Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
NIMICK FORBESWAY FOUNDATION
C/O J.J. KESSLER

A Employer identification number
25-1597437

Number and street (or P O box number if mail is not delivered to street address) | Room/suite
ONE OXFORD CENTRE, 20TH FLOOR

B Telephone number
(412) 562-8879

City or town, state or province, country, and ZIP or foreign postal code
PITTSBURGH, PA 15219

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶$ 26,175,363.

J Accounting method ☒ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc , received			N/A	
2 Check ▶ ☒ if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	110,669.	110,669.		STATEMENT 1
4 Dividends and interest from securities	429,465.	429,465.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	698,624.			
b Gross sales price for all assets on line 6a 7,056,874.				
7 Capital gain net income (from Part IV, line 2)		698,624.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income	537.	537.		STATEMENT 3
12 **Total.** Add lines 1 through 11	1,239,295.	1,239,295.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	0.	0.		0.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees STMT 4	31,821.	28,639.		3,182.
b Accounting fees				
c Other professional fees STMT 5	166,028.	149,427.		16,602.
17 Interest				
18 Taxes STMT 6	8,000.	8,000.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	4,917.	4,426.		491.
22 Printing and publications				
23 Other expenses STMT 7	3,366.	3,031.		334.
24 **Total operating and administrative expenses.** Add lines 13 through 23	214,132.	193,523.		20,609.
25 Contributions, gifts, grants paid	1,176,500.			1,176,500.
26 **Total expenses and disbursements.** Add lines 24 and 25	1,390,632.	193,523.		1,197,109.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	<151,337.>			
b **Net investment income** (if negative, enter -0-)		1,045,772.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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

Form **990-PF** (2013)

10480513 703464 18208-63JJK 2013.05040 NIMICK FORBESWAY FOUNDATION 18208-K1

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

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing	463,473.	258,087.	258,087.
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ Less allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S and state government obligations STMT 8	1,530,430.	465,882.	592,555.
	b	Investments - corporate stock STMT 9	16,673,756.	17,792,389.	25,324,721.
	c	Investments - corporate bonds			
	11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	18,667,659.	18,516,358.	26,175,363.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	14,554,273.	14,554,273.	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	4,113,386.	3,962,049.	
	30	**Total net assets or fund balances**	18,667,659.	18,516,322.	
	31	**Total liabilities and net assets/fund balances**	18,667,659.	18,516,322.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	18,667,659.
2	Enter amount from Part I, line 27a	2	<151,337.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	18,516,322.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	18,516,322.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	BNY MELLON CAPITAL GAINS SEE ATTACHED DETAIL	P	VARIOUS	VARIOUS
b	PNC CAPITAL GAINS SEE ATTACHED DETAIL	P	VARIOUS	VARIOUS
c	CAPITAL GAINS DIVIDENDS			
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	1,729,657.		1,823,139.	<93,482.>
b	5,276,780.		4,535,111.	741,669.
c	50,437.			50,437.
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				<93,482.>
b				741,669.
c				50,437.
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 } **2** 698,624.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8 **3** N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,136,949.	23,399,904.	.048588
2011	1,325,051.	22,120,010.	.059903
2010	841,612.	21,830,202.	.038553
2009	613,390.	16,590,474.	.036972
2008	99,803.	11,956,221.	.008347

2	Total of line 1, column (d)	2	.192363
3	Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.038473
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	24,928,041.
5	Multiply line 4 by line 3	5	959,057.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,458.
7	Add lines 5 and 6	7	969,515.
8	Enter qualifying distributions from Part XII, line 4	8	1,197,109.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	10,458.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	0.
3	Add lines 1 and 2		3	10,458.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	10,458.
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 743.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 15,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	15,743.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	214.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	5,071.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 5,071. **Refunded** ▶		11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ JACK J. KESSLER, ESQ Telephone no ▶ (412) 562-8879
Located at ▶ 301 GRANT STREET, 20TH FLOOR, PITTSBURGH, PA ZIP+4 ▶ 15219-1408

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes," enter the name of the foreign country ▶			

