %
600.0000	THERMO FISHER SCIENTIFIC INCORPORATED COM	70,800.00 1.70 %	21,010.93	49,789 07	360	0 51 %
900 0000	UNITED PARCEL SERVICE	92,394 00 2.21 %	9 15	92,384 85	2,412	2 61 %
500.0000	UNITED TECHNOLOGIES CORP	57,725 00 1.38 %	19,608 50	38,116.50	1,180	2 04 %
550.0000	WAL-MART STORES INC	41,288.50 0 99 %	28,453.50	12,835 00	1,056	2 56 %
600.0000	WELLS FARGO & CO	31,536.00 0.76 %	13,974.00	17,562.00	840	2 66 %
TOTAL COMMON EQUITY SECURITIES		2,299,989.35 55.09 %	1,266,997.93	1,032,991.42	46,805	2 04 %

PREFERRED EQUITY SECURITIES

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
1,200.0000	AFLAC INC PFD 5.50% 9/15/2052 DTD 9/26/12	29,460 00 0.71 %	29,880.00	420.00-	1,650	5 60 %

LIST OF ASSETS

LAFFERTY FAMILY CHARITABLE FOUND
ACCOUNT· 8000003918

AS OF 06/30/14

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
975 0000	ENTERGY MISS INC PFD FIRST MTG BONDS 6 20% 04/15/4040 CALLABLE 4/15/15 @ $25	25,350 00 0 61 %	25,346 29	3.71	1,511	5 96 %
2,000 0000	TENNESSEE VALLEY AUTHORITY 3.955% PUTABLE AUTOMATIC RATE RESET SEC ORIG RATE OF 5 618% 05/01/2029	48,460 00 1 16 %	52,816.00	4,356 00-	1 978	4.08 %
TOTAL PREFERRED EQUITY SECURITIES		103,270.00 2.47 %	108,042.29	4,772 29-	5,139	4 98 %

DOMESTIC EQUITY MUTUAL FUNDS

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
2,297.3020	DFA US MICRO CAP PORTFOLIO FD #1	46,773 07 1 12 %	22,813 29	23,959 78	296	0 63 %

CLOSED END INTL EQUITY FUND

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
1,279 0000	ISHARES TR FTSE XINHAU HK CHINA 25 INDEX FD	47,374.16 1.13 %	26,606.77	20,767.39	913	1.93 %
1,400.0000	ISHARES MSCI EAFE INDEX FUND	95,718.00 2 29 %	48,516.34	47,201 66	3,119	3 26 %
1,600.0000	ISHARES TR MSCI EMERGING MKTS INDEX FD	69,168.00 1.66 %	66,972.87	2,195.13	1,130	1 63 %
2,100.0000	ISHARES MSCI HONG KONG INDEX FUND	43,848.00 1.05 %	37,959.30	5,888.70	1,512	3 45 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
1,200.0000	ISHARES MSCI PACIFIC EX - JAPAN INDEX FUND	59,100.00 1.42 %	27,888.00	31,212.00	2,084	3 53 %
780 0000	ISHARES MSCI SOUTH AFRICA INDEX FD	53,593.80 1 28 %	39,208 42	14,385.38	1,204	2 25 %
500.0000	ISHARES S&P GLOBAL TELECOMMUNICATION SECTOR INDEX FUND	31,530 00 0 76 %	27,859 57	3,670.43	3,675	11 66 %
TOTAL CLOSED END INTL EQUITY FUND		400,331.96 9 59 %	275,011.27	125,320.69	13,638	3 41 %
CLOSED END DOMESTIC EQUITY FD						
600 0000	ISHARES TR S & P MIDCAP 400 INDEX FD	85,848.00 2.06 %	39,544 00	46,304 00	1,057	1 23 %
746 0000	ISHARES TR S & P SMALLCAP 600 INDEX FD	83,619.14 2.00 %	47,730.34	35,888 80	916	1 10 %
500.0000	SPDR - CONSUMER DISC SECTOR	33,370.00 0.80 %	16,080 00	17,290.00	431	1 29 %
800.0000	SPDR - ENERGY SECTOR	80,080.00 1.92 %	55,559.85	24,520.15	1,349	1 68 %
1,900.0000	SPDR - TECHNOLOGY SECTOR	72,865.00 1.75 %	47,084.60	25,780.40	1,260	1.73 %

PAR VALUE OR SHARES	ASSET DESCRIPTION	MARKET VALUE % OF ACCOUNT	FED TAX COST	UNREALIZED GAIN/LOSS (FED TO MKT)	ESTIMATED ANNUAL INCOME	INCOME YIELD AT MARKET
TOTAL CLOSED END DOMESTIC EQUITY FD		355,782 14 8 52 %	205,998 79	149,783.35	5,013	1 41 %
TAXABLE FIXED INCOME FUNDS						
12,179.2100	VANGUARD GNMA FUND ADMIRAL #536	130,804 72 3 13 %	129,439.27	1,365.45	3,325	2 54 %
CLOSED-END FIXED INCOME						
400.0000	ISHARES IBOXX HIGH YIELD CORPORATE BOND FUND	38,080 00 0.91 %	34,964.00	3,116.00	2,179	5 72 %
300.0000	ISHARES JP MORGAN EMERGING BOND FUND	34,581.00 0.83 %	32,174.25	2,406.75	1,545	4 47 %
TOTAL CLOSED-END FIXED INCOME		72,661 00 1.74 %	67,138.25	5,522.75	3,725	5.13 %
OTHER ASSETS						
800.0000	ENBRIDGE ENERGY PARTNERS LIMITED PARTNERSHIP	29,544.00 0.71 %	23,332.88	6,211.12	1,704	5 77 %
PRINCIPAL PORTFOLIO TOTAL		4,171,222.52 99 91 %	2,805,742.17	1,365,480.35	101,566	2.43 %
INCOME PORTFOLIO						
	INCOME CASH	3,649.34 0.09 %	3,649.34			
TOTAL ASSETS		4,174,871.86 100.00 %	2,809,391.51	1,365,480.35	101,566	2.43 %