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Form **990**Department of the Treasury
Internal Revenue Service**Return of Organization Exempt From Income Tax**

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

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

▶ Information about Form 990 and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013Open to Public
Inspection**A** For the 2013 calendar year, or tax year beginning **JUL 1, 2013** and ending **JUN 30, 2014****B** Check if applicable

- ☒ Address change
☐ Name change
☐ Initial return
☐ Terminated
☐ Amended return
☐ Application pending

C Name of organization**MILLCREEK SCHOOL FOUNDATION**

Doing Business As

Number and street (or P.O. box if mail is not delivered to street address)

P.O. BOX 9382

Room/suite

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

ERIE, PA 16505**F** Name and address of principal officer: **CHRISTOPHER A. ELWELL, C**
3703, ERIE, PA 16506**D** Employer identification number**25-1437926****E** Telephone number**G** Gross receipts \$ **421,534.****H(a)** Is this a group return for subordinates? ☐ Yes ☒ No**H(b)** Are all subordinates included? ☐ Yes ☐ No
If "No," attach a list. (see instructions)**H(c)** Group exemption number ▶**I** Tax-exempt status ☒ 501(c)(3) ☐ 501(c)() (insert no.) ☐ 4947(a)(1) or ☐ 527**J** Website: ▶ **WWW.MILLCREEK EDUCATION FOUNDATION.ORG****K** Form of organization: ☒ Corporation ☐ Trust ☐ Association ☐ Other ▶**L** Year of formation: **1983** **M** State of legal domicile: **PA****Part I Summary**

Activities & Governance	1	Briefly describe the organization's mission or most significant activities: TO PROVIDE SCHOLARSHIPS TO STUDENTS AND TO PROVIDE FUNDS FOR ENHANCEMENTS AND CAPITAL			
	2	Check this box ☐ if the organization discontinued its operations or disposed of more than 25% of its net assets			
	3	Number of voting members of the governing body (Part VI, line 1a)	3	9	
	4	Number of independent voting members of the governing body (Part VI, line 1b)	4	9	
	5	Total number of individuals employed in calendar year 2013 (Part V, line 2a)	5	0	
	6	Total number of volunteers (estimate if necessary)	6	0	
	7a	Total unrelated business revenue from Part VIII, column (C), line 12	7a	0.	
	7b	Net unrelated business taxable income from Form 990-T, line 34	7b	0.	
Revenue	8	Contributions and grants (Part VIII, line 1h)	Prior Year 56,578.	Current Year 26,194.	
	9	Program service revenue (Part VIII, line 2g)	0.	0.	
	10	Investment income (Part VIII, column (A), lines 3, 4, and 7d)	86,577.	85,379.	
	11	Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)	0.	16,255.	
	12	Total revenue - add lines 8 through 11 (must equal Part VIII, column (A), line 12)	143,155.	127,828.	
	Expenses	13	Grants and similar amounts paid (Part IX, column (A), lines 1-3)	16,041.	28,975.
		14	Benefits paid to or for members (Part IX, column (A), line 4)	0.	0.
		15	Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10)	0.	0.
		16a	Professional fundraising fees (Part IX, column (A), line 11e)	0.	0.
		b	Total fundraising expenses (Part IX, column (D), line 25) ▶	0.	
17		Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e)	82,098.	47,303.	
18		Total expenses - Add lines 13-17 (must equal Part IX, column (A), line 25)	98,139.	76,278.	
19		Revenue less expenses - Subtract line 18 from line 12	45,016.	51,550.	
Net Assets or Fund Balances	20	Total assets (Part X, line 16)	Beginning of Current Year 1,041,834.	End of Year 1,093,384.	
	21	Total liabilities (Part X, line 26)	34,041.	34,041.	
	22	Net assets or fund balances - Subtract line 21 from line 20	1,007,793.	1,059,343.	

Part II Signature Block

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 officer) is based on all information of which preparer has any knowledge.

Sign Here	Signature of officer	Date May 8, 2015		
	CHRISTOPHER A. ELWELL, CPA, BOARD TREASURER Type or print name and title			
Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed PTIN
	DALE W. KOHSE	DALE W. KOHSE	04/10/15	P00299501
Firm's name	Firm's EIN		Phone no.	
	PNC BANK, N.A.		22-1146430	
Firm's address		TRUST TAX DEPARTMENT		
PITTSBURGH, PA 15222-2705		412-768-5892		

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

Part III Statement of Program Service AccomplishmentsCheck if Schedule O contains a response or note to any line in this Part III ☐

1 Briefly describe the organization's mission:

TO PROVIDE SCHOLARSHIPS TO STUDENTS AND TO PROVIDE FUNDS FOR
ENHANCEMENTS AND CAPITAL IMPROVEMENTS TO SCHOOL PROGRAMS AND SCHOOL
FACILITIES FOR MILLCREEK TOWNSHIP SCHOOL DISTRICT.

2 Did the organization undertake any significant program services during the year which were not listed on the prior Form 990 or 990-EZ? ☐ Yes ☒ No

If "Yes," describe these new services on Schedule O

3 Did the organization cease conducting, or make significant changes in how it conducts, any program services? ☐ Yes ☒ No

If "Yes," describe these changes on Schedule O

4 Describe the organization's program service accomplishments for each of its three largest program services, as measured by expenses. Section 501(c)(3) and 501(c)(4) organizations are required to report the amount of grants and allocations to others, the total expenses, and revenue, if any, for each program service reported.

4a (Code) (Expenses \$ 35,327. including grants of \$ 16,075.) (Revenue \$)
THE ORGANIZATION PROVIDED SCHOLARSHIPS TO 31 STUDENTS.4b (Code) (Expenses \$ 8,000. including grants of \$ 8,000.) (Revenue \$)
TO PROVIDE FUNDS FOR WATERSHED EDUCATION.4c (Code) (Expenses \$ 4,900. including grants of \$ 4,900.) (Revenue \$)
FUNDS FOR THE "FOR INSPIRATION AND RECOGNITION OF SCIENCE AND
TECHNOLOGY" FIRST ROBOTICS PROGRAM AT MCDOWELL HIGH SCHOOL.

4d Other program services (Describe in Schedule O)

(Expenses \$ including grants of \$) (Revenue \$)

4e Total program service expenses 48,227.

Part IV Checklist of Required Schedules

	Yes	No
1 Is the organization described in section 501(c)(3) or 4947(a)(1) (other than a private foundation)? <i>If "Yes," complete Schedule A</i>	X	
2 Is the organization required to complete Schedule B, Schedule of Contributors?	X	
3 Did the organization engage in direct or indirect political campaign activities on behalf of or in opposition to candidates for public office? <i>If "Yes," complete Schedule C, Part I</i>		X
4 Section 501(c)(3) organizations. Did the organization engage in lobbying activities, or have a section 501(h) election in effect during the tax year? <i>If "Yes," complete Schedule C, Part II</i>		X
5 Is the organization a section 501(c)(4), 501(c)(5), or 501(c)(6) organization that receives membership dues, assessments, or similar amounts as defined in Revenue Procedure 98-19? <i>If "Yes," complete Schedule C, Part III</i>		X
6 Did the organization maintain any donor advised funds or any similar funds or accounts for which donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts? <i>If "Yes," complete Schedule D, Part I</i>	X	
7 Did the organization receive or hold a conservation easement, including easements to preserve open space, the environment, historic land areas, or historic structures? <i>If "Yes," complete Schedule D, Part II</i>		X
8 Did the organization maintain collections of works of art, historical treasures, or other similar assets? <i>If "Yes," complete Schedule D, Part III</i>		X
9 Did the organization report an amount in Part X, line 21, for escrow or custodial account liability, serve as a custodian for amounts not listed in Part X, or provide credit counseling, debt management, credit repair, or debt negotiation services? <i>If "Yes," complete Schedule D, Part IV</i>		X
10 Did the organization, directly or through a related organization, hold assets in temporarily restricted endowments, permanent endowments, or quasi-endowments? <i>If "Yes," complete Schedule D, Part V</i>		X
11 If the organization's answer to any of the following questions is "Yes," then complete Schedule D, Parts VI, VII, VIII, IX, or X as applicable.		
a Did the organization report an amount for land, buildings, and equipment in Part X, line 10? <i>If "Yes," complete Schedule D, Part VI</i>	X	
b Did the organization report an amount for investments - other securities in Part X, line 12 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VII</i>		X
c Did the organization report an amount for investments - program related in Part X, line 13 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part VIII</i>		X
d Did the organization report an amount for other assets in Part X, line 15 that is 5% or more of its total assets reported in Part X, line 16? <i>If "Yes," complete Schedule D, Part IX</i>		X
e Did the organization report an amount for other liabilities in Part X, line 25? <i>If "Yes," complete Schedule D, Part X</i>	X	
f Did the organization's separate or consolidated financial statements for the tax year include a footnote that addresses the organization's liability for uncertain tax positions under FIN 48 (ASC 740)? <i>If "Yes," complete Schedule D, Part X</i>		X
12a Did the organization obtain separate, independent audited financial statements for the tax year? <i>If "Yes," complete Schedule D, Parts XI and XII</i>		X
b Was the organization included in consolidated, independent audited financial statements for the tax year? <i>If "Yes," and if the organization answered "No" to line 12a, then completing Schedule D, Parts XI and XII is optional</i>		X
13 Is the organization a school described in section 170(b)(1)(A)(ii)? <i>If "Yes," complete Schedule E</i>		X
14a Did the organization maintain an office, employees, or agents outside of the United States?		X
b Did the organization have aggregate revenues or expenses of more than \$10,000 from grantmaking, fundraising, business, investment, and program service activities outside the United States, or aggregate foreign investments valued at \$100,000 or more? <i>If "Yes," complete Schedule F, Parts I and IV</i>		X
15 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of grants or other assistance to or for any foreign organization? <i>If "Yes," complete Schedule F, Parts II and IV</i>		X
16 Did the organization report on Part IX, column (A), line 3, more than \$5,000 of aggregate grants or other assistance to or for foreign individuals? <i>If "Yes," complete Schedule F, Parts III and IV</i>		X
17 Did the organization report a total of more than \$15,000 of expenses for professional fundraising services on Part IX, column (A), lines 6 and 11e? <i>If "Yes," complete Schedule G, Part I</i>		X
18 Did the organization report more than \$15,000 total of fundraising event gross income and contributions on Part VIII, lines 1c and 8a? <i>If "Yes," complete Schedule G, Part II</i>	X	
19 Did the organization report more than \$15,000 of gross income from gaming activities on Part VIII, line 9a? <i>If "Yes," complete Schedule G, Part III</i>		X
20a Did the organization operate one or more hospital facilities? <i>If "Yes," complete Schedule H</i>		X
b If "Yes" to line 20a, did the organization attach a copy of its audited financial statements to this return?		

Part IV Checklist of Required Schedules (continued)

	Yes	No
21 Did the organization report more than \$5,000 of grants or other assistance to any domestic organization or government on Part IX, column (A), line 1? If "Yes," complete Schedule I, Parts I and II	X	
22 Did the organization report more than \$5,000 of grants or other assistance to individuals in the United States on Part IX, column (A), line 2? If "Yes," complete Schedule I, Parts I and III	X	
23 Did the organization answer "Yes" to Part VII, Section A, line 3, 4, or 5 about compensation of the organization's current and former officers, directors, trustees, key employees, and highest compensated employees? If "Yes," complete Schedule J		X
24a Did the organization have a tax exempt bond issue with an outstanding principal amount of more than \$100,000 as of the last day of the year, that was issued after December 31, 2002? If "Yes," answer lines 24b through 24d and complete Schedule K. If "No," go to line 25a		X
b Did the organization invest any proceeds of tax exempt bonds beyond a temporary period exception?		
c Did the organization maintain an escrow account other than a refunding escrow at any time during the year to defease any tax-exempt bonds?		
d Did the organization act as an "on behalf of" issuer for bonds outstanding at any time during the year?		
25a Section 501(c)(3) and 501(c)(4) organizations. Did the organization engage in an excess benefit transaction with a disqualified person during the year? If "Yes," complete Schedule L, Part I		X
b Is the organization aware that it engaged in an excess benefit transaction with a disqualified person in a prior year, and that the transaction has not been reported on any of the organization's prior Forms 990 or 990-EZ? If "Yes," complete Schedule L, Part I		X
26 Did the organization report any amount on Part X, line 5, 6, or 22 for receivables from or payables to any current or former officers, directors, trustees, key employees, highest compensated employees, or disqualified persons? If so, complete Schedule L, Part II		X
27 Did the organization provide a grant or other assistance to an officer, director, trustee, key employee, substantial contributor or employee thereof, a grant selection committee member, or to a 35% controlled entity or family member of any of these persons? If "Yes," complete Schedule L, Part III		X
28 Was the organization a party to a business transaction with one of the following parties (see Schedule L, Part IV instructions for applicable filing thresholds, conditions, and exceptions):		
a A current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
b A family member of a current or former officer, director, trustee, or key employee? If "Yes," complete Schedule L, Part IV		X
c An entity of which a current or former officer, director, trustee, or key employee (or a family member thereof) was an officer, director, trustee, or direct or indirect owner? If "Yes," complete Schedule L, Part IV	X	
29 Did the organization receive more than \$25,000 in non-cash contributions? If "Yes," complete Schedule M		X
30 Did the organization receive contributions of art, historical treasures, or other similar assets, or qualified conservation contributions? If "Yes," complete Schedule M		X
31 Did the organization liquidate, terminate, or dissolve and cease operations? If "Yes," complete Schedule N, Part I		X
32 Did the organization sell, exchange, dispose of, or transfer more than 25% of its net assets? If "Yes," complete Schedule N, Part II		X
33 Did the organization own 100% of an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Schedule R, Part I		X
34 Was the organization related to any tax-exempt or taxable entity? If "Yes," complete Schedule R, Part II, III, or IV, and Part V, line 1	X	
35a Did the organization have a controlled entity within the meaning of section 512(b)(13)?		X
b If "Yes" to line 35a, did the organization receive any payment from or engage in any transaction with a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Schedule R, Part V, line 2		
36 Section 501(c)(3) organizations. Did the organization make any transfers to an exempt non-charitable related organization? If "Yes," complete Schedule R, Part V, line 2		X
37 Did the organization conduct more than 5% of its activities through an entity that is not a related organization and that is treated as a partnership for federal income tax purposes? If "Yes," complete Schedule R, Part VI		X
38 Did the organization complete Schedule O and provide explanations in Schedule O for Part VI, lines 11b and 19?	X	

Note. All Form 990 filers are required to complete Schedule O

Part V Statements Regarding Other IRS Filings and Tax ComplianceCheck if Schedule O contains a response or note to any line in this Part V ☐