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

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

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

5a During the year did the foundation pay or incur any amount to
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? N/A **5b**
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No
If "Yes," attach the statement required by Regulations section 53.4945-5(d)
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X
If "Yes" to 6b, file Form 8870.
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CHARLES L.H. NIMICK 1107 SAVILLE LANE MCLEAN, VA 22101	DIRECTOR/CHAIRMAN 5.00	0.	0.	0.
VICTORIA NIMICK ENRIGHT 605 SOUTH SHORE DRIVE MADISON, WI 53715	DIRECTOR/VICE-CHAIRMAN 0.50	0.	0.	0.
CATHLEEN LOCKHART NIMICK 311 EASTERN AVENUE PITTSBURGH, PA 15215	DIRECTOR/VICE-CHAIRMAN 0.50	0.	0.	0.
JACK J. KESSLER 401 EAST LAS OLAS BLVD, STE. 2250 FORT LAUDERDALE, FL 33301	DIRECTOR/SECY/TREAS 1.00	0.	0.	0.

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

Part X **Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	25,037,234.
b	Average of monthly cash balances			1b	270,422.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	25,307,656.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.		
2	Acquisition indebtedness applicable to line 1 assets			2	0.
3	Subtract line 2 from line 1d			3	25,307,656.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	379,615.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	24,928,041.
6	**Minimum investment return.** Enter 5% of line 5			6	1,246,402.

Part XI **Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ▶ ☐ and do not complete this part)

1	Minimum investment return from Part X, line 6			1	1,246,402.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	10,458.		
b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	10,458.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,235,944.
4	Recoveries of amounts treated as qualifying distributions			4	0.
5	Add lines 3 and 4			5	1,235,944.
6	Deduction from distributable amount (see instructions)			6	0.
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	1,235,944.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26	1a	1,197,109.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,197,109.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b	5	10,458.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,186,651.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII **Undistributed Income** (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,235,944.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			821,758.	
b Total for prior years: ___ , ___ , ___		0.		
3 Excess distributions carryover, if any, to 2013				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,197,109.				
a Applied to 2012, but not more than line 2a			821,758.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				375,351.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				860,593.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

JACK J. KESSLER, ESQUIRE, (412) 562-8879
301 GRANT STREET, 20TH FLOOR, PITTSBURGH, PA 15219

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

LETTER OF APPLICATION

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
THE CHILDREN'S INSTITUTE 1405 SHADY AVE. PITTSBURGH, PA 15217	NONE	PUBLIC	GENERAL OPERATING FUND	10,000.
ASPINWALL RIVERFRONT PARK 285 RIVER AVE. ASPINWALL, PA 15215	NONE	PUBLIC	SUPPORT FOR GROWTH AND SUSTAINABILITY	75,000.
INTERNATIONAL CRANE FOUNDATION E-11376 SHADY LANE RD. BARABOO , WI 53913	NONE	PUBLIC	SUPPORT FOR REINTRODUCTION OF MIGRATORY WHOOPING CRANES INTO EASTERN NORTH AMERICA	50,000.
THE NEIGHBORHOOD ACADEMY 709 N. AIKEN AVE. PITTSBURGH, PA 15206	NONE	PUBLIC	COLLEGE ADVISORY PROGRAM	55,000.
ARCHIPELAGO BOOKS 232 THIRD ST., STE A11 BROOKLYN, NY 11215	NONE	PUBLIC	BLINDING PROJECT	32,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	1,176,500.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	110,669.	
4 Dividends and interest from securities			14	429,465.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	537.	
8 Gain or (loss) from sales of assets other than inventory			18	698,624.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0.		1,239,295.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,239,295.

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes)

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

▶ Clark A. Henley | 5/12/2015 | ▶ V.P./Secretary
Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LAUREN SWEENEY	Lauren Sweeney	5/12/15		P01388520

Firm's name ▶ BUCHANAN INGERSOLL & ROONEY, PC — Firm's EIN ▶ 25-1381032

Firm's address ▶ ONE OXFORD CENTRE, 20TH FLOOR
PITTSBURGH, PA 15219-1410 — Phone no. (412) 562-1530

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
CHECKING	4.	4.	
PNC 061632	110,665.	110,665.	
TOTAL TO PART I, LINE 3	110,669.	110,669.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MELLON 034-302	311,184.	50,437.	260,747.	260,747.	
PNC 01632	168,718.	0.	168,718.	168,718.	
TO PART I, LINE 4	479,902.	50,437.	429,465.	429,465.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
CLASS ACTION SETTLEMENT PROCEEDS	537.	537.	
TOTAL TO FORM 990-PF, PART I, LINE 11	537.	537.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BUCHANAN INGERSOLL & ROONEY	31,821.	28,639.		3,182.
TO FM 990-PF, PG 1, LN 16A	31,821.	28,639.		3,182.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BNY MELLON MANAGEMENT FEES	40,554.	36,499.		4,055.
PNC BANK MANAGEMENT FEES	67,891.	61,103.		6,789.
CONSULTING FEES	57,583.	51,825.		5,758.
TO FORM 990-PF, PG 1, LN 16C	166,028.	149,427.		16,602.