		Yes	No
1a Enter the number reported in Box 3 of Form 1096. Enter -0- if not applicable.	1a 0		
b Enter the number of Forms W-2G included in line 1a. Enter -0- if not applicable.	1b 0		
c Did the organization comply with backup withholding rules for reportable payments to vendors and reportable gaming (gambling) winnings to prize winners?	1c		
2a Enter the number of employees reported on Form W-3, Transmittal of Wage and Tax Statements, filed for the calendar year ending with or within the year covered by this return.	2a 0		
b If at least one is reported on line 2a, did the organization file all required federal employment tax returns? Note: If the sum of lines 1a and 2a is greater than 250, you may be required to e-file (see instructions).	2b		
3a Did the organization have unrelated business gross income of \$1,000 or more during the year?	3a		X
b If "Yes," has it filed a Form 990-T for this year? If "No," to line 3b, provide an explanation in Schedule O.	3b		
4a At any time during the calendar year, did the organization have an interest in, or a signature or other authority over, a financial account in a foreign country (such as a bank account, securities account, or other financial account)?	4a		X
b If "Yes," enter the name of the foreign country: <u>See instructions for filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts</u>			
5a Was the organization a party to a prohibited tax shelter transaction at any time during the tax year?	5a		X
b Did any taxable party notify the organization that it was or is a party to a prohibited tax shelter transaction?	5b		X
c If "Yes," to line 5a or 5b, did the organization file Form 8886-T?	5c		
6a Does the organization have annual gross receipts that are normally greater than \$100,000, and did the organization solicit any contributions that were not tax deductible as charitable contributions?	6a		X
b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?	6b		
7 Organizations that may receive deductible contributions under section 170(c).			
a Did the organization receive a payment in excess of \$75 made partly as a contribution and partly for goods and services provided to the payor?	7a		X
b If "Yes," did the organization notify the donor of the value of the goods or services provided?	7b		
c Did the organization sell, exchange, or otherwise dispose of tangible personal property for which it was required to file Form 8282?	7c		X
d If "Yes," indicate the number of Forms 8282 filed during the year.	7d		
e Did the organization receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	7e		
f Did the organization, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	7f		
g If the organization received a contribution of qualified intellectual property, did the organization file Form 8899 as required?	7g		
h If the organization received a contribution of cars, boats, airplanes, or other vehicles, did the organization file a Form 1098-C?	7h		
8 Sponsoring organizations maintaining donor advised funds and section 509(a)(3) supporting organizations. Did the supporting organization, or a donor advised fund maintained by a sponsoring organization, have excess business holdings at any time during the year?	8		
9 Sponsoring organizations maintaining donor advised funds.			
a Did the organization make any taxable distributions under section 4966?	9a		
b Did the organization make a distribution to a donor, donor advisor, or related person?	9b		
10 Section 501(c)(7) organizations. Enter			
a Initiation fees and capital contributions included on Part VIII, line 12.	10a		
b Gross receipts, included on Form 990, Part VIII, line 12, for public use of club facilities.	10b		
11 Section 501(c)(12) organizations. Enter			
a Gross income from members or shareholders.	11a		
b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)	11b		
12a Section 4947(a)(1) non-exempt charitable trusts. Is the organization filing Form 990 in lieu of Form 1041?	12a		
b If "Yes," enter the amount of tax-exempt interest received or accrued during the year.	12b		
13 Section 501(c)(29) qualified nonprofit health insurance issuers.			
a Is the organization licensed to issue qualified health plans in more than one state? Note: See the instructions for additional information the organization must report on Schedule O.	13a		
b Enter the amount of reserves the organization is required to maintain by the states in which the organization is licensed to issue qualified health plans.	13b		
c Enter the amount of reserves on hand.	13c		
14a Did the organization receive any payments for indoor tanning services during the tax year?	14a		X
b If "Yes," has it filed a Form 720 to report these payments? If "No," provide an explanation in Schedule O.	14b		

Part VI Governance, Management, and Disclosure For each "Yes" response to lines 2 through 7b below, and for a "No" response to line 8a, 8b, or 10b below, describe the circumstances, processes, or changes in Schedule O. See instructions.

Check if Schedule O contains a response or note to any line in this Part VI

☒**Section A. Governing Body and Management**

	Yes	No
1a Enter the number of voting members of the governing body at the end of the tax year If there are material differences in voting rights among members of the governing body, or if the governing body delegated broad authority to an executive committee or similar committee, explain in Schedule O.	9	
b Enter the number of voting members included in line 1a, above, who are independent	9	
2 Did any officer, director, trustee, or key employee have a family relationship or a business relationship with any other officer, director, trustee, or key employee?	☒	
3 Did the organization delegate control over management duties customarily performed by or under the direct supervision of officers, directors, or trustees, or key employees to a management company or other person?		☒
4 Did the organization make any significant changes to its governing documents since the prior Form 990 was filed?	☒	
5 Did the organization become aware during the year of a significant diversion of the organization's assets?		☒
6 Did the organization have members or stockholders?		☒
7a Did the organization have members, stockholders, or other persons who had the power to elect or appoint one or more members of the governing body?		☒
b Are any governance decisions of the organization reserved to (or subject to approval by) members, stockholders, or persons other than the governing body?		☒
8 Did the organization contemporaneously document the meetings held or written actions undertaken during the year by the following:		
a The governing body?	☒	
b Each committee with authority to act on behalf of the governing body?		☒
9 Is there any officer, director, trustee, or key employee listed in Part VII, Section A, who cannot be reached at the organization's mailing address? If "Yes," provide the names and addresses in Schedule O		☒

Section B. Policies (This Section B requests information about policies not required by the Internal Revenue Code.)

	Yes	No
10a Did the organization have local chapters, branches, or affiliates?		☒
b If "Yes," did the organization have written policies and procedures governing the activities of such chapters, affiliates, and branches to ensure their operations are consistent with the organization's exempt purposes?		
11a Has the organization provided a complete copy of this Form 990 to all members of its governing body before filing the form?	☒	
b Describe in Schedule O the process, if any, used by the organization to review this Form 990		
12a Did the organization have a written conflict of interest policy? If "No," go to line 13	☒	
b Were officers, directors, or trustees, and key employees required to disclose annually interests that could give rise to conflicts?	☒	
c Did the organization regularly and consistently monitor and enforce compliance with the policy? If "Yes," describe in Schedule O how this was done	☒	
13 Did the organization have a written whistleblower policy?		☒
14 Did the organization have a written document retention and destruction policy?	☒	
15 Did the process for determining compensation of the following persons include a review and approval by independent persons, comparability data, and contemporaneous substantiation of the deliberation and decision?		
a The organization's CEO, Executive Director, or top management official		☒
b Other officers or key employees of the organization		☒
If "Yes" to line 15a or 15b, describe the process in Schedule O (see instructions)		
16a Did the organization invest in, contribute assets to, or participate in a joint venture or similar arrangement with a taxable entity during the year?		☒
b If "Yes," did the organization follow a written policy or procedure requiring the organization to evaluate its participation in joint venture arrangements under applicable federal tax law, and take steps to safeguard the organization's exempt status with respect to such arrangements?		

Section C. Disclosure

17 List the states with which a copy of this Form 990 is required to be filed **PA**

18 Section 6104 requires an organization to make its Forms 1023 (or 1024 if applicable), 990, and 990-T (Section 501(c)(3)s only) available for public inspection. Indicate how you made these available. Check all that apply.
☐ Own website ☒ Another's website ☒ Upon request ☐ Other (explain in Schedule O)

19 Describe in Schedule O whether (and if so, how), the organization made its governing documents, conflict of interest policy, and financial statements available to the public during the tax year

20 State the name, physical address, and telephone number of the person who possesses the books and records of the organization **MILLCREEK SCHOOL FOUNDATION**
CHRISTOPHER ELWELL, CPA - P.O. BOX 9382, ERIE, PA 16505

Part VIII Statement of RevenueCheck if Schedule O contains a response or note to any line in this Part VIII ☐

				(A) Total revenue	(B) Related or exempt function revenue	(C) Unrelated business revenue	(D) Revenue excluded from tax under sections 512-514
Contributions, Gifts, Grants and Other Similar Amounts	1 a	Federated campaigns	1a				
	b	Membership dues	1b				
	c	Fundraising events	1c				
	d	Related organizations	1d				
	e	Government grants (contributions)	1e				
	f	All other contributions, gifts, grants, and similar amounts not included above	1f	26,194.			
	g	Noncash contributions included in lines 1a-1f \$					
	h	Total. Add lines 1a-1f			26,194.		
	Program Service Revenue	Business Code					
2 a							
b							
c							
d							
e							
f		All other program service revenue					
g	Total. Add lines 2a-2f						
Other Revenue	3	Investment income (including dividends, interest, and other similar amounts)			25,119.		25,119.
	4	Income from investment of tax-exempt bond proceeds					
	5	Royalties					
	6 a	(i) Real		(ii) Personal			
		3,200.					
		1,325.					
		1,875.					
	d	Net rental income or (loss)			1,875.	1,875.	
	7 a	(i) Securities		(ii) Other			
		334,637.		6,141.			
		280,518.		0.			
		54,119.		6,141.			
	d	Net gain or (loss)			60,260.		60,260.
	8 a	Gross income from fundraising events (not including \$ _____ of contributions reported on line 1c) See Part IV, line 18					
		a	25,160.				
		b	11,863.				
	c	Net income or (loss) from fundraising events			13,297.		13,297.
	9 a	Gross income from gaming activities. See Part IV, line 19					
		a					
		b					
c	Net income or (loss) from gaming activities						
10 a	Gross sales of inventory, less returns and allowances						
	a						
	b						
c	Net income or (loss) from sales of inventory						
Miscellaneous Revenue				Business Code			
11 a	RETURN OF OVERPAID BAN			900099	824.		824.
	STOP PAYMENT ON PRIOR			900099	259.		259.
	All other revenue						
	e	Total. Add lines 11a-11d			1,083.		
12	Total revenue. See instructions.			127,828.	1,875.	0.	99,759.

Part IX Statement of Functional Expenses

Section 501(c)(3) and 501(c)(4) organizations must complete all columns. All other organizations must complete column (A).

Check if Schedule O contains a response or note to any line in this Part IX



Do not include amounts reported on lines 6b, 7b, 8b, 9b, and 10b of Part VIII.	(A) Total expenses	(B) Program service expenses	(C) Management and general expenses	(D) Fundraising expenses
1 Grants and other assistance to governments and organizations in the United States. See Part IV, line 21	12,900.	12,900.		
2 Grants and other assistance to individuals in the United States. See Part IV, line 22	16,075.	16,075.		
3 Grants and other assistance to governments, organizations, and individuals outside the United States. See Part IV, lines 15 and 16				
4 Benefits paid to or for members				
5 Compensation of current officers, directors, trustees, and key employees				
6 Compensation not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B)				
7 Other salaries and wages				
8 Pension plan accruals and contributions (include section 401(k) and 403(b) employer contributions)				
9 Other employee benefits				
10 Payroll taxes				
11 Fees for services (non-employees)				
a Management				
b Legal				
c Accounting				
d Lobbying				
e Professional fundraising services. See Part IV, line 17				
f Investment management fees	5,505.		5,505.	
g Other (If line 11g amount exceeds 10% of line 25, column (A) amount, list line 11g expenses on Sch O)	14,761.		14,761.	
12 Advertising and promotion				
13 Office expenses	4.		4.	
14 Information technology				
15 Royalties				
16 Occupancy				
17 Travel				
18 Payments of travel or entertainment expenses for any federal, state, or local public officials				
19 Conferences, conventions, and meetings				
20 Interest				
21 Payments to affiliates				
22 Depreciation, depletion, and amortization				
23 Insurance	1,546.		1,546.	
24 Other expenses. Itemize expenses not covered above. (List miscellaneous expenses in line 24e. If line 24e amount exceeds 10% of line 25, column (A) amount, list line 24e expenses on Schedule O.)				
a <u>INS. & EXP. CHARGES RED</u>	7,560.		7,560.	
b <u>DROPOUT PREVENTION PROG</u>	7,500.	7,500.		
c <u>SCHOOL SUPPLIES</u>	6,948.	6,948.		
d _____				
e All other expenses _____	3,479.	3,479.		
25 Total functional expenses. Add lines 1 through 24e	76,278.	46,902.	29,376.	0.
26 Joint costs. Complete this line only if the organization reported in column (B) joint costs from a combined educational campaign and fundraising solicitation.				

Check here ☐ if following SOP 98-2 (ASC 958-720)

Part X Balance SheetCheck if Schedule O contains a response or note to any line in this Part X ☐

		(A) Beginning of year		(B) End of year
Assets	1 Cash - non interest-bearing	3,200.	1	4,024.
	2 Savings and temporary cash investments	82,341.	2	42,554.
	3 Pledges and grants receivable, net		3	
	4 Accounts receivable, net	78,379.	4	0.
	5 Loans and other receivables from current and former officers, directors, trustees, key employees, and highest compensated employees. Complete Part II of Schedule L.		5	
	6 Loans and other receivables from other disqualified persons (as defined under section 4958(f)(1)), persons described in section 4958(c)(3)(B), and contributing employers and sponsoring organizations of section 501(c)(9) voluntary employees' beneficiary organizations (see instr). Complete Part II of Sch L.		6	
	7 Notes and loans receivable, net		7	
	8 Inventories for sale or use		8	
	9 Prepaid expenses and deferred charges		9	
	10a Land, buildings, and equipment - cost or other basis. Complete Part VI of Schedule D.	10a 78,379.		
	b Less accumulated depreciation	10b 0.	10c	78,379.
	11 Investments - publicly traded securities	863,389.	11	961,462.
	12 Investments - other securities. See Part IV, line 11.		12	
	13 Investments - program-related. See Part IV, line 11.		13	
	14 Intangible assets		14	
	15 Other assets. See Part IV, line 11.	14,525.	15	6,965.
16 Total assets. Add lines 1 through 15 (must equal line 34).	1,041,834.	16	1,093,384.	
Liabilities	17 Accounts payable and accrued expenses		17	
	18 Grants payable		18	
	19 Deferred revenue		19	
	20 Tax-exempt bond liabilities		20	
	21 Escrow or custodial account liability. Complete Part IV of Schedule D.		21	
	22 Loans and other payables to current and former officers, directors, trustees, key employees, highest compensated employees, and disqualified persons. Complete Part II of Schedule L.		22	
	23 Secured mortgages and notes payable to unrelated third parties		23	
	24 Unsecured notes and loans payable to unrelated third parties		24	
	25 Other liabilities (including federal income tax, payables to related third parties, and other liabilities not included on lines 17-24). Complete Part X of Schedule D.	34,041.	25	34,041.
	26 Total liabilities. Add lines 17 through 25.	34,041.	26	34,041.
	Net Assets or Fund Balances	Organizations that follow SFAS 117 (ASC 958), check here ☒ and complete lines 27 through 29, and lines 33 and 34.		
27 Unrestricted net assets		1,007,793.	27	1,033,843.
28 Temporarily restricted net assets			28	25,500.
29 Permanently restricted net assets			29	
Organizations that do not follow SFAS 117 (ASC 958), check here ☐ and complete lines 30 through 34.				
30 Capital stock or trust principal, or current funds			30	
31 Paid-in or capital surplus, or land, building, or equipment fund			31	
32 Retained earnings, endowment, accumulated income, or other funds			32	
33 Total net assets or fund balances		1,007,793.	33	1,059,343.
34 Total liabilities and net assets/fund balances		1,041,834.	34	1,093,384.

Form 990 (2013)

Part XI Reconciliation of Net AssetsCheck if Schedule O contains a response or note to any line in this Part XI ☐

1	Total revenue (must equal Part VIII, column (A), line 12)	1	127,828.
2	Total expenses (must equal Part IX, column (A), line 25)	2	76,278.
3	Revenue less expenses Subtract line 2 from line 1	3	51,550.
4	Net assets or fund balances at beginning of year (must equal Part X, line 33, column (A))	4	1,007,793.
5	Net unrealized gains (losses) on investments	5	
6	Donated services and use of facilities	6	
7	Investment expenses	7	
8	Prior period adjustments	8	
9	Other changes in net assets or fund balances (explain in Schedule O)	9	0.
10	Net assets or fund balances at end of year Combine lines 3 through 9 (must equal Part X, line 33, column (B))	10	1,059,343.

Part XII Financial Statements and ReportingCheck if Schedule O contains a response or note to any line in this Part XII ☐1 Accounting method used to prepare the Form 990. ☒ Cash ☐ Accrual ☐ Other _____

If the organization changed its method of accounting from a prior year or checked "Other," explain in Schedule O

2a Were the organization's financial statements compiled or reviewed by an independent accountant?

If "Yes," check a box below to indicate whether the financial statements for the year were compiled or reviewed on a separate basis, consolidated basis, or both

☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis

b Were the organization's financial statements audited by an independent accountant?

If "Yes," check a box below to indicate whether the financial statements for the year were audited on a separate basis, consolidated basis, or both.

☐ Separate basis ☐ Consolidated basis ☐ Both consolidated and separate basis

c If "Yes" to line 2a or 2b, does the organization have a committee that assumes responsibility for oversight of the audit, review, or compilation of its financial statements and selection of an independent accountant?

If the organization changed either its oversight process or selection process during the tax year, explain in Schedule O.

3a As a result of a federal award, was the organization required to undergo an audit or audits as set forth in the Single Audit Act and OMB Circular A-133?

b If "Yes," did the organization undergo the required audit or audits? If the organization did not undergo the required audit or audits, explain why in Schedule O and describe any steps taken to undergo such audits

	Yes	No
2a		X
2b		X
2c		
3a		X
3b		

Form 990 (2013)

Department of the Treasury
Internal Revenue Service

Complete if the organization is a section 501(c)(3) organization or a section 4947(a)(1) nonexempt charitable trust.

▶ Attach to Form 990 or Form 990-EZ

▶ Information about Schedule A (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

QMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

Part I	Reason for Public Charity Status (All organizations must complete this part) See instructions.
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The organization is not a private foundation because it is (For lines 1 through 11, check only one box.)

- 1 ☐ A church, convention of churches, or association of churches described in **section 170(b)(1)(A)(i).**

2 ☐ A school described in **section 170(b)(1)(A)(ii).** (Attach Schedule E)

3 ☐ A hospital or a cooperative hospital service organization described in **section 170(b)(1)(A)(iii).**

4 ☐ A medical research organization operated in conjunction with a hospital described in **section 170(b)(1)(A)(iii).** Enter the hospital's name, city, and state _____

5 ☐ An organization operated for the benefit of a college or university owned or operated by a governmental unit described in **section 170(b)(1)(A)(iv).** (Complete Part II)

6 ☐ A federal, state, or local government or governmental unit described in **section 170(b)(1)(A)(v).**

7 ☒ An organization that normally receives a substantial part of its support from a governmental unit or from the general public described in **section 170(b)(1)(A)(vi).** (Complete Part II)

8 ☐ A community trust described in **section 170(b)(1)(A)(vi).** (Complete Part II)

9 ☐ An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its exempt functions - subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See **section 509(a)(2).** (Complete Part III)

10 ☐ An organization organized and operated exclusively to test for public safety See **section 509(a)(4).**

11 ☐ An organization organized and operated exclusively for the benefit of, to perform the functions of, or to carry out the purposes of one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2).** See **section 509(a)(3).** Check the box that describes the type of supporting organization and complete lines 11e through 11h.

a ☐ Type I b ☐ Type II c ☐ Type III - Functionally integrated d ☐ Type III - Non-functionally integrated

e ☐ By checking this box, I certify that the organization is not controlled directly or indirectly by one or more disqualified persons other than foundation managers and other than one or more publicly supported organizations described in **section 509(a)(1)** or **section 509(a)(2)**

f ☐ If the organization received a written determination from the IRS that it is a Type I, Type II, or Type III supporting organization, check this box

g ☐ Since August 17, 2006, has the organization accepted any gift or contribution from any of the following persons?

(i) A person who directly or indirectly controls, either alone or together with persons described in (ii) and (iii) below, the governing body of the supported organization?

(ii) A family member of a person described in (i) above?

(iii) A 35% controlled entity of a person described in (i) or (ii) above?

h ☐ Provide the following information about the supported organization(s)

	Yes	No
11g(i)		
11g(ii)		
11g(iii)		

[illegible]

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule A (Form 990 or 990-EZ) 2013

Part II Support Schedule for Organizations Described in Sections 170(b)(1)(A)(iv) and 170(b)(1)(A)(vi)

(Complete only if you checked the box on line 5, 7, or 8 of Part I or if the organization failed to qualify under Part III. If the organization fails to qualify under the tests listed below, please complete Part III.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received. (Do not include any "unusual grants.")	36,828.	44,724.	77,788.	56,578.	51,354.	267,272.
2 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
3 The value of services or facilities furnished by a governmental unit to the organization without charge						
4 Total. Add lines 1 through 3	36,828.	44,724.	77,788.	56,578.	51,354.	267,272.
5 The portion of total contributions by each person (other than a governmental unit or publicly supported organization) included on line 1 that exceeds 2% of the amount shown on line 11, column (f)						
6 Public support. Subtract line 5 from line 4						267,272.

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
7 Amounts from line 4	36,828.	44,724.	77,788.	56,578.	51,354.	267,272.
8 Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources	21,736.	20,727.	25,628.	29,654.	25,119.	122,864.
9 Net income from unrelated business activities, whether or not the business is regularly carried on						
10 Other income. Do not include gain or loss from the sale of capital assets. (Explain in Part IV.)						
11 Total support. Add lines 7 through 10						390,136.
12 Gross receipts from related activities, etc. (see instructions)					12	
13 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here. ► ☐						

Section C. Computation of Public Support Percentage

14 Public support percentage for 2013 (line 6, column (f) divided by line 11, column (f))	14	68.51	%
15 Public support percentage from 2012 Schedule A, Part II, line 14	15	65.52	%
16a 33 1/3% support test - 2013. If the organization did not check the box on line 13, and line 14 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ► ☒			
b 33 1/3% support test - 2012. If the organization did not check a box on line 13 or 16a, and line 15 is 33 1/3% or more, check this box and stop here. The organization qualifies as a publicly supported organization. ► ☐			
17a 10% -facts-and-circumstances test - 2013. If the organization did not check a box on line 13, 16a, or 16b, and line 14 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ► ☐			
b 10% -facts-and-circumstances test - 2012. If the organization did not check a box on line 13, 16a, 16b, or 17a, and line 15 is 10% or more, and if the organization meets the "facts-and-circumstances" test, check this box and stop here. Explain in Part IV how the organization meets the "facts-and-circumstances" test. The organization qualifies as a publicly supported organization. ► ☐			
18 Private foundation. If the organization did not check a box on line 13, 16a, 16b, 17a, or 17b, check this box and see instructions. ► ☐			

Part III Support Schedule for Organizations Described in Section 509(a)(2)

(Complete only if you checked the box on line 9 of Part I or if the organization failed to qualify under Part II. If the organization fails to qualify under the tests listed below, please complete Part II.)

Section A. Public Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
1 Gifts, grants, contributions, and membership fees received (Do not include any "unusual grants.")						
2 Gross receipts from admissions, merchandise sold or services performed, or facilities furnished in any activity that is related to the organization's tax-exempt purpose						
3 Gross receipts from activities that are not an unrelated trade or business under section 513						
4 Tax revenues levied for the organization's benefit and either paid to or expended on its behalf						
5 The value of services or facilities furnished by a governmental unit to the organization without charge						
6 Total. Add lines 1 through 5						
7a Amounts included on lines 1, 2, and 3 received from disqualified persons						
b Amounts included on lines 2 and 3 received from other than disqualified persons that exceed the greater of \$5,000 or 1% of the amount on line 13 for the year						
c Add lines 7a and 7b						
8 Public support (Subtract line 7c from line 6)						

Section B. Total Support

Calendar year (or fiscal year beginning in) ►	(a) 2009	(b) 2010	(c) 2011	(d) 2012	(e) 2013	(f) Total
9 Amounts from line 6						
10a Gross income from interest, dividends, payments received on securities loans, rents, royalties and income from similar sources						
b Unrelated business taxable income (less section 511 taxes) from businesses acquired after June 30, 1975						
c Add lines 10a and 10b						
11 Net income from unrelated business activities not included in line 10b, whether or not the business is regularly carried on						
12 Other income. Do not include gain or loss from the sale of capital assets (Explain in Part IV.)						
13 Total support. (Add lines 9, 10c, 11 and 12.)						

14 First five years. If the Form 990 is for the organization's first, second, third, fourth, or fifth tax year as a section 501(c)(3) organization, check this box and stop here ☐**Section C. Computation of Public Support Percentage**

15 Public support percentage for 2013 (line 8, column (f) divided by line 13, column (f))	15		%
16 Public support percentage from 2012 Schedule A, Part III, line 15	16		%

Section D. Computation of Investment Income Percentage

17 Investment income percentage for 2013 (line 10c, column (f) divided by line 13, column (f))	17		%
18 Investment income percentage from 2012 Schedule A, Part III, line 17	18		%

19a 33 1/3% support tests - 2013. If the organization did not check the box on line 14, and line 15 is more than 33 1/3%, and line 17 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐**b** 33 1/3% support tests - 2012. If the organization did not check a box on line 14 or line 19a, and line 16 is more than 33 1/3%, and line 18 is not more than 33 1/3%, check this box and stop here. The organization qualifies as a publicly supported organization ☐**20** Private foundation. If the organization did not check a box on line 14, 19a, or 19b, check this box and see instructions ☐

Part IV **Supplemental Information.** Provide the explanations required by Part II, line 10, Part II, line 17a or 17b, and Part III, line 12

Also complete this part for any additional information (See instructions)

SCHEDULE D
(Form 990)

Department of the Treasury
Internal Revenue Service

Supplemental Financial Statements

▶ Complete if the organization answered "Yes," to Form 990, Part IV, line 6, 7, 8, 9, 10, 11a, 11b, 11c, 11d, 11e, 11f, 12a, or 12b.
▶ Attach to Form 990

▶ Information about Schedule D (Form 990) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public Inspection

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

Part I Organizations Maintaining Donor Advised Funds or Other Similar Funds or Accounts. Complete if the organization answered "Yes" to Form 990, Part IV, line 6

	(a) Donor advised funds	(b) Funds and other accounts
1 Total number at end of year	15	
2 Aggregate contributions to (during year)	0.	
3 Aggregate grants from (during year)	5,454.	
4 Aggregate value at end of year	231,300.	
5 Did the organization inform all donors and donor advisors in writing that the assets held in donor advised funds are the organization's property, subject to the organization's exclusive legal control?		☒ Yes ☐ No
6 Did the organization inform all grantees, donors, and donor advisors in writing that grant funds can be used only for charitable purposes and not for the benefit of the donor or donor advisor, or for any other purpose conferring impermissible private benefit?		☒ Yes ☐ No

Part II Conservation Easements. Complete if the organization answered "Yes" to Form 990, Part IV, line 7

1 Purpose(s) of conservation easements held by the organization (check all that apply)

☐ Preservation of land for public use (e.g., recreation or education)	☐ Preservation of an historically important land area
☐ Protection of natural habitat	☐ Preservation of a certified historic structure
☐ Preservation of open space	

2 Complete lines 2a through 2d if the organization held a qualified conservation contribution in the form of a conservation easement on the last day of the tax year

	Held at the End of the Tax Year
a Total number of conservation easements	2a
b Total acreage restricted by conservation easements	2b
c Number of conservation easements on a certified historic structure included in (a)	2c
d Number of conservation easements included in (c) acquired after 8/17/06, and not on a historic structure listed in the National Register	2d

3 Number of conservation easements modified, transferred, released, extinguished, or terminated by the organization during the tax year ▶ _____

4 Number of states where property subject to conservation easement is located ▶ _____

5 Does the organization have a written policy regarding the periodic monitoring, inspection, handling of violations, and enforcement of the conservation easements it holds? ☐ Yes ☐ No

6 Staff and volunteer hours devoted to monitoring, inspecting, and enforcing conservation easements during the year ▶ _____

7 Amount of expenses incurred in monitoring, inspecting, and enforcing conservation easements during the year ▶ \$ _____

8 Does each conservation easement reported on line 2(d) above satisfy the requirements of section 170(h)(4)(B)(i) and section 170(h)(4)(B)(ii)? ☐ Yes ☐ No

9 In Part XIII, describe how the organization reports conservation easements in its revenue and expense statement, and balance sheet, and include, if applicable, the text of the footnote to the organization's financial statements that describes the organization's accounting for conservation easements.

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 8

1a If the organization elected, as permitted under SFAS 116 (ASC 958), not to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide, in Part XIII, the text of the footnote to its financial statements that describes these items

b If the organization elected, as permitted under SFAS 116 (ASC 958), to report in its revenue statement and balance sheet works of art, historical treasures, or other similar assets held for public exhibition, education, or research in furtherance of public service, provide the following amounts relating to these items:

(i) Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

(ii) Assets included in Form 990, Part X ▶ \$ _____

2 If the organization received or held works of art, historical treasures, or other similar assets for financial gain, provide the following amounts required to be reported under SFAS 116 (ASC 958) relating to these items:

a Revenues included in Form 990, Part VIII, line 1 ▶ \$ _____

b Assets included in Form 990, Part X ▶ \$ _____

Part III Organizations Maintaining Collections of Art, Historical Treasures, or Other Similar Assets (continued)

3 Using the organization's acquisition, accession, and other records, check any of the following that are a significant use of its collection items (check all that apply)

a ☐ Public exhibitiond ☐ Loan or exchange programsb ☐ Scholarly researche ☐ Other _____c ☐ Preservation for future generations

4 Provide a description of the organization's collections and explain how they further the organization's exempt purpose in Part XIII

5 During the year, did the organization solicit or receive donations of art, historical treasures, or other similar assets

to be sold to raise funds rather than to be maintained as part of the organization's collection?

☐ Yes☐ No**Part IV Escrow and Custodial Arrangements.** Complete if the organization answered "Yes" to Form 990, Part IV, line 9, or reported an amount on Form 990, Part X, line 21.

1a Is the organization an agent, trustee, custodian or other intermediary for contributions or other assets not included on Form 990, Part X?

☐ Yes☐ No

b If "Yes," explain the arrangement in Part XIII and complete the following table:

c Beginning balance

d Additions during the year

e Distributions during the year

f Ending balance

	Amount
1c	
1d	
1e	
1f	

2a Did the organization include an amount on Form 990, Part X, line 21?

☐ Yes☐ No

b If "Yes," explain the arrangement in Part XIII. Check here if the explanation has been provided in Part XIII

☐**Part V Endowment Funds.** Complete if the organization answered "Yes" to Form 990, Part IV, line 10

	(a) Current year	(b) Prior year	(c) Two years back	(d) Three years back	(e) Four years back
1a Beginning of year balance					
b Contributions					
c Net investment earnings, gains, and losses					
d Grants or scholarships					
e Other expenditures for facilities and programs					
f Administrative expenses					
g End of year balance					

2 Provide the estimated percentage of the current year end balance (line 1g, column (a)) held as

a Board designated or quasi-endowment ☐ %b Permanent endowment ☐ %c Temporarily restricted endowment ☐ %

The percentages in lines 2a, 2b, and 2c should equal 100%.

3a Are there endowment funds not in the possession of the organization that are held and administered for the organization by

(i) unrelated organizations

(ii) related organizations

b If "Yes" to 3a(ii), are the related organizations listed as required on Schedule R?

	Yes	No
3a(i)		
3a(ii)		
3b		

4 Describe in Part XIII the intended uses of the organization's endowment funds

Part VI Land, Buildings, and Equipment.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11a. See Form 990, Part X, line 10

Description of property	(a) Cost or other basis (investment)	(b) Cost or other basis (other)	(c) Accumulated depreciation	(d) Book value
1a Land	78,379.			78,379.
b Buildings				
c Leasehold improvements				
d Equipment				
e Other				

Total. Add lines 1a through 1e. (Column (d) must equal Form 990, Part X, column (B), line 10(c).)