FORM 990-PF TAXES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX	8,000.	8,000.		0.
TO FORM 990-PF, PG 1, LN 18	8,000.	8,000.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
PENNSYLVANIA FILING FEES	15.	15.		0.
ADVERTISING	94.	84.		9.
DUES & SUBSCRIPTIONS	128.	115.		13.
ONLINE STORAGE	392.	353.		39.
SUPPLIES	1,621.	1,459.		162.
INSURANCE	1,050.	945.		105.
MISCELLANEOUS EXPENSES	66.	60.		6.
TO FORM 990-PF, PG 1, LN 23	3,366.	3,031.		334.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 8

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
	X		465,882.	592,555.
TOTAL U.S. GOVERNMENT OBLIGATIONS			465,882.	592,555.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			465,882.	592,555.

FORM 990-PF CORPORATE STOCK STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
	17,792,389.	25,324,721.
TOTAL TO FORM 990-PF, PART II, LINE 10B	17,792,389.	25,324,721.

- 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).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions NIMICK FORBESWAY FOUNDATION C/O J.J. KESSLER	Employer identification number (EIN) or 25-1597437
	Number, street, and room or suite no. If a P.O box, see instructions. ONE OXFORD CENTRE, 20TH FLOOR	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. PITTSBURGH, PA 15219	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

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.

- The books are in the care of ▶ JACK J. KESSLER, ESQ 301 GRANT STREET, 20TH FLOOR - PITTSBURGH, PA 15219-1408

  Telephone No. ▶ (412) 562-8879 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 NEEDED TO GATHER INFORMATION NECESSARY 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	$ 15,743.
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 and any amount paid previously with Form 8868.	8b	$ 15,743.
c	**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 ▶ Date ▶