78,379.

Part VII Investments - Other Securities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11b. See Form 990, Part X, line 12.

(a) Description of security or category (including name of security)	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1) Financial derivatives		
(2) Closely-held equity interests		
(3) Other		
(A)		
(B)		
(C)		
(D)		
(E)		
(F)		
(G)		
(H)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 12.) ▶		

Part VIII Investments - Program Related.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11c. See Form 990, Part X, line 13.

(a) Description of investment	(b) Book value	(c) Method of valuation Cost or end-of-year market value
(1)		
(2)		
(3)		
(4)		
(5)		
(6)		
(7)		
(8)		
(9)		
Total. (Col. (b) must equal Form 990, Part X, col. (B) line 13.) ▶		

Part IX Other Assets.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11d. See Form 990, Part X, line 15.

(a) Description	(b) Book value
(1)	
(2)	
(3)	
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 15.) ▶	

Part X Other Liabilities.

Complete if the organization answered "Yes" to Form 990, Part IV, line 11e or 11f. See Form 990, Part X, line 25.

1. (a) Description of liability	(b) Book value
(1) Federal income taxes	
(2) AMOUNTS OWED TO MILLCREEK TWP.	
(3) SCH. DISTRICT	34,041.
(4)	
(5)	
(6)	
(7)	
(8)	
(9)	
Total. (Column (b) must equal Form 990, Part X, col. (B) line 25.) ▶	
	34,041.

2. Liability for uncertain tax positions. In Part XIII, provide the text of the footnote to the organization's financial statements that reports the organization's liability for uncertain tax positions under FIN 48 (ASC 740). Check here if the text of the footnote has been provided in Part XIII ☐

Department of the Treasury
Internal Revenue Service

Complete if the organization answered "Yes" to Form 990, Part IV, lines 17, 18, or 19, or if the organization entered more than \$15,000 on Form 990-EZ, line 6a.

▶ Information about Schedule G (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

2013

**Open To Public
Inspection**

MILLCREEK SCHOOL FOUNDATION

Employer identification number
25-1437926

Fundraising Activities. Complete if the organization answered "Yes" to Form 990, Part IV, line 17. Form 990-EZ filers are not required to complete this part.

- a ☐ Mail solicitations
- b ☐ Internet and email solicitations
- c ☐ Phone solicitations
- d ☐ In person solicitations
- e ☐ Solicitation of non-government grants
- f ☐ Solicitation of government grants
- g ☐ Special fundraising events

☐ Yes ☐ No

[illegible]

3 List all states in which the organization is registered or licensed to solicit contributions or has been notified it is exempt from registration or licensing

Part II Fundraising Events. Complete if the organization answered "Yes" to Form 990, Part IV, line 18, or reported more than \$15,000 of fundraising event contributions and gross income on Form 990-EZ, lines 1 and 6b. List events with gross receipts greater than \$5,000.

	(a) Event #1 MUDGER GOLF TOURNAMENT (event type)	(b) Event #2 NIGHT AT THE RACES (event type)	(c) Other events NONE (total number)	(d) Total events (add col (a) through col (c))
Revenue				
1 Gross receipts	17,595.	7,565.		25,160.
2 Less: Contributions				
3 Gross income (line 1 minus line 2)	17,595.	7,565.		25,160.
Direct Expenses				
4 Cash prizes				
5 Noncash prizes	1,500.			1,500.
6 Rent/facility costs				
7 Food and beverages				
8 Entertainment				
9 Other direct expenses	5,005.	5,358.		10,363.
10 Direct expense summary. Add lines 4 through 9 in column (d)				11,863.
11 Net income summary. Subtract line 10 from line 3, column (d)				13,297.

Part III Gaming. Complete if the organization answered "Yes" to Form 990, Part IV, line 19, or reported more than \$15,000 on Form 990-EZ, line 6a.

	(a) Bingo	(b) Pull tabs/instant bingo/progressive bingo	(c) Other gaming	(d) Total gaming (add col (a) through col (c))
Revenue				
1 Gross revenue				
Direct Expenses				
2 Cash prizes				
3 Noncash prizes				
4 Rent/facility costs				
5 Other direct expenses				
6 Volunteer labor	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	☐ Yes _____ % ☐ No	
7 Direct expense summary. Add lines 2 through 5 in column (d)				
8 Net gaming income summary. Subtract line 7 from line 1, column (d)				

9 Enter the state(s) in which the organization operates gaming activities _____

a Is the organization licensed to operate gaming activities in each of these states?

☐ Yes ☐ No

b If "No," explain _____

10a Were any of the organization's gaming licenses revoked, suspended or terminated during the tax year?

☐ Yes ☐ No

b If "Yes," explain _____

11 Does the organization operate gaming activities with nonmembers?

☐ Yes ☐ No

12 Is the organization a grantor, beneficiary or trustee of a trust or a member of a partnership or other entity formed to administer charitable gaming?

☐ Yes ☐ No

13 Indicate the percentage of gaming activity operated in

a The organization's facility

13a %

b An outside facility

13b %

14 Enter the name and address of the person who prepares the organization's gaming/special events books and records

Name ▶ _____

Address ▶ _____

15a Does the organization have a contract with a third party from whom the organization receives gaming revenue?

☐ Yes ☐ No

b If "Yes," enter the amount of gaming revenue received by the organization ▶ \$ _____ and the amount of gaming revenue retained by the third party ▶ \$ _____

c If "Yes," enter name and address of the third party

Name ▶ _____

Address ▶ _____

16 Gaming manager information

Name ▶ _____

Gaming manager compensation ▶ \$ _____

Description of services provided ▶ _____

☐ Director/officer☐ Employee☐ Independent contractor

17 Mandatory distributions

a Is the organization required under state law to make charitable distributions from the gaming proceeds to retain the state gaming license?

☐ Yes ☐ No

b Enter the amount of distributions required under state law to be distributed to other exempt organizations or spent in the organization's own exempt activities during the tax year ▶ \$ _____

Part IV Supplemental Information. Provide the explanations required by Part I, line 2b, columns (iii) and (v), and Part III, lines 9, 9b, 10b, 15b, 15c, 16, and 17b, as applicable. Also complete this part to provide any additional information (see instructions)

(Form 990 or 990-EZ)

Transactions With Interested Persons

OMB No. 1545-0047

2013

Open To Public Inspection

▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 25a, 25b, 26, 27, 28a, 28b, or 28c, or Form 990-EZ, Part V, line 38a or 40b.
▶ Attach to Form 990 or Form 990-EZ. ▶ See separate instructions.
▶ Information about Schedule L (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

Part I	Excess Benefit Transactions (section 501(c)(3) and section 501(c)(4) organizations only)
--------	--

Complete if the organization answered "Yes" on Form 990, Part IV, line 25a or 25b, or Form 990-EZ, Part V, line 40b

[illegible]

2 Enter the amount of tax incurred by the organization managers or disqualified persons during the year under section 4958

▲ §

3 Enter the amount of tax, if any, on line 2, above, reimbursed by the organization

§

Part II	Loans to and/or From Interested Persons.
---------	--

Complete if the organization answered "Yes" on Form 990 EZ, Part V, line 38a or Form 990, Part IV, line 26, or if the organization reported an amount on Form 990, Part X, line 5, 6, or 22

(a) Name of interested person	(b) Relationship with organization	(c) Purpose of loan	(d) Loan to or from the organization?		(e) Original principal amount	(f) Balance due	(g) In default?		(h) Approved by board or committee?		(i) Written agreement?	
			To	From			Yes	No	Yes	No	Yes	No
Total						\$						

Total

▶ \$

Part III	Grants or Assistance Benefiting Interested Persons.
----------	---

Complete if the organization answered "Yes" on Form 990, Part IV, line 27

[illegible]

Part IV Business Transactions Involving Interested Persons.

Complete if the organization answered "Yes" on Form 990, Part IV, line 28a, 28b, or 28c

(a) Name of interested person	(b) Relationship between interested person and the organization	(c) Amount of transaction	(d) Description of transaction	(e) Sharing of organization's revenues?	
				Yes	No
CHRISTOPHER A. ELWELL, CPA	MR. ELWELL IS THE T	8,000.	PAYMENT TO		X

Part V Supplemental Information

Provide additional information for responses to questions on Schedule L (see instructions)

SCH L, PART IV, BUSINESS TRANSACTIONS INVOLVING INTERESTED PERSONS:

(A) NAME OF PERSON: CHRISTOPHER A. ELWELL, CPA

(B) RELATIONSHIP BETWEEN INTERESTED PERSON AND ORGANIZATION:

MR. ELWELL IS THE TREASURER OF ASBURY WOODS PARTNERSHIP, INC

(D) DESCRIPTION OF TRANSACTION: PAYMENT TO SUPPORT WATERSHED EDUCATION

SCHEDULE O
(Form 990 or 990-EZ)

Department of the Treasury
Internal Revenue Service

Supplemental Information to Form 990 or 990-EZ

Complete to provide information for responses to specific questions on
Form 990 or 990-EZ or to provide any additional information.

▶ Attach to Form 990 or 990-EZ.

▶ Information about Schedule O (Form 990 or 990-EZ) and its instructions is at www.irs.gov/form990.

OMB No. 1545-0047

2013

Open to Public
Inspection

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

FORM 990, PART I, LINE 1, DESCRIPTION OF ORGANIZATION MISSION:

IMPROVEMETNS TO SCHOOL PROGRAMS AND SCHOOL FACILITIES FOR MILLCREEK
TOWNSHIP SCHOOL DISTRICT.

FORM 990, PART VI, SECTION A, LINE 2:

EXPLANATION: CERTAIN FOUNDATION NON-VOTING TRUSTEES ARE EMPLOYEES OF THE
SCHOOL DISTRICT AND AS SUCH, THEY HAVE A BUSINESS RELATIONSHIP WITH OTHER
NON-VOTING TRUSTEES WHO ARE ALSO EMPLOYEES OF THE SCHOOL DISTRICT.

FORM 990, PART VI, SECTION A, LINE 4:

EXPLANATION: NEW BYLAWS WERE WRITTEN

FORM 990, PART VI, SECTION A, LINE 8B:

EXPLANATION: THERE ARE NO COMMITTEES WITH AUTHORITY TO ACT ON BEHALF OF THE
GOVERNING BODY.

FORM 990, PART VI, SECTION B, LINE 11:

EXPLANATION: A COPY OF FORM 990 IS PROVIDED TO THE GOVERNING BODY FOR
REVIEW BEFORE BEING FILED WITH THE IRS.

FORM 990, PART VI, SECTION B, LINE 12C:

EXPLANATION: IT IS THE POLICY OF THE FOUNDATION THAT: ANY POSSIBLE CONFLICT
OF INTEREST ON THE PART OF ANY MANAGEMENT EMPLOYEE OR A MEMBER OF THE BOARD
OF DIRECTORS OF THE FOUNDATION SHALL BE DISCLOSED PRIOR TO CONSUMMATION OF
THE TRANSACTION OR OTHER ACTION GIVING RISE. NO MANAGEMENT, EMPLOYEE OR
DIRECTOR SHALL PARTICIPATE IN ANY DECISION WITH RESPECT TO ANY TRANSACTION

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990 or 990-EZ.

Schedule O (Form 990 or 990-EZ) (2013)

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

OR OTHER ACTIVITY WHICH WOULD GIVE RISE TO A CONFLICT OF INTEREST WITH RESPECT TO SUCH EMPLOYEE OR DIRECTOR. A CONFLICT OF INTEREST SHOULD BE DISCLOSED BY THE AFFECTED PERSON PRIOR TO THE TIME THAT ANY ACTION ON THE TRANSACTION GIVING RISE TO THE CONFLICT IS CONSUMATED. DISCLOSURE OF THE CONFLICT SHOULD BE MADE IN SUCH MANNER AS IS REASONABLE UNDER THE CIRCUMSTANCES SO AS: (1) TO FULLY ALERT AN APPROPRIATE OFFICIAL OF THE FOUNDATION AS TO THE CONFLICT; AND (2) TO ENABLE THE FOUNDATION TO FULLY AND FAIRLY EVALUATE WHETHER THE TRANSACTION IS IN THE BEST INTERESTS OF THE FOUNDATION, NOTWITHSTANDING THE CONFLICT. IN GENERAL TERMS, CONFLICTS ON THE PART OF MANAGEMENT EMPLOYEES SHOULD BE DISCLOSED TO THE PRESIDENT OR, IN THE CASE OF THE PRESIDENT, TO THE VICE PRESIDENT. CONFLICTS ON THE PART OF A DIRECTOR SHOULD BE DISCLOSED TO THE PRESIDENT AND THE VICE PRESIDENT, AND IF THE TRANSACTION IN QUESTION REQUIRES BOARD OF DIRECTORS APPROVAL, TO THE BOARD OF DIRECTORS AS A WHOLE. IF THE DISCLOSURE INVOLVES A MATERIAL TRANSACTION, THE DISCLOSURE SHOULD BE MEMORIALIZED IN WRITING, ALONG WITH THE NOTATION THAT THE PERSON IN QUESTION RECUSED HIMSELF OR HERSELF FROM PARTICIPATION IN ANY DECISION OF THE FOUNDATION TO ENTER INTO THE TRANSACTION.

FORM 990, PART VI, SECTION C, LINE 18:

EXPLANATION: FORM 990 AND RELATED FINANCIAL STATEMENTS ARE MADE AVAILABLE THROUGH REQUEST AND FROM GUIDESTAR.ORG.

FORM 990, PART VI, SECTION C, LINE 19:

EXPLANATION: FORM 990 AND RELATED FINANCIAL STATEMENTS ARE MADE AVAILABLE THROUGH REQUEST AND FROM GUIDESTAR.ORG. THE GOVERNING DOCUMENTS AND CONFLICT OF INTEREST POLICY ARE MADE AVAILABLE TO THE PUBLIC UPON REQUEST.

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

FORM 990, PART VII CONTACT ADDRESSES FOR OFFICERS, DIRECTORS, ETC:

CHAR MASHYNA - P.O. BOX 9382, ERIE, PA 16505

JON HOWLAND - P.O. BOX 9382, ERIE, PA 16505

STEPHEN GUTTING - P.O. BOX 9382, ERIE, PA 16505

CHRISTOPHER ELWELL - P.O. BOX 9382, ERIE, PA 16505

RAYCHEL ADIUTORI - P.O. BOX 9382, ERIE, PA 16505

SCOTT CALHOUN - P.O. BOX 9382, ERIE, PA 16505

BOB PRAETZEL - P.O. BOX 9382, ERIE, PA 16505

KRISTINA HUBER - P.O. BOX 9382, ERIE, PA 16505

DOUG PROZAN - P.O. BOX 9382, ERIE, PA 16505

SUSAN GREENWAY - P.O. BOX 9382, ERIE, PA 16505

BRIAN FULLER - P.O. BOX 9382, ERIE, PA 16505

WILLIAM HALL - P.O. BOX 9382, ERIE, PA 16505

JUDY WHEATON - P.O. BOX 9382, ERIE, PA 16505

FORM 990, PART IX, LINE 11G, OTHER FEES:

ACCOUNTING FEES:

PROGRAM SERVICE EXPENSES 0.

MANAGEMENT AND GENERAL EXPENSES 2,711.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 2,711.

CONSULTANT'S FEES:

PROGRAM SERVICE EXPENSES 0.

MANAGEMENT AND GENERAL EXPENSES 12,000.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 12,000.

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number

25-1437926

FILING FEE:

PROGRAM SERVICE EXPENSES 0.

MANAGEMENT AND GENERAL EXPENSES 50.

FUNDRAISING EXPENSES 0.

TOTAL EXPENSES 50.

TOTAL OTHER FEES ON FORM 990, PART IX, LINE 11G, COL A 14,761.

Related Organizations and Unrelated Partnerships

- ▶ Complete if the organization answered "Yes" on Form 990, Part IV, line 33, 34, 35b, 36, or 37.
- ▶ Attach to Form 990. ▶ See separate instructions.
- ▶ Information about Schedule R (Form 990) and its instructions is at www.irs.gov/form990.

2013

Open to Public
Inspection

Name of the organization

MILLCREEK SCHOOL FOUNDATION

Employer identification number
25-1437926

Part I Identification of Disregarded Entities Complete if the organization answered "Yes" on Form 990, Part IV, line 33

(a) Name, address, and EIN (if applicable) of disregarded entity	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Total income	(e) End-of year assets	(f) Direct controlling entity

Part II Identification of Related Tax-Exempt Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34 because it had one or more related tax exempt organizations during the tax year

(a) Name, address, and EIN of related organization	(b) Primary activity	(c) Legal domicile (state or foreign country)	(d) Exempt Code section	(e) Public charity status (if section 501(c)(3))	(f) Direct controlling entity	(g) Section 512(b)(13) controlled entity?	
						Yes	No
MILLCREEK TOWNSHIP SCHOOL DISTRICT - 25-6002165, 3740 WEST 26TH STREET, ERIE, PA 16506-2039	EDUCATION	PENNSYLVANIA	501(C)(3)	LINE 2			X

For Paperwork Reduction Act Notice, see the instructions for Form 990.

Schedule R (Form 990) 2013

Part V Transactions With Related Organizations Complete if the organization answered "Yes" on Form 990, Part IV, line 34, 35b, or 36

Note. Complete line 1 if any entity is listed in Parts II, III, or IV of this schedule

1 During the tax year, did the organization engage in any of the following transactions with one or more related organizations listed in Parts II-IV?

a Receipt of (i) interest (ii) annuities (iii) royalties or (iv) rent from a controlled entity

b Gift, grant, or capital contribution to related organization(s)

c Gift, grant, or capital contribution from related organization(s)

d Loans or loan guarantees to or for related organization(s)

e Loans or loan guarantees by related organization(s)

f Dividends from related organization(s)

g Sale of assets to related organization(s)

h Purchase of assets from related organization(s)

i Exchange of assets with related organization(s)

j Lease of facilities, equipment, or other assets to related organization(s)

k Lease of facilities, equipment, or other assets from related organization(s)

l Performance of services or membership or fundraising solicitations for related organization(s)

m Performance of services or membership or fundraising solicitations by related organization(s)

n Sharing of facilities, equipment, mailing lists, or other assets with related organization(s)

o Sharing of paid employees with related organization(s)

p Reimbursement paid to related organization(s) for expenses

q Reimbursement paid by related organization(s) for expenses

r Other transfer of cash or property to related organization(s)

s Other transfer of cash or property from related organization(s)

2 If the answer to any of the above is "Yes," see the instructions for information on who must complete this line, including covered relationships and transaction thresholds

(a) Name of related organization	(b) Transaction type (a-s)	(c) Amount involved	(d) Method of determining amount involved
(1) MILLCREEK EDUCATION FOUNDATION	P	0	FMV
(2)			
(3)			
(4)			
(5)			
(6)			

Part VII Supplemental Information

Provide additional information for responses to questions on Schedule R (see instructions).

SUMMARY OF INVESTMENTS

AS OF 06/30/14

PAGE 1

ACCOUNT
21-55-501-3415494

MILLCREEK SCH FDN-CONSOLIDATCONS

	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET
PRINCIPAL CASH						
CASH EQUIVALENTS	11,151.07	11,151.07	11,151.07	.981	6.69	.060
FIXED INCOME						
BONDS	51,315.25	51,315.25	55,798.50	4.911	2,637.50	4.727
MUTUAL FUNDS - FIXED	390,415.70	392,271.09	396,165.43	34.866	11,715.48	2.957
TOTAL FIXED INCOME	441,730.95	443,586.34	451,963.93	39.776	14,352.98	3.176
EQUITIES						
COMMON STOCK	156,841.38	150,131.87	211,347.30	18.600	3,724.22	1.762
MUTUAL FUNDS - EQUITY	362,889.60	354,662.63	461,804.89	40.642	8,099.16	1.754
TOTAL EQUITIES	519,730.98	504,794.50	673,152.19	59.242	11,823.38	1.756
TOTAL PRINCIPAL ASSETS	972,613.00	959,531.91	1,136,267.19	100.000	26,183.05	2.304
CASH EQUIVALENTS	31,403.34	31,403.34	31,403.34	100.000	18.84	.060
ACCOUNT TOTAL	1,004,016.34	990,935.25	1,167,670.53		26,201.89	2.244



STATEMENT OF INVESTMENTS

AS OF 06/30/14

PAGE 2

ACCOUNT
21-55-501-3415494

MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	/ OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
CASH EQUIVALENTS								
30,496.140	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 21-55-001-3414927	30,496.14	30,496.14	30,496.14	2.612	18.30	.060	1.000
86.860	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 21-55-001-3415478	86.86	86.86	86.86	.007	.05	.058	1.000
820.340	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 21-55-001-3415486	820.34	820.34	820.34	.070	.49	.060	1.000
525.350	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 21-55-001-3414927	525.35	525.35	525.35	.045	.32	.061	1.000
3,537.860	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 21-55-001-3415478	3,537.86	3,537.86	3,537.86	.303	2.12	.060	1.000
7,087.860	BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1 (INCOME INVESTMENT) ACCOUNT 21-55-001-3415486	7,087.86	7,087.86	7,087.86	.607	4.25	.060	1.000



STATEMENT OF INVESTMENTS

AS OF 06/30/14

PAGE 3

ACCOUNT
21-55-501-3415494

MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
TOTAL CASH EQUIVALENTS								
		42,554.41	42,554.41	42,554.41	3.644	25.53	.060	
CORPORATE BONDS								
25,000.000	MCDONALD'S CORP BDS 05.300% DUE 03/15/2017	25,543.25	25,543.25	27,805.50	2.381	1,325.00	4.765	111.222
25,000.000	SYSO CORPORATION SR UNSECURED 05.250% DUE 02/12/2018	25,772.00	25,772.00	27,993.00	2.397	1,312.50	4.689	111.972
	TOTAL CORPORATE BONDS	51,315.25	51,315.25	55,798.50	4.778	2,637.50	4.727	
COMMON STOCK								
29,000	B/E AEROSPACE INC	1,851.07	1,851.07	2,602.21	.230			92.490
4,000	GOOGLE INC-CL C	1,249.42	943.67	2,301.12	.197			575.280
30,000	METHANEX CORP SEDOL 2654416 ISIN CA59151K1084	1,698.45	1,698.45	1,853.40	.159	30.00	1.619	61.700
61,000	YAHOO INC	1,670.03	1,670.03	2,142.93	.184			35.130
12,000	ALLERGAN INC	582.76	492.54	2,030.64	.174	2.40	.118	169.220
27,000	SHIRE PLC SPONSORED ADR	2,353.78	2,022.81	6,358.23	.545	16.82	2.65	235.490
45,000	FRANKLIN RESOURCES INC	2,221.50	2,221.50	2,602.80	.223	21.60	.030	57.840

STATEMENT OF INVESTMENTS

AS OF 06/30/14

PAGE 4

ACCOUNT
21-55-501-3415494

MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
26.000	LAS VEGAS SANDS CORP	1,820.26	1,820.26	1,981.72	.170	52.00	2.624	76.220
52.000	SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3N81P2	2,008.24	2,008.24	2,216.76	.190	52.47	2.367	42.630
50.000	SUNTRUST BANKS INC	1,083.00	1,883.00	2,003.00	.172	40.00	1.997	40.060
25.000	UNITED TECHNOLOGIES CORP	1,783.86	1,584.08	2,806.25	.247	59.00	2.044	115.450
20.000	ZIMMER HOLDINGS INC	1,863.60	1,863.60	2,077.20	.178	17.60	.847	103.860
39.000	CBS CORP CLASS B WI	1,925.04	1,925.04	2,423.46	.208	23.40	.966	62.140
55.000	COCA COLA ENTERPRISES	2,576.20	2,576.20	2,627.90	.225	55.00	2.093	47.780
27.000	MANPOWER GROUP INC	2,210.27	2,185.65	2,290.95	.196	26.46	1.155	84.850
98.000	ORACLE CORP	2,965.73	2,346.55	3,971.94	.340	47.04	1.184	40.530
62.000	INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76 ACCOUNT 21-55-001-3415486	2,076.38	2,076.38	2,340.50	.200	62.00	2.649	37.750
23.000	ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6 ACCOUNT 21-55-001-3415486	2,370.38	2,370.38	2,385.10	.204	59.80	2.507	103.700
38.000	TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN CH0102993182 ACCOUNT 21-55-001-3415486	2,167.52	2,167.52	2,349.92	.201	44.08	1.876	61.840
47.000	NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7 ACCOUNT 21-55-001-3415486	1,986.22	1,986.22	3,110.46	.266			66.180



STATEMENT OF INVESTMENTS

AS OF 06/30/14

PAGE 5

ACCOUNT 21-55-501-3415494 MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
49 000	AETNA INC NEW ACCOUNT 21-55-001-3415486	2,933.63	2,933.63	3,972.92	.340	44 10	1 110	81 000
70 000	ALTRIA GROUP INC ACCOUNT 21-55-001-3415486	2,517.90	2,517.90	2,935.80	.251	145.60	4.959	61.940
32.000	AMERICAN EXPRESS CO ACCOUNT 21-55-001-3415486	1,473.26	1,314.56	3,035.84	.260	33 28	1 096	94 070
24.000	AMGEN INC ACCOUNT 21-55-001-3415486	2,806 19	2,762.82	2,840.88	.243	58 56	2 061	118 370
98 000	APPLE INC ACCOUNT 21-55-001-3415486	4,994.66	3,277.45	9,107.14	.780	184.24	2.023	92.930
19.000	BECTON DICKINSON & CO ACCOUNT 21-55-001-3415486	1,702 40	1,702.40	2,247.70	.192	41.42	1.843	118 300
22.000	BOEING CO ACCOUNT 21-55-001-3415486	1,610.38	1,557.24	2,799 06	.240	64.24	2.295	127 230
46.000	CVS HEALTH CORPORATION ACCOUNT 21-55-001-3415486	2,411 78	2,411.78	3,467.02	.297	50.60	1 459	75 370
93.000	CISCO SYSTEMS INC ACCOUNT 21-55-001-3415486	1,809.36	1,780.65	2,311.05	.198	70.68	3.058	24 850
61.000	COMCAST CORPORATION CL A ACCOUNT 21-55-001-3415486	1,503.78	1,437.77	3,274.48	.280	54 90	1.677	53 680
42 000	CONOCOPHILLIPS ACCOUNT 21-55-001-3415486	3,009.70	3,009.70	3,600.66	.308	122.64	3.406	85 730



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ACCOUNT
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MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
33.000	CONSTELLATION BRANDS INC CL A	2,765.07	2,765.07	2,908.29	.249			88.130
100.000	DELTA AIR LINES INC ACCOUNT 21-55-001-3415486	2,075.00	2,075.00	3,872.00	.332	36.00	.930	38.720
57.000	DISNEY WALT CO ACCOUNT 21-55-001-3415486	3,437.33	3,127.49	4,887.18	.419	49.02	1.003	85.740
40.000	DISCOVER FINANCIAL W/I ACCOUNT 21-55-001-3415486	1,450.40	1,450.40	2,479.20	.212	38.40	1.549	61.980
33.000	EOG RES INC ACCOUNT 21-55-001-3415486	2,745.91	2,745.91	3,856.38	.330	22.11	.573	116.060
24.000	EXXON MOBIL CORP ACCOUNT 21-55-001-3415486	2,079.28	1,933.50	2,416.32	.207	66.24	2.741	100.680
47.000	FOOT LOCKER INC ACCOUNT 21-55-001-3415486	2,258.82	2,258.82	2,383.84	.204	41.36	1.735	50.720
195.000	GENERAL ELECTRIC CO ACCOUNT 21-55-001-3415486	3,775.08	3,379.03	5,124.60	.439	171.60	3.349	26.200
33.000	GILEAD SCIENCES INC ACCOUNT 21-55-001-3415486	2,707.65	2,707.65	2,736.03	.234			82.910
4.000	GOOGLE INC-CL A ACCOUNT 21-55-001-3415486	1,246.16	941.21	2,338.68	.200			584.670
30.000	HANESBRANDS INC - W/I ACCOUNT 21-55-001-3415486	2,265.90	2,265.90	2,953.20	.253	36.00	1.219	98.440



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MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
19.000	POLARIS INDS INC ACCOUNT 21-55-001-3415486	1,509.55	1,509.55	2,474.56	.212	36.48	1.474	130.240
46.000	PROCTER & GAMBLE CO ACCOUNT 21-55-001-3415486	3,183.60	2,867.37	3,615.14	.310	118.40	3.275	78.590
39.000	QUALCOMM ACCOUNT 21-55-001-3415486	2,231.71	2,017.47	3,088.80	.265	65.52	2.121	79.200
55.000	QUANTA SVCS INC ACCOUNT 21-55-001-3415486	2,010.80	2,010.80	1,901.90	.163			34.500
174.000	REGIONS FINANCIAL CORP ACCOUNT 21-55-001-3415486	1,807.42	1,807.42	1,847.88	.158	34.80	1.883	10.620
34.000	ST JUDE MEDICAL INC ACCOUNT 21-55-001-3415486	2,309.62	2,309.62	2,354.50	.202	36.72	1.560	69.250
46.000	SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086 ACCOUNT 21-55-001-3415486	4,225.57	4,193.00	5,425.70	.465	73.60	1.357	117.950
70.000	SKYWORKS SOLUTIONS INC ACCOUNT 21-55-001-3415486	2,653.70	2,653.70	3,287.20	.282	36.40	1.107	46.960
29.000	THE TRAVELERS COS INC ACCOUNT 21-55-001-3415486	2,650.02	2,650.02	2,728.03	.234	63.80	2.339	94.070
24.000	UNION PACIFIC CORP ACCOUNT 21-55-001-3415486	940.98	850.20	2,394.00	.205	48.00	2.005	99.750
56.000	VERIZON COMMUNICATIONS INC ACCOUNT 21-55-001-3415486	2,702.42	2,702.42	2,740.08	.235	123.20	4.496	48.930



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ACCOUNT 21-55-501-3415494
 HILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
10.000	VISA INC CLASS A SHARES ACCOUNT 21-55-001-3415486	1,574.70	1,574.70	2,107.10	.180	19.20	.911	210.710
99.000	WELLS FARGO & COMPANY ACCOUNT 21-55-001-3415486	2,734.38	2,540.14	5,203.44	.446	138.60	2.664	52.560
74.000	WISCONSIN ENERGY CORP ACCOUNT 21-55-001-3415486	1,694.88	1,421.83	3,472.08	.297	115.44	3.325	46.920
41.000	WYNDHAM WORLDWIDE CORP ACCOUNT 21-55-001-3415486	2,607.93	2,540.36	3,104.52	.266	57.40	1.849	75.720
	TOTAL COMMON STOCK	156,841.38	150,131.87	211,347.30	18.101	3,724.22	1.762	
	MUTUAL FUNDS - FIXED							
10,550.392	PIMCO FDS TOTAL RETURN BD FUND INSTL CLASS, FD #35	113,795.87	115,493.58	115,737.80	9.912	2,394.94	2.069	10.970
2,050.007	PIMCO UNCONSTRAINED BOND FUND INSTITUTIONAL CLASS FD #1863	23,075.85	23,075.85	23,185.58	1.906	340.30	1.468	11.310
8,632.412	DODGE & COX INCOME FUND FD #147 ACCOUNT 21-55-001-3415478	114,848.27	114,982.56	119,904.20	10.269	3,582.45	2.988	13.890
6,234.833	EATON VANCE FLOATING RATE FUND CLASS I FUND #924 ACCOUNT 21-55-001-3415478	57,003.93	57,027.32	57,048.72	4.886	2,138.55	3.749	9.150