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
THE SAMBURU PROJECT 2510 MAIN ST., STE 202 SANTA MONICA, CA 90405	NONE	PUBLIC	FUNDING 2 WELLS IN SAMBURU REGION	20,000.
FILIPINO AMERICAN ASSOCIATION OF PITTSBURGH 5460 NORTHUMBERLAND ST. PITTSBURGH, PA 15217	NONE	PUBLIC	PROVIDE EMERGENCY RELIEF FOR AREAS AFFECTED BY TYPHOON HAIYAN	40,000.
CARNEGIE MUSEUM OF NATURAL HISTORY 4400 FORBES AVE. PITTSBURGH, PA 15213	NONE	PUBLIC	GENERAL OPERATIONS & POWDERMILL NATURE RESERVE	25,000.
WESTERN PA CONSERVANCY 800 WATERFRONT DR. PITTSBURGH, PA 15222	NONE	PUBLIC	PURCHASE AND PROTECT LAND IN THE LAUREL HIGHLANDS	12,500.
EAST END COOPERATIVE MINISTRY 6140 PENN CIRCLE NORTH PITTSBURGH, PA 15206	NONE	PUBLIC	EDUCATION WING	75,000.
INTERNATIONAL STUDENT CONFERENCES, INC. 1150 18TH ST. NW, STE. L12 WASHINGTON, DC 20036	NONE	PUBLIC	JASC/KASC TRILATERAL SYMPOSIUM	10,000.
DUQUESNE HEIGHTS INCLINE 1197 WEST CARSON ST. PITTSBURGH, PA 15219	NONE	PUBLIC	GENERAL OPERATING SUPPORT	1,000.
CALVARY EPISCOPAL CHURCH 315 SHADY AVE. PITTSBURGH, PA 15206	NONE	PUBLIC	GENERAL OPERATING SUPPORT	15,000.
JEWISH FEDERATION OF MADISON 6434 ENTERPRISE LANE MADISON, WI 53719	NONE	PUBLIC	FUND SCHOLARSHIPS TO ATTEND CAMP SHALOM	15,000.
SIMPSON STREET FREE PRESS P.O. BOX 6307 MONONA, WI 53716	NONE	PUBLIC	PROMOTE ACADEMIC ACHIEVEMENT	25,000.
Total from continuation sheets				954,500.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. MICHAEL'S OF THE VALLEY EPISCOPAL CHURCH P.O. BOX 336 LIGONIER, PA 15658	NONE	PUBLIC	GENERAL OPERATIONS	25,000.
WASHINGTON UNVIERSY SCHOOL OF LAW ONE BROOKINGS DR. ST. LOUIS, MO 63130	NONE	PUBLIC	OPENING DOORS TO THE FUTURE: THE SCHOLARSHIP INITIATIVE PROGRAM	50,000.
LOYALHANNAH WATERSHED ASSOCIATION 110 ANDI LANE LIGONIER, PA 15658	NONE	PUBLIC	NIMICK FAMILY EDUCATION CENTER	75,000.
TRUSTEES OF PRINCETON UNIVERSITY 330 ALEXANDER ST. PRINCETON, NJ 08540	NONE	PUBLIC	THOMAS H. NIMICK, JR. '45 BRIDGE YEAR SCHOLAR FUND	100,000.
THE CHILDREN'S INSTITUTE 1405 SHADY AVENUE PITTSBURGH, PA 15217	NONE	PUBLIC	NIMICK FAMILY THERAPUTIC GARDEN	200,000.
EAST LIBERTY FAMILY HEALTH CENTER 7171 CHURCHLAND ST. PITTSBURGH, PA 15206	NONE	PUBLIC	SUPPORT OF ELDERLY HOMEBOUND PROJECT	50,000.
FOUNDATION FOR MADISON PUBLIC SCHOOLS 455 SCIENCE DR.; STE 130 MADISON, WI 53711	NONE	PUBLIC	SCHOOL ENDOWMENTS	30,000.
INTERNATIONAL STUDENT CONFERENCES, INC. 1150 18TH ST. NW, STE. L12 WASHINGTON, DC 20036	NONE	PUBLIC	66TH JASC & 7TH KASC IN HONOR OF ISC'S 80TH ANNIVERSARY	30,000.
MADISON MUSEUM OF CONTEMPORARY ART 227 STATE ST. MADISON, WI 53703	NONE	PUBLIC	GENERAL OPERATING SUPPORT	25,000.
MT. VERNON LADIES' ASSOCIATION P.O. BOX 110 MT. VERNON, VA 22121	NONE	PUBLIC	GARDENS & GROVES BOOK PROJECT	50,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SECOND HARVEST FOOD BANK 2802 DAIRY DR. MADISON, WI 53718	NONE	PUBLIC	SUMMER HUNGER PROGRAM	35,000.
UNITED STATES HOLOCAUST MUSEUM 100 RAOUL, WALLENBERG PL. WASHINGTON, DC 20024	NONE	PUBLIC	GENERAL OPERATING SUPPORT	20,000.
WASHINGTON UNVIERSY SCHOOL OF LAW ONE BROOKINGS DR. ST. LOUIS, MO 63130	NONE	PUBLIC	SUPPORT PUBLIC INTEREST STIPEND FUND	3,500.
RODEF SHALOM CONGREGATION 4905 5TH AVE. PITTSBURGH, PA 15213	NONE	PUBLIC	PURSUER OF PEACE EVENT	2,500.
MADISON PUBLIC LIBRARY FOUNDATION 201 W. MIFFLIN ST. MADISON, WI 53703	NONE	PUBLIC	LEARNING FOR A LIFETIME CAMPAIGN	20,000.
Total from continuation sheets				

Detail

Portfolio - income

Cash and cash equivalents
Mutual funds - money market

Description	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1	$72,572 77 89,572 040	$89,572 04 $1 0000	0 65 %	$89,572 04 $1 00		0 03 %	$25.34

Portfolio - principal

Cash and cash equivalents
Mutual funds - money market

Description	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK LIQUIDITY FUNDS TEMPFUND ADMINISTRATION SHARES #H1	$57,015 11 57,015 110	$57,015 11 $1 0000	0 42 %	$57,015 11 $1 00		0 03 %	$16 13