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MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
3,457.343	PRUDENTIAL HIGH YIELD FUND CLASS Z FD #408 ACCOUNT 21-55-001-3415478	20,000.00	20,000.00	20,294.60	1.738	1,275.76	6.286	5.870
3,380.506	TEMPLETON GLOBAL BOND FUND AD FUND #616 ACCOUNT 21-55-001-3415478	46,691.78	46,691.78	44,994.53	3.853	1,497.56	3.328	13.310
1,509.054	VANGUARD INTM TERM INVESTMENT GRADE ADMR FDH571 ACCOUNT 21-55-001-3415478	15,000.00	15,000.00	15,000.00	1.205	485.92	3.239	9.940
TOTAL MUTUAL FUNDS - FIXED		390,415.70	392,271.09	396,165.43	33.929	11,715.48	2.957	
MUTUAL FUNDS - EQUITY								
748.877	AMERICAN BEACON FUNDS INTL EQUITY FD INSTL CL FD #67 ACCOUNT 21-55-001-3415486	15,000.00	15,000.00	15,741.39	1.348	245.63	1.560	21.020
507.099	ARTISAN FDS INC INTERNATIONAL FUND #661 INV CLASS ACCOUNT 21-55-001-3415486	15,000.00	15,000.00	15,980.83	1.369	148.07	.926	31.530
1,182.826	ARTISAN MID CAP VALUE FUND FD #1464 ACCOUNT 21-55-001-3415486	22,366.53	21,726.05	33,403.01	2.861	276.78	.829	28.240
342.578	DODGE & COX INTERNATIONAL STOCK FUND #1048 ACCOUNT 21-55-001-3415486	12,159.70	8,888.28	15,909.32	1.362	238.09	1.497	46.440



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MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
1,040.792	GOLDMAN SACHS GRTH OPPOR INSTIT CLASS FD #1132 ACCOUNT 21-55-001-3415486	26,322.01	25,993.75	33,263.71	2.849			31.960
853.887	HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO ACCOUNT 21-55-001-3415486	10,750.51	10,682.12	15,993.30	1.370	119.54	.747	10.730
500.000	ISHARES NSCI EAFE ETF ACCOUNT 21-55-001-3415486	30,684.95	30,684.95	34,185.00	2.928	1,114.00	3.259	60.370
152.000	ISHARES S&P SMALL CAP 600 VALUE ETF ACCOUNT 21-55-001-3415486	13,681.14	13,681.14	17,545.36	1.503	242.74	1.383	115.430
405.408	MFS VALUE FUND CLASS I ACCOUNT 21-55-001-3415486	13,313.98	13,313.91	16,761.14	1.435	376.68	2.247	34.530
2,268.048	MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND CLASS I ACCOUNT 21-55-001-3415486	40,399.68	40,393.93	47,311.48	4.052	1,442.48	3.049	20.860
359.541	T ROWE PRICE NEW HORIZONS FD INC FD #42 ACCOUNT 21-55-001-3415486	12,277.12	12,017.91	17,146.51	1.468	17.98	.105	47.690
999.733	T ROWE PRICE REAL ESTATE FUND FD #122 ACCOUNT 21-55-001-3415486	14,908.51	12,117.29	24,573.44	2.104	539.86	2.197	24.580
370.000	SPDR S&P 500 ETF TRUST ACCOUNT 21-55-001-3415486	57,662.13	57,662.13	72,416.40	6.202	1,361.97	1.881	195.720

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MILLCREEK SCH FDN-CONSOLIDATCONS

PAR VALUE /SHARES	INVESTMENT DESCRIPTION	CARRYING VALUE	TAX COST	MARKET VALUE	% OF MARKET	ESTIMATED INCOME	YIELD AT MARKET	MARKET UNIT PRICE
420.000	VANGUARD FTSE EMERGING MARKETS ETF	16,541.89	16,541.89	18,114.60	1.551	497.70	2.748	43.130
820.000	ACCOUNT 21-55-001-3415486 VANGUARD TOTAL STOCK MARKET ETF	61,821.45	60,959.28	83,451.40	7.147	1,477.64	1.771	101.770
	ACCOUNT 21-55-001-3415486							
	TOTAL MUTUAL FUNDS - EQUITY	362,889.60	354,662.63	461,804.89	39.549	8,099.16	1.754	
	TOTAL INVESTMENTS	1,004,016.34	990,935.25	1,167,670.53	100.000	26,201.89	2.243	



A C C O U N T S U M M A R Y

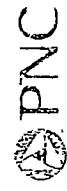
06/30/14 THROUGH 06/30/14

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MILLCREEK SCH FDN-CONSOLIDATCONS

	INCOME CASH	INCOME CARRYING VALUE	PRINCIPAL CASH	PRINCIPAL CARRYING VALUE
YOUR TRUST ACCOUNT BALANCES ON 06/30/14 WERE	0 00	31,403.34	0.00	972,613 00
DURING THE PERIOD INCOME WAS RECEIVED FROM				
NO DIVIDENDS THIS PERIOD				
NO NON-TAXABLE INTEREST INCOME THIS PERIOD				
NO TAXABLE INTEREST INCOME THIS PERIOD				
NO RENTAL INCOME THIS PERIOD				
THUS TOTAL INCOME RECEIVED EQUATED				
NO CONTRIBUTIONS WERE RECEIVED THIS PERIOD				
NO SALES THIS PERIOD				
NO INCOME OR PRINCIPAL TRANSFERS THIS PERIOD				
NO PURCHASES THIS PERIOD				
EXPENSES INCURRED DURING THIS PERIOD WERE				
NO FEES CHARGED THIS PERIOD				
NO OTHER EXPENSES THIS PERIOD				
FOR TOTAL EXPENSES OF				
NO PAYMENTS WERE MADE TO OR FOR YOU THIS PERIOD	0 00	31,403.34	0 00	972,613 00
YOUR CURRENT BALANCES AS OF 06/30/14 ARE				



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DATE

-TRANSACTION-
DESCRIPTION

INCOME

- C A S H -

PRINCIPAL

INVEST/UNITS

TOTALS FOR TAX CODE 081 LONG TERM CAPITAL GAIN DISTRIBUTION

TOTALS FOR TAX CODE 831 SALES-COLLECTIVE FUNDS

7,500.00

8449.89

949 89 P

7,472.18-P

977.71

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS
12-16-13	PURC 54,590 SHS THRU REINVSTMNT OF CAP GAIN PAYABLE 12/11/13 @ 10.7500 PIMCO FDS TOTAL RETURN BD FUND INSTL CLASS, FD #35	083 081	42160-00002 12-16-13			506.85 54,590
12-17-13	PURC 1,412 SHS THRU REINVSTMNT OF CAP GAIN PAYABLE 12/11/13 @ 11 1400 PIMCO UNCONSTRAINED BOND FUND INSTITUTIONAL CLASS FD #1863	083 081	42161-00001 12-17-13			15.74 1,412
12-18-13	PURC .660 SHS THRU REINVSTMNT OF CAP GAIN PAYABLE 12/18/13 @ 13.0000 TEMPLETON GLOBAL BOND FUND AD FUND #616	083 081	42162-00001 12-18-13			8.58 .660
03-28-14	PURC 24,724 SHS THRU REINVSTMNT OF CAP GAIN PAYABLE 03/27/14 @ 13.7000 DODGE & COX INCOME FUND	083 081	42267-00003 03-28-14			338.72 24,724
06-17-14	MUTUAL FUND AGENT 06/16 SALE 546,448 SHS @ 9.15 EATON VANCE FLOATING RATE FUND CLASS I FUND #924	085 831	42348-00001 06-17-14		5,000.00	4,996.07- 546 4448-
06-17-14	MUTUAL FUND AGENT 06/16 SALE 229,568 SHS @ 10.89 PIMCO FDS TOTAL RETURN BD FUND INSTL CLASS, FD #35	085 831	42348-00002 06-17-14		2,500.00	2,476.11- 229,568-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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DATE DESCRIPTION

-CODES-
TRAN TAX INDV HISTORY

- C A S H -
INCOME

PRINCIPAL INVEST/UNITS

TOTALS FOR TAX CODE 081 LONG TERM CAPITAL GAIN DISTRIBUTION

TOTALS FOR TAX CODE 830 SALES

TOTALS FOR TAX CODE 831 SALES-COLLECTIVE FUNDS

5,191.42 P

225,133.55

102,003.45

187,456.12-P

85,589.97-P

332,328.42

273,046.09

59,282.33

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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ACCOUNT 3415486 MILLCREEK EDUCATION FDN - EQUITY

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-TRANSACTION-		-CODES-		HISTORY		- C A S H -		INVEST/UNITS	
DATE	DESCRIPTION	TRAN	TAX INDV	085 830	9211	42017-00001 07-26-13	INCOME	PRINCIPAL	
07-26-13	JP MORGAN SECURITIES INC 07/23 SALE 31 SHS @ 74.57 MISC .05 COMM .93 ACCENTURE PLC CLASS A ISIN IE00B4BNMY34 SEDOL B4BNMY3	085	830	9211	42017-00001 07-26-13		2,310.69		2,100.87- 31,000-
07-26-13	JP MORGAN SECURITIES INC 07/23 SALE 9 SHS @ 74.58 MISC .02 COMM .27 AMERICAN EXPRESS CO	085	830	9211	42017-00003 07-26-13		670.93		414.36- 9,000-
07-26-13	JP MORGAN SECURITIES INC 07/23 SALE 25 SHS @ 29.49 MISC .02 COMM .75 PFIZER INC	085	830	9211	42017-00007 07-26-13		736.48		489.56- 25,000-
07-29-13	JP MORGAN SECURITIES INC 07/24 SALE 93 SHS @ 22.80 MISC .04 COMM 2.79 INTEL CORP	085	830	9211	42020-00002 07-29-13		2,117.57		2,161.81- 93,000-
07-29-13	JP MORGAN SECURITIES INC 07/24 SALE 15 SHS @ 32.07 MISC .01 COMM .45 MICROSOFT CORP	085	830	9211	42020-00003 07-29-13		480.59		455.64- 15,000-
07-29-13	JP MORGAN SECURITIES INC 07/24 SALE 47 SHS @ 32.38 MISC .03 COMM 1.41 ORACLE CORP	085	830	9211	42020-00004 07-29-13		1,520.42		1,298 44- 47,000-
08-14-13	JP MORGAN SECURITIES INC 08/09 SALE 57 SHS @ 49.24 MISC .05 COMM 1.71 EDISON INTL	085	830	9211	42036-00004 08-14-13		2,804.92		3,075 15- 57 000-
08-14-13	JP MORGAN SECURITIES INC 08/09 SALE 8 SHS @ 90.68 MISC .02 COMM .24 EXXON MOBIL CORP	085	830	9211	42036-00005 08-14-13		725.18		693.09- 8,000-
08-14-13	JP MORGAN SECURITIES INC 08/09 SALE 22 SHS @ 96.03 MISC .04 COMM .66 MONSANTO CO	085	830	9211	42036-00006 08-14-13		2,111.96		2,272.38- 22,000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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DATE	-TRANSACTION- DESCRIPTION	-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS
08-14-13	JP MORGAN SECURITIES INC 08/09 SALE 53 SHS @ 37.14 MISC .04 COMM 1.59 VALERO ENERGY CORP	085 830	9211 42036-00007 08-14-13	1,966.79		2,203.23- 53.000-
08-28-13	SIDCO / CONVERGEX 08/23 SALE 79 SHS @ 44.63 MISC .07 COMM 2.37 MACY'S INC	085 830	8207 42050-00004 08-28-13	3,523.33		2,412.74- 79.000-
08-28-13	SIDCO / CONVERGEX 08/23 SALE 640 SHS @ 46.6602 MISC .52 COMM 19.20 VANGUARD FTSE ALL WORLD EX-US INDEX FUND ETF	085 830	8207 42050-00006 08-28-13	29,842.81		27,205.79- 640.000-
09-03-13	MUTUAL FUND AGENT 08/30 SALE 213.049 SHS @ 37.55 DODGE & COX INTERNATIONAL STOCK FUND	085 831	9464 42056-00001 09-03-13	8,000.00		7,562.11- 213.049-
09-03-13	MUTUAL FUND AGENT 08/30 SALE 123.096 SHS @ 64.9899 HARBOR INTERNATIONAL FUND CLASS INS FD # 2011	085 831	9464 42056-00003 09-03-13	8,000.00		7,668.29- 123.096-
09-03-13	MUTUAL FUND AGENT 08/30 SALE 495.356 SHS @ 16.15 HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	085 831	9464 42056-00004 09-03-13	8,000.00		6,216.45- 495.356-
09-03-13	MUTUAL FUND AGENT 08/30 SALE 350.61 SHS @ 43.99 T ROWE PRICE GROWTH STOCK FD # 40	085 831	9464 42056-00006 09-03-13	15,423.33		14,101.54- 350.610-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 35 SHS @ 54.70 MISC .04 COMM 1.05 ENSCO PLC CLASS A SEDOL B4VLR19 ISIN GB0084VLR192	085 830	8207 42099-00001 10-16-13	1,913.41		2,012.50- 35.000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 15 SHS @ 115.39 MISC .04 COMM .45 CHEVRON CORPORATION	085 830	8207 42099-00006 10-16-13	1,730.36		1,286.30- 15.000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV	HISTORY	- C A S H - INCOME	PRINCIPAL	INVEST/UNITS
10-16-13	SIDCO / CONVERGEX 10/10 SALE 19 SHS @ 37.69 MISC .02 COMM .57 COCA COLA CO	085 830	8207 42099-00007 10-16-13		715.52	591.96- 19,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 92 SHS @ 30.42 MISC .05 COMM 2.76 CONAGRA FOODS INC	085 830	8207 42099-00008 10-16-13		2,795.83	3,101.27- 92,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 14 SHS @ 85.55 MISC .03 COMM .42 EXXON MOBIL CORP	085 830	8207 42099-00010 10-16-13		1,197.25	1,212.92- 14,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 10 SHS @ 92.30 MISC .02 COMM .30 THE HERSHEY COMPANY	085 830	8207 42099-00011 10-16-13		922.68	506.74- 10,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 47 SHS @ 43.95 MISC .04 COMM 1.41 INTERNATIONAL PAPER CO	085 830	8207 42099-00012 10-16-13		2,064.20	2,130.51- 47,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 15 SHS @ 51.70 MISC .02 COMM .45 JPMORGAN CHASE & CO	085 830	8207 42099-00013 10-16-13		775.03	611.05- 15,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 139 SHS @ 28.60 MISC .07 COMM 4.17 PFIZER INC	085 830	8207 42099-00014 10-16-13		3,971.16	2,721.94- 139,000-
10-16-13	SIDCO / CONVERGEX 10/10 SALE 21 SHS @ 46.53 MISC .02 COMM .63 VERIZON COMMUNICATIONS INC	085 830	8207 42099-00017 10-16-13		976.48	1,013.41- 21,000-
11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 9 SHS @ 209.915 MISC .04 COMM .27 CF INDUSTRIES HOLDINGS INC	085 830	9211 42122-00003 11-08-13		1,888.93	1,485.72- 9,000-
11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 9 SHS @ 118.46 MISC .02 COMM .27 CHEVRON CORPORATION	085 830	9211 42122-00004 11-08-13		1,065.85	771.78- 9,000-