Fixed income
Treasury bonds

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 02 500% DUE 01/15/2029 RATING AAA (912810PZ5)	$313,208 69 225,000	$312,725 27 $138 9890	2 27 %	$232,512 74 $103 34	$80,212 53	1 96 %	$6,113 14

Detail

Fixed income

Treasury bonds

Description (Cusip)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 02 125% DUE 01/15/2019 RATING AAA (912828JX9)	279,154 37 225,000	279,829 28 124 3686	2 03 %	233,369 43 103 72	46,459 85	1 86 %	5,196 17
Total treasury bonds		**$592,554.55**	**4.28 %**	**$465,882.17**	**$126,672.38**	**1.91 %**	**$11,309.31**

Etf - fixed income

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
ISHARES FLOATING RATE BOND (FLOT) ETF	$450,304 80 8,880	$451,104 00 $50 8000	3 27 %	$450,605 83 $50 74	$498 17	0 43 %	$1,909 20

Mutual funds - fixed income

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
BLACKROCK STRATEGIC INCOME (BSIIX) OPPORTUNITIES PORTFOLIO FUND #446	$1,070,652 31 103,544 711	$1,073,758 65 $10 3700	7 77 %	$1,050,000 00 $10 14	$23,758 65	2 30 %	$24,643 64
EATON VANCE FLOATING RATE (EIBLX) FUND CLASS I FUND #924	298,692 81 32,679 739	299,019 61 9 1500	2 17 %	300,000 00 9 18	- 980 39	3 75 %	11,209 15
Total mutual funds - fixed income		**$1,372,778.26**	**9.93 %**	**$1,350,000.00**	**$22,778.26**	**2.61 %**	**$35,852.79**

Total fixed income		**$2,416,436.81**	**17.47 %**	**$2,266,488.00**	**$149,948.81**	**2.03 %**	**$49,071.30**

Detail

Equities

Stocks

Consumer discretionary

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
DISNEY WALT CO (DIS)	$75,609 00 900	$77,166 00 $85 7400	0 56 %	$48,932 55 $54 37	$28,233 45	1 01 %	$774 00
FORD MOTOR COMPANY (F)	95,352 00 5,800	99,992 00 17 2400	0 73 %	100,027 72 17 25	- 35 72	2 91 %	2,900 00
MAGNA INTERNATIONAL (MGA) ISIN CA5592224011 SEDOL 2554549	86,972 00 850	91,587 50 107 7500	0 67 %	64,362 00 75 72	27,225 50	1 42 %	1,292.00
POLARIS INDS INC (PII)	109,582 00 850	110,704 00 130 2400	0 81 %	111,686 01 131 40	- 982 01	1 48 %	1,632 00
ROSS STORES INC (ROST)	116,365 00 1,700	112,421 00 66 1300	0 82 %	42,066 50 24 75	70,354 50	1 21 %	1,360 00
STARBUCKS CORP (SBUX)	102,536 00 1,400	108,332 00 77 3800	0 79 %	113,637 86 81 17	- 5,305 86	1 35 %	1,456 00
WYNDHAM WORLDWIDE CORP (WYN)	110,895 00 1,500	113,580 00 75 7200	0 83 %	47,989 05 31 99	65,590 95	1 85 %	2,100 00
Total consumer discretionary		**$713,782.50**	**5.16 %**	**$528,701.69**	**$185,080.81**	**1.61 %**	**$11,514.00**

Consumer staples

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
CVS CAREMARK CORPORATION (CVS)	$207,234 72 2,646	$199,429 02 $75 3700	1 45 %	$50,484 88 $19 08	$148,944 14	1 46 %	$2,910 60
COCA COLA CO (KO)	85,911 00 2,100	88,956 00 42 3600	0 65 %	47,281 50 22 52	41,674 50	2 89 %	2,562 00
THE HERSHEY COMPANY (HSY)	184,946 00 1,900	185,003 00 97 3700	1 34 %	107,655 49 56 66	77,347 51	2 00 %	3,686 00
PEPSICO INC (PEP)	132,495 00 1,500	134,010 00 89 3400	0 97 %	82,518 00 55 01	51,492 00	2 94 %	3,930 00
Total consumer staples		**$607,398.02**	**4.39 %**	**$287,939.87**	**$319,458.15**	**2.16 %**	**$13,088.60**