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11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 28 SHS @ 47.99 MISC .03 COMM .84 COMCAST CORPORATION CL A	085	830	9211	42122-00005 11-08-13	1,342.85	690 26- 28.000-
11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 95 SHS @ 21.62 MISC .04 COMM 2.85 HERTZ GLOBAL HOLDINGS INC	085	830	9211	42122-00007 11-08-13	2,051.01	2,263 85- 95.000-
11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 17 SHS @ 76.71 MISC .03 COMM .51 HOME DEPOT INC	085	830	9211	42122-00008 11-08-13	1,303.53	761 46- 17.000-
11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 15 SHS @ 178.34 MISC .05 COMM .45 INTERNATIONAL BUSINESS MACHS CORP	085	830	9211	42122-00009 11-08-13	2,674.60	1,927 61- 15.000-
11-08-13	JP MORGAN SECURITIES INC 11/05 SALE 58 SHS @ 50.48 MISC .06 COMM 1.74 RESMED INC	085	830	9211	42122-00014 11-08-13	2,926.04	1,853 59- 58.000-
11-26-13	PURC 51.049 SHS THRU REINVTMNT OF CAP GAIN PAYABLE 11/21/13 @ 26.3700 ARTISAN MID CAP VALUE FUND FD #1464	083	081		42140-00003 11-26-13		1,346 18 51.049
12-09-13	PURC 77.326 SHS THRU REINVTMNT OF CAP GAIN PAYABLE 12/06/13 @ 29.5000 GOLDMAN SACHS GRTH OPPOR INSTIT CLASS FD #1132	083	081		42153-00003 12-09-13		2,281.14 77.326
12-11-13	PURC 4.834 SHS THRU REINVTMNT OF CAP GAIN PAYABLE 12/09/13 @ 19.0500 MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND CLASS I	083	081		42155-00003 12-11-13		92.09 4.834
12-13-13	PURC 6.513 SHS THRU REINVTMNT OF CAP GAIN PAYABLE 12/10/13 @ 32.3400 MFS VALUE FUND CLASS I	083	081		42157-00006 12-13-13		210.63 6.513

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12-17-13	BNY CONVERGEX 12/12 SALE 90 SHS @ 40.50 MISC .07 COMM 2.70 AVNET INC	085 830	0100 42161-00003 12-17-13		3,642.23	3,327.30- 90,000-
12-17-13	BNY CONVERGEX 12/12 SALE 51 SHS @ 20.54 MISC .02 COMM 1.53 CISCO SYSTEMS INC	085 830	0100 42161-00005 12-17-13		1,045.99	992.23- 51 000-
12-17-13	BNY CONVERGEX 12/12 SALE 91 SHS @ 23.22 MISC .04 COMM 2.73 EMC CORP	085 830	0100 42161-00006 12-17-13		2,110.25	1,800.97- 91,000-
12-17-13	BNY CONVERGEX 12/12 SALE 45 SHS @ 56.73 MISC .05 COMM 1.35 JACOBS ENGINEERING GROUP INC	085 830	0100 42161-00007 12-17-13		2,551.45	2,215.80- 45,000-
12-17-13	BNY CONVERGEX 12/12 SALE 13 SHS @ 72.87 MISC .02 COMM .39 QUALCOMM	085 830	0100 42161-00013 12-17-13		946.90	743.90- 13,000-
12-17-13	BNY CONVERGEX 12/12 SALE 28 SHS @ 96.96 MISC .05 COMM .84 ROCK-TENN CO CL A	085 830	0100 42161-00014 12-17-13		2,713.99	2,986.90- 28,000-
12-17-13	BNY CONVERGEX 12/12 SALE 35 SHS @ 70.52 MISC .05 COMM 1.05 STATE STR CORP	085 830	0100 42161-00015 12-17-13		2,467.10	2,001.65- 35,000-
12-17-13	BNY CONVERGEX 12/12 SALE 12 SHS @ 161.60 MISC .04 COMM .36 UNION PACIFIC CORP	085 830	0100 42161-00016 12-17-13		1,938.80	940.98- 12,000-
12-20-13	PURC 28,409 SHS THRU REINVTMNT OF CAP GAIN PAYABLE 12/17/13 @ 44.4000 T ROWE PRICE NEW HORIZONS FD INC FD #42	083 081	42164-00001 12-20-13			1,261.38 20 1,09

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			TRAN TAX INDV				
01-07-14	JP MORGAN SECURITIES INC 01/02 SALE 38 SHS @ 69.385 MISC .05 COMM 1.14 BAXTER INTERNATIONAL INC		085 830	9211 42187-00002 01-07-14	2,635.44		2,806.68- 38,000-
01-07-14	JP MORGAN SECURITIES INC 01/02 SALE 23 SHS @ 122.68 MISC .05 COMM .69 COOPER COS INC NEW		085 830	9211 42187-00004 01-07-14	2,820.90		2,249 17- 23,000-
01-07-14	JP MORGAN SECURITIES INC 01/02 SALE 88 SHS @ 22.0125 MISC .04 COMM 2.64 D R HORTON INC		085 830	9211 42187-00005 01-07-14	1,934.42		2,087.36- 88 000-
01-07-14	JP MORGAN SECURITIES INC 01/02 SALE 234 SHS @ 15.38 MISC .07 COMM 7.02 FORD MOTOR COMPANY		085 830	9211 42187-00006 01-07-14	3,591.83		3,987.26- 234,000-
01-07-14	JP MORGAN SECURITIES INC 01/02 SALE 22 SHS @ 103.095 MISC .04 COMM .66 JM SMUCKER CO/THE-NEW COM WI		085 830	9211 42187-00013 01-07-14	2,267.39		2,310.36- 22 000-
02-20-14	SIDCO / CONVERGEX 02/14 SALE 59 SHS @ 24.64 MISC .03 COMM 1.77 BEST BUY CO INC		085 830	8207 42231-00003 02-20-14	1,451.96		2,234.92- 59,000-
02-20-14	SIDCO / CONVERGEX 02/14 SALE 78 SHS @ 49.661 MISC .07 COMM 2.34 CITIGROUP INC		085 830	8207 42231-00004 02-20-14	3,871.15		3,066.16- 78,000-
02-20-14	SIDCO / CONVERGEX 02/14 SALE 52 SHS @ 54.34 MISC .05 COMM 1.56 EBAY INC		085 830	8207 42231-00007 02-20-14	2,824.07		1,889.12- 52,000-
03-03-14	SIDCO / CONVERGEX 02/26 SALE 11 SHS @ 165.28 MISC .04 COMM .33 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4 ISIN IE0084Q5ZN47		085 830	8207 42242-00001 03-03-14	1,817.71		935.66- 11 000-

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03-03-14	SIDCO / CONVERGEX 02/26 SALE 45 SHS @ 60.11 MISC .05 COMM 1.35 OMNICARE INC.	085 830	8207 42242-00005 03-03-14		2,703.55	2,728.35- 45 000-
03-17-14	JP MORGAN SECURITIES INC 03/12 SALE 19 SHS @ 77.50 MISC .03 COMM .57 NU SKIN ENTERPRISES INC	085 830	9211 42256-00002 03-17-14		1,471.90	2,613.55- 19,000-
03-17-14	JP MORGAN SECURITIES INC 03/12 SALE 24 SHS @ 79.05 MISC .04 COMM .72 PROCTER & GAMBLE CO	085 830	9211 42256-00004 03-17-14		1,896.44	1,661.01- 24,000-
03-27-14	MUTUAL FUND AGENT 03/26 SALE 115.554 SHS @ 43.2698 DODGE & COX INTERNATIONAL STOCK FUND	085 831	9464 42266-00004 03-27-14		5,000.00	4,101.56- 115,554-
03-27-14	MUTUAL FUND AGENT 03/26 SALE 328.029 SHS @ 70.36 HARBOR INTERNATIONAL FUND CLASS INS FD # 2011	085 831	9464 42266-00005 03-27-14		23,080.12	20,434.63- 328,029-
03-27-14	MUTUAL FUND AGENT 03/26 SALE 170.94 SHS @ 17.55 HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	085 831	9464 42266-00006 03-27-14		3,000.00	2,152.15- 170,940-
03-27-14	MUTUAL FUND AGENT 03/26 SALE 128.949 SHS @ 46.53 T ROWE PRICE NEW HORIZONS FD INC FD #42	085 831	9464 42266-00009 03-27-14		6,000.00	4,403.17- 128,949-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 19 SHS @ 36.49 MISC .02 COMM .57 INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76	085 830	8207 42270-00001 03-31-14		692.72	636.31- 19,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 3 SHS @ 137.64 MISC .01 COMM .09 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4 ISIN IE0084Q5ZN47	085 830	8207 42270-00002 03-31-14		412.62	255.18- 3,000-

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03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 60.26 MISC .02 COMM .27 TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN CH0102993182	085	830	8207 42270-00003 03-31-14		542.05	513.36- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 12 SHS @ 59.22 MISC .02 COMM .36 NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7	085	830	8207 42270-00004 03-31-14		710.26	507.12- 12.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 14 SHS @ 74.54 MISC .03 COMM .42 AETNA INC NEW	085	830	8207 42270-00005 03-31-14		1,043.11	838.10- 14.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 6 SHS @ 124.86 MISC .02 COMM .18 ALLERGAN INC	085	830	8207 42270-00006 03-31-14		748.96	291.38- 6.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 20 SHS @ 36.95 MISC .02 COMM .60 ALTRIA GROUP INC	085	830	8207 42270-00007 03-31-14		738.38	719.40- 20.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 91.46 MISC .02 COMM .27 AMERICAN EXPRESS CO	085	830	8207 42270-00008 03-31-14		822.85	414.35- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 7 SHS @ 121.23 MISC .02 COMM .21 AMGEN INC	085	830	8207 42270-00009 03-31-14		848.38	818.47- 7.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 4 SHS @ 547.11 MISC .05 COMM .12 APPLE INC	085	830	8207 42270-00010 03-31-14		2,188.27	1,427.05- 4.000-
03-31-14	MUTUAL FUND AGENT 03/28 SALE 147.059 SHS @ 27.1999 ARTISAN MID CAP VALUE FUND FD #1464	085	831	9464 42270-00011 03-31-14		4,000.00	2,780.80- 147.059-

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					INCOME	PRINCIPAL
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03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 8 SHS @ 88.17		085 830	8207 42270-00012 03-31-14	705.10	510 64- 8 000-
	MISC .02 COMM .24					
	B/E AEROSPACE INC					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 5 SHS @ 114.92		085 830	8207 42270-00014 03-31-14	574.43	448 00- 5 000-
	MISC .02 COMM .15					
	BECTON DICKINSON & CO					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 7 SHS @ 124.66		085 830	8207 42270-00015 03-31-14	872.39	512 39- 7 000-
	MISC .02 COMM .21					
	BOEING CO					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 11 SHS @ 63.44		085 830	8207 42270-00016 03-31-14	697 49	542.96- 11.000-
	MISC .02 COMM .33					
	CBS CORP CLASS B W I					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 13 SHS @ 75.68		085 830	8207 42270-00017 03-31-14	983.42	681 59- 13.000-
	MISC .03 COMM .39					
	CVS CAREMARK CORPORATION					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 15 SHS @ 151.00		085 830	8207 42270-00018 03-31-14	2,264.49	2,263.50- 15.000-
	MISC .06 COMM .45					
	CANADIAN PACIFIC RAILWAY LTD					
	SEDOL 2793115					
	ISIN CA13645T1003					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 15 SHS @ 145.72		085 830	8207 42270-00019 03-31-14	2,185.30	2,253 00- 15.000-
	MISC .05 COMM .45					
	CELGENE CORP					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 6 SHS @ 117.80		085 830	8207 42270-00020 03-31-14	706.60	514.52- 6.000-
	MISC .02 COMM .18					
	CHEVRON CORPORATION					
03-31-14	SIDCO / CONVERGEX					
	03/26 SALE 40 SHS @ 87.48		085 830	8207 42270-00021 03-31-14	3,497.92	2,214.82- 40 000-
	MISC .08 COMM 1.20					
	CHUBB CORP					

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03-31-14	SIDCO / CONVERGEX 03/26 SALE 21 SHS @ 22.47 MISC .02 COMM .63 CISCO SYSTEMS INC	085	830	8207	42270-00022 03-31-14	471.22	408.56- 21 000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 18 SHS @ 38.72 MISC .02 COMM .54 COCA COLA CO	085	830	8207	42270-00023 03-31-14	696.40	560.80- 18.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 14 SHS @ 46.73 MISC .02 COMM .42 COCA COLA ENTERPRISES	085	830	8207	42270-00024 03-31-14	653.78	655.76- 14.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 16 SHS @ 49.74 MISC .02 COMM .48 COMCAST CORPORATION CL A	085	830	8207	42270-00025 03-31-14	795.34	394.43- 16.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 68.75 MISC .02 COMM .27 CONOCOPHILLIPS	085	830	8207	42270-00026 03-31-14	618.46	628.29- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 27 SHS @ 34.50 MISC .03 COMM .81 DELTA AIR LINES INC	085	830	8207	42270-00027 03-31-14	930.66	560.25- 27.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 15 SHS @ 79.97 MISC .03 COMM .45 DISNEY WALT CO	085	830	8207	42270-00028 03-31-14	1,199.07	904.56- 15 000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 12 SHS @ 57.66 MISC .02 COMM .36 DISCOVER FINANCIAL W/I	085	830	8207	42270-00029 03-31-14	691.54	435.12- 12.000-
03-31-14	MUTUAL FUND AGENT 03/28 SALE 56.948 SHS @ 43.8996 DODGE & COX INTERNATIONAL STOCK FUND	085	831	9464	42270-00030 03-31-14	2,500.00	2,021.35- 56.948-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 3 SHS @ 192.55 MISC .02 COMM .09 EOG RES INC	085	830	8207	42270-00031 03-31-14	577.54	478.02- 3.000-

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03-31-14	SIDCO / CONVERGEX 03/26 SALE 7 SHS @ 95.43 MISC .02 COMM .21 EXXON MOBIL CORP	085 830 8207	42270-00032 03-31-14		667.78	606 46- 7,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 38 SHS @ 23.51 MISC .02 COMM 1.14 FIFTH THIRD BANCORP	085 830 8207	42270-00033 03-31-14		892.22	545.28- 38 000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 12 SHS @ 53.20 MISC .02 COMM .36 FRANKLIN RESOURCES INC	085 830 8207	42270-00034 03-31-14		638.02	592.40- 12,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 58 SHS @ 25.84 MISC .04 COMM 1.74 GENERAL ELECTRIC CO	085 830 8207	42270-00035 03-31-14		1,496.94	1,122.85- 58,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 4 SHS @ 164.81 MISC .02 COMM .12 GOLDMAN SACHS GROUP INC	085 830 8207	42270-00036 03-31-14		659.10	586 44- 4,000-
03-31-14	MUTUAL FUND AGENT 03/28 SALE 32.52 SHS @ 30.7503 GOLDMAN SACHS GRTH OPPOR INSTIT CLASS FD #1132	085 831 9464	42270-00037 03-31-14		1,000.00	822.44- 32,520-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 1 SHS @ 1,162.01 MISC .03 COMM .03 GOOGLE INC-CL A	085 830 8207	42270-00038 03-31-14		1,161.95	623 90- 1,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 13 SHS @ 59.29 MISC .02 COMM .39 HALLIBURTON CO	085 830 8207	42270-00039 03-31-14		770.36	544 44- 13,000-
03-31-14	MUTUAL FUND AGENT 03/28 SALE 140.528 SHS @ 17.79 HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	085 831 9464	42270-00041 03-31-14		2,500.00	1,769 26- 140 528-

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03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 107.49 MISC .03 COMM .27 HELMERICH & PAYNE INC	085 830	8207 42270-00042 03-31-14		967.11	585.72- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 103.65 MISC .03 COMM .27 THE HERSHEY COMPANY	085 830	8207 42270-00043 03-31-14		932.55	456.07- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 79.50 MISC .02 COMM .27 HOME DEPOT INC	085 830	8207 42270-00044 03-31-14		715.21	403.13- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 19 SHS @ 61.20 MISC .03 COMM .57 JPMORGAN CHASE & CO	085 830	8207 42270-00046 03-31-14		1,162.20	774.00- 19.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 12 SHS @ 97.50 MISC .03 COMM .36 JOHNSON & JOHNSON	085 830	8207 42270-00047 03-31-14		1,169.61	782.04- 12.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 7 SHS @ 79.00 MISC .02 COMM .21 LAS VEGAS SANDS CORP	085 830	8207 42270-00049 03-31-14		552.77	490.07- 7.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 13 SHS @ 52.23 MISC .02 COMM .39 LINCOLN NATIONAL CORP	085 830	8207 42270-00050 03-31-14		678.58	661.30- 13.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 4 SHS @ 160.84 MISC .02 COMM .12 LOCKHEED MARTIN CORP	085 830	8207 42270-00051 03-31-14		643.22	553.36- 4.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 8 SHS @ 95.68 MISC .02 COMM .24 MAGNA INTERNATIONAL ISIN CA5592224011 SEDOL 2554549	085 830	8207 42270-00053 03-31-14		765.18	649.92- 8.000-

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03-31-14	SIDCO / CONVERGEX 03/26 SALE 8 SHS @ 79.62 MISC .02 COMM .24 MANPOWER GROUP INC	085	830	8207 42270-00054 03-31-14	636.70		654 90- 8 000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 5 SHS @ 177.51 MISC .02 COMM .15 MCKESSON CORPORATION	085	830	8207 42270-00055 03-31-14	887.38		795 72- 5.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 7 SHS @ 66.29 MISC .02 COMM .21 METHANEX CORP	085	830	8207 42270-00058 03-31-14	463.80		396.31- 7.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 17 SHS @ 40.49 MISC .02 COMM .51 MICROSOFT CORP	085	830	8207 42270-00059 03-31-14	687.80		548.52- 17.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 74.21 MISC .02 COMM .27 NIKE INC CLASS B	085	830	8207 42270-00060 03-31-14	667.60		482.31- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 22 SHS @ 38.42 MISC .02 COMM .66 ORACLE CORP	085	830	8207 42270-00061 03-31-14	844.56		665 78- 22.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 21 SHS @ 193.41 MISC .09 COMM .63 PPG INDUSTRIES INC	085	830	8207 42270-00062 03-31-14	4,060.89		3,874.05- 21 000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 23 SHS @ 125.53 MISC .07 COMM .69 PVH CORP	085	830	8207 42270-00063 03-31-14	2,886.43		2,478.94- 23.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 5 SHS @ 138.50 MISC .02 COMM .15 POLARIS INDS INC	085	830	8207 42270-00065 03-31-14	692.33		397 25- 5.000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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-TRANSACTION-		-CODES-		HISTORY		- C A S H -	
DATE	DESCRIPTION	TRAN	TAX	INDV	INCOME	PRINCIPAL	INVEST/UNITS
03-31-14	SIDCO / CONVERGEX 03/26 SALE 12 SHS @ 80.00 MISC .03 COMM .36 PROCTER & GAMBLE CO	085	830	8207	42270-00066 03-31-14	959.61	830.51- 12.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 9 SHS @ 78.99 MISC .02 COMM .27 QUALCOMM	085	830	8207	42270-00067 03-31-14	710.62	515.01- 9.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 49 SHS @ 11.19 MISC .02 COMM 1.47 REGIONS FINANCIAL CORP	085	830	8207	42270-00069 03-31-14	546.82	508.99- 49.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 8 SHS @ 65.75 MISC .02 COMM .24 ST JUDE MEDICAL INC	085	830	8207	42270-00070 03-31-14	525.74	543.44- 8.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 10 SHS @ 95.74 MISC .03 COMM .30 SCHLUMBERGER LTD SEDOL 2779201 ISIN AN8068571086	085	830	8207	42270-00071 03-31-14	957.07	893.13- 10.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 7 SHS @ 152.08 MISC .03 COMM .21 SHIRE PLC SPONSORED ADR	085	830	8207	42270-00072 03-31-14	1,064.32	610.24- 7.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 13 SHS @ 40.53 MISC .02 COMM .39 SUNTRUST BANKS INC	085	830	8207	42270-00074 03-31-14	526.48	489.58- 13.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 3 SHS @ 188.02 MISC .02 COMM .09 UNION PACIFIC CORP	085	830	8207	42270-00075 03-31-14	563.95	235.25- 3.000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 7 SHS @ 115.98 MISC .02 COMM .21 UNITED TECHNOLOGIES CORP	085	830	8207	42270-00076 03-31-14	811.63	499.48- 7.000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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DATE	TRANSACTION- DESCRIPTION	-CODES-		HISTORY	- C A S H -		INVEST/UNITS
		TRAN	TAX INDV		INCOME	PRINCIPAL	
03-31-14	SIDCO / CONVERGEX 03/26 SALE 15 SHS @ 47.37 MISC .02 COMM .45 VERIZON COMMUNICATIONS INC	085 830	8207	42270-00079 03-31-14		710.08	723.86- 15,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 2 SHS @ 219.73 MISC .01 COMM .06 VISA INC CLASS A SHARES	085 830	8207	42270-00080 03-31-14		439.39	314.94- 2,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 29 SHS @ 49.20 MISC .04 COMM .87 WELLS FARGO & COMPANY	085 830	8207	42270-00081 03-31-14		1,425.89	800 98- 29,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 21 SHS @ 45.88 MISC .03 COMM .63 WISCONSIN ENERGY CORP	085 830	8207	42270-00082 03-31-14		962 82	480 98- 21 000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 11 SHS @ 72.88 MISC .02 COMM .33 WYNDHAM WORLDWIDE CORP	085 830	8207	42270-00083 03-31-14		801.33	699.69- 11,000-
03-31-14	SIDCO / CONVERGEX 03/26 SALE 17 SHS @ 36.36 MISC .02 COMM .51 YAHOO INC	085 830	8207	42270-00084 03-31-14		617.59	465.42- 17,000-
05-13-14	BARCLAYS CAPITAL LE 05/08 SALE 130 SHS @ 20.8438 MISC .06 COMM 3.90 FIFTH THIRD BANCORP	085 830	9299	42313-00003 05-13-14		2,705.73	1,865 42- 130,000-
05-13-14	BARCLAYS CAPITAL LE 05/08 SALE 14 SHS @ 158.01 MISC .05 COMM .42 GOLDMAN SACHS GROUP INC	085 830	9299	42313-00005 05-13-14		2,211.67	2,052 51- 14,000-
05-13-14	BARCLAYS CAPITAL LE 05/08 SALE 44 SHS @ 64.2701 MISC .07 COMM 1.32 HALLIBURTON CO	085 830	9299	42313-00006 05-13-14		2,826.49	1,842.72- 44,000-

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-TRANSACTION-		-CODES-		HISTORY		- C A S H -	
DATE	DESCRIPTION	TRAN	TAX	INDV	INCOME	PRINCIPAL	INVEST/UNITS
05-13-14	BARCLAYS CAPITAL LE 05/08 SALE 35 SHS @ 96.35 MISC .08 COMM 1.05 THE HERSHEY COMPANY	085	830	9299	42313-00007 05-13-14	3,371.12	1,773.58- 35,000-
05-13-14	BARCLAYS CAPITAL LE 05/08 SALE 30 SHS @ 73.17 MISC .05 COMM .90 NIKE INC CLASS B	085	830	9299	42313-00010 05-13-14	2,194.15	1,607 70- 30,000-
06-03-14	SIDCO / CONVERGEX 05/29 SALE 11 SHS @ 142.53 MISC .04 COMM .33 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4 ISIN IE00B4Q5ZN47	085	830	8207	42334-00001 06-03-14	1,567.46	935.66- 11,000-
06-03-14	SIDCO / CONVERGEX 05/29 SALE 8 SHS @ 158.66 MISC .03 COMM .24 ALLERGAN INC	085	830	8207	42334-00002 06-03-14	1,269.01	388 51- 8,000-
06-03-14	SIDCO / CONVERGEX 05/29 SALE 22 SHS @ 122.20 MISC .06 COMM .66 CHEVRON CORPORATION	085	830	8207	42334-00003 06-03-14	2,687.68	1,886.56- 22,000-
06-03-14	SIDCO / CONVERGEX 05/29 SALE 66 SHS @ 40.67 MISC .06 COMM 1.98 COCA COLA CO	085	830	8207	42334-00004 06-03-14	2,682.18	2,056 26- 66,000-
06-17-14	MUTUAL FUND AGENT 06/16 SALE 71.608 SHS @ 27.9298 ARTISAN MID CAP VALUE FUND FD #1464	085	831	9464	42348-00001 06-17-14	2,000.00	1,354.06- 71,608-
06-17-14	MUTUAL FUND AGENT 06/16 SALE 43.002 SHS @ 46.5094 DODGE & COX INTERNATIONAL STOCK FUND	085	831	9464	42348-00002 06-17-14	2,000.00	1,526.34- 43,002-
06-17-14	MUTUAL FUND AGENT 06/16 SALE 64 SHS @ 31.25 GOLDMAN SACHS GRTH OPPOR INSTIT CLASS FD #1132	085	831	9464	42348-00003 06-17-14	2,000.00	1,618 58- 64,000-

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- T R A N S A C T I O N A N A L Y S I S / S U M M A R Y -
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-TRANSACTION- DATE DESCRIPTION		-CODES- TRAN TAX INDV		HISTORY	- C A S H - INCOME		PRINCIPAL	INVEST/UNITS
06-17-14	MUTUAL FUND AGENT 06/16 SALE 107.585 SHS @ 18.5899 HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	085	831	9464	42348-00004 06-17-14		2,000.00	1,354.51- 107.585-
06-17-14	MUTUAL FUND AGENT 06/16 SALE 32.092 SHS @ 46.7406 T ROWE PRICE NEW HORIZONS FD INC FD #42	085	831	9464	42348-00005 06-17-14		1,500.00	1,095.83- 32.092-
06-19-14	SIDCO / CONVERGEX 06/16 SALE 13 SHS @ 113.30 MISC .04 COMM .39 ISHARES S&P SMALL CAP 600 VALUE ETF	085	830	8207	42350-00003 06-19-14		1,472.47	1,170.10- 13.000-
06-19-14	SIDCO / CONVERGEX 06/16 SALE 60 SHS @ 100.62 MISC .14 COMM 1.80 VANGUARD TOTAL STOCK MARKET ETF	085	830	8207	42350-00004 06-19-14		6,035.26	4,523.52- 60.000-
06-25-14	MUTUAL FUND AGENT 06/24 SALE 35.74 SHS @ 27.9798 ARTISAN MID CAP VALUE FUND FD #1464	085	831	9464	42356-00002 06-25-14		1,000.00	675.82- 35.740-
06-25-14	MUTUAL FUND AGENT 06/24 SALE 21.529 SHS @ 46.4489 DODGE & COX INTERNATIONAL STOCK FUND	085	831	9464	42356-00003 06-25-14		1,000.00	764.17- 21.529-
06-25-14	MUTUAL FUND AGENT 06/24 SALE 31.596 SHS @ 31.6495 GOLDMAN SACHS GRTH OPPOR INSTIT CLASS FD #1132	085	831	9464	42356-00004 06-25-14		1,000.00	799.07- 31.596-
06-25-14	MUTUAL FUND AGENT 06/24 SALE 53.648 SHS @ 18.64 HARDING LOEVNER INTERNATIONAL EQUITY PORTFOLIO	085	831	9464	42356-00005 06-25-14		1,000.00	675.43- 53.648-
06-25-14	MUTUAL FUND AGENT 06/24 SALE 95.012 SHS @ 21.0499 MAINSTAY EPOCH GLOBAL EQUITY YIELD FUND CLASS I	085	831	9464	42356-00006 06-25-14		2,000.00	1,692.41- 95.012-

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-TRANSACTION-
DATE DESCRIPTION

06-27-14 CITIGROUP GLOBAL MKTS INC
06/24 SALE 50 SHS @ 101.79
MISC .12 COMM 1.50
VANGUARD TOTAL STOCK MARKET
ETF

- TRANSACTION ANALYSIS / SUMMARY -
07/01/13 THROUGH 06/30/14
ACCOUNT 3415486 MILLCREEK EDUCATION FDN - EQUITY

-CODES-	HISTORY	- C A S H -	INCOME	PRINCIPAL	INVEST/UNITS
TRAN TAX INDV					
085 830	0418 42358-00002 06-27-14			5,087.88	3,769.60-

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21-55-001-3414927

Form 8868
(Rev. January 2014)Application for Extension of Time To File an
Exempt Organization Return

OMB No 1545-1706

Department of the Treasury
Internal Revenue Service

File a separate application for each return.

Information about Form 8868 and its instructions is at www.irs.gov/form8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I and check this box ☒ **X**
- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing (e-file). You can electronically file Form 8868 if you need a 3 month automatic extension of time to file (6 months for a corporation required to file Form 990 T), or an additional (not automatic) 3 month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit www.irs.gov/efile and click on e-file for Charities & Nonprofits

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed)

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print	Name or exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	MILLCREEK SCHOOL FOUNDATION	25-1437926
File by the due date for filing your return. See instructions	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	3740 WEST 26TH STREET	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ERIE, PA 16506-2039	

Enter the Return code for the return that this application is for (file a separate application for each return)

011

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

MILLCREEK SCHOOL FOUNDATION

- The books are in the care of ☒ 3740 WEST 26TH STREET - ERIE, PA 16506

Telephone No ☒ 814-835-5300Fax No ☐

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ☐ If this is for the whole group, check this box ☐ If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

- 1 I request an automatic 3 month (6 months for a corporation required to file Form 990 T) extension of time until FEBRUARY 15, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for

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

- 2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return

☐ Change in accounting period

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	0.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit	3b	\$	0.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	0.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453 EO and Form 8879-EO for payment instructions

11-14-14

- If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Type or print	Name of exempt organization or other filer, see instructions	Employer identification number (EIN) or
File by the due date for filing your return. See instructions	MILLCREEK SCHOOL FOUNDATION	25-1437926
	Number, street, and room or suite no. If a P.O. box, see instructions	Social security number (SSN)
	P.O. BOX 9382	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions	
	ERIE, PA 16505	

Enter the Return code for the return that this application is for (file a separate application for each return)

01

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01		
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

MILLCREEK SCHOOL FOUNDATION - CHRISTOPHER ELWELL, CPA

- The books are in the care of **P.O. BOX 9382 - ERIE, PA 16505**

Telephone No.

Fax No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until **MAY 15, 2015**

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

6 If the tax year entered in line 5 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS REQUIRED IN ORDER TO OBTAIN NECESSARY INFORMATION TO FILE A COMPLETE AND ACCURATE RETURN.

8a If this application is for Forms 990 BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	8a	\$	0.
8b If this application is for Forms 990 PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868	8b	\$	0.
8c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature

Title **BOARD TREASURER**

Date