Detail

Energy

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
CHEVRON CORPORATION (CVX)	$94,548 30 770	$100,523 50 $130 5500	0 73 %	$13,704 63 $17 80	$86,818 87	3 28 %	$3,295 60
EXXON MOBIL CORP (XOM)	210,610 35 2,095	210,924 60 100 6800	1 53 %	70,823 00 33 81	140,101 60	2 75 %	5,782 20
HALLIBURTON CO (HAL)	135,744 00 2,100	149,121 00 71 0100	1 08 %	112,172 76 53 42	36,948 24	0 85 %	1,260 00
SCHLUMBERGER LTD (SLB) SEDOL 2779201 ISIN AN8068571086	124,848 00 1,200	141,540 00 117 9500	1 03 %	112,883 88 94 07	28,656 12	1 36 %	1,920 00
Total energy		**$602,109.10**	**4.35 %**	**$309,584.27**	**$292,524.83**	**2.04 %**	**$12,257.80**

Financial

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
AMERICAN EXPRESS CO (AXP)	$91,500 00 1,000	$94,870 00 $94 8700	0 69 %	$49,090 00 $49 09	$45,780 00	1 10 %	$1,040 00
BERKSHIRE HATHAWAY INC DEL (BRKA) CL A	192,000 00 1	189,900 50 189,900 5000	1 38 %	65,010 00 65,010 00	124,890 50		
CHUBB CORP (CB)	148,256 00 1,600	147,472 00 92 1700	1 07 %	82,064 00 51 29	65,408 00	2 17 %	3,200 00
DISCOVER FINANCIAL W/I (DFS)	254,259 00 4,300	266,514 00 61 9800	1 93 %	104,799 07 24 37	161,714 93	1 55 %	4,128 00
MASTERCARD INC CL A (MA)	275,220 00 3,600	264,492 00 73 4700	1 92 %	82,814 40 23 00	181,677 60	0 60 %	1,584 00
VISA INC (V) CLASS A SHARES	96,673 50 450	94,819 50 210 7100	0 69 %	53,082 00 117 96	41,737 50	0 76 %	720 00
Total financial		**$1,058,068.00**	**7.65 %**	**$436,859.47**	**$621,208.53**	**1.01 %**	**$10,672.00**

Detail

Health care

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
AMERISOURCEBERGEN CORP (ABC)	$190,268 00	$188,916 00	1 37 %	$88,285 52	$100,630 48	1 30 %	$2,444 00
	2,600	$72 6600		$33 96			
BRISTOL MYERS SQUIBB CO (BMY)	114,402 00	111,573 00	0 81 %	47,321 35	64,251 65	2 97 %	3,312 00
	2,300	48 5100		20 58			
CELGENE CORP (CELG)	99,469 50	111,644 00	0 81 %	97,044 48	14,599 52		
	1,300	85 8800		74 65			
GILEAD SCIENCES INC (GILD)	422,292 00	431,132 00	3 12 %	110,307 14	320,824 86		
	5,200	82 9100		21 21			
RESMED INC (RMD)	65,078 00	65,819 00	0 48 %	52,485 94	13,333 06	1 98 %	1,300 00
	1,300	50 6300		40 37			
UNITEDHEALTH GROUP INC (UNH)	143,334 00	147,150 00	1 07 %	70,673 28	76,476 72	1 84 %	2,700 00
	1,800	81 7500		39 26			
Total health care		**$1,056,234.00**	**7.64 %**	**$466,117.71**	**$590,116.29**	**0.92 %**	**$9,756.00**

Industrials

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
EATON CORP PLC (ETN)	$57,036 06	$59,737 32	0 44 %	$39,496 24	$20,241 08	2 54 %	$1,517 04
SEDOL B8KQN82	774	$77 1800		$51 03			
ISIN IE00B8KQN827							
B/E AEROSPACE INC (BEAV)	178,987 50	171,106 50	1 24 %	150,806 08	20,300 42		
	1,850	92 4900		81 52			
GENERAL ELECTRIC CO (GE)	137,968 50	135,342 00	0 98 %	116,809 70	18,532 30	3 35 %	4,532 00
	5,150	26 2800		22 68			
PALL CORP (PLL)	72,029 00	72,581 50	0 53 %	49,797 51	22,783 99	1 29 %	935 00
	850	85 3900		58 59			
3M COMPANY (MMM)	124,018 50	124,618 80	0 91 %	72,447 36	52,171 44	2 39 %	2,975 40
	870	143 2400		83 27			
UNION PACIFIC CORP (UNP)	99,635 00	99,750 00	0 73 %	55,980 00	43,770 00	1 83 %	1,820 00
	1,000	99 7500		55 98			
Total industrials		**$663,136.12**	**4.79 %**	**$485,336.89**	**$177,799.23**	**1.78 %**	**$11,779.44**

Detail

Information technology

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
TE CONNECTIVITY LTD (TEL) SEDOL B62B7C3 ISIN CH0102993182	$101,082 00 1,700	$105,128 00 $61 8400	0 77 %	$99,062 57 $58 27	$6,065 43	1 88 %	$1,972 00
NXP SEMICONDUCTORS (NXPI) ISIN NL0009538784 SEDOL B505PN7	99,360 00 1,600	105,888 00 66 1800	0 77 %	97,224 00 60 77	8,664 00		
AMPHENOL CORP NEW (APH) CL A	138,910 00 1,450	139,693 00 96 3400	1 01 %	109,637 90 75 61	30,055 10	0 84 %	1,160 00
APPLE INC (AAPL)	94,950 00 1,050	97,576 50 92 9300	0 71 %	78,627 98 74 88	18,948 52	2 03 %	1,974 00
GOOGLE INC-CL A (GOOGL)	57,165 00 100	58,467 00 584 6700	0 43 %	39,259 71 392 60	19,207 29		
GOOGLE INC-CL C (GOOG)	55,989 00 100	57,528 00 575 2800	0 42 %	39,362 54 393 63	18,165 46		
ORACLE CORP (ORCL)	92,444 00 2,200	89,166 00 40 5300	0 65 %	78,034 00 35 47	11,132 00	1 19 %	1,056 00
SKYWORKS SOLUTIONS INC (SWKS)	103,944 00 2,400	112,704 00 46 9600	0 82 %	99,369 84 41 40	13,334 16	0 94 %	1,056 00
WESTERN DIGITAL CORP (WDC)	131,775 00 1,500	138,450 00 92 3000	1 01 %	95,250 00 63 50	43,200 00	1 74 %	2,400 00
Total information technology		**$904,600.50**	**6.54 %**	**$735,828.54**	**$168,771.96**	**1.06 %**	**$9,618.00**

Materials

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
INTERNATIONAL PAPER CO (IP)	$66,682 00 1,400	$70,658 00 $50 4700	0 52 %	$49,811 30 $35 58	$20,846 70	2 78 %	$1,960 00

Telecommunication services

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
VERIZON COMMUNICATIONS INC (VZ)	$69,944 00 1,400	$68,502 00 $48 9300	0 50 %	$41,684 28 $29 77	$26,817 72	4 34 %	$2,968 00

Detail

Utilities

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
AMERICAN WATER WORKS CO INC (AWK)	$116,664 00 2,400	$118,680 00 $49 4500	0 86 %	$70,127 64 $29 22	$48,552 36	2 51 %	$2,976 00
OGE ENERGY CORP (OGE)	73,460 00 2,000	78,160 00 39 0800	0 57 %	73,880 00 36 94	4,280 00	2 31 %	1,800 00
Total utilities		**$196,840.00**	**1.42 %**	**$144,007.64**	**$52,832.36**	**2.43 %**	**$4,776.00**
Total stocks		**$5,941,328.24**	**42.95 %**	**$3,485,871.66**	**$2,455,456.58**	**1.49 %**	**$88,389.84**

Etf - equity

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
ISHARES SELECT DIVIDEND (DVY) ETF	$295,434 75 3,925	$302,146 50 $76 9800	2 19 %	$276,398 50 $70 42	$25,748 00	2 97 %	$8,968 63
ISHARES RUSSELL MID-CAP VALUE (IWS) ETF	561,360 00 8,000	580,880 00 72 6100	4 20 %	240,716 00 30 09	340,164 00	1 74 %	10,072 00
ISHARES RUSSELL MID-CAP GROWTH (IWP) ETF	628,794 00 7,240	648,414 40 89 5600	4 69 %	265,780 14 36 71	382,634 26	0 95 %	6,125 04
ISHARES S&P SMALL CAP (IJS) 600 VALUE ETF	335,735 40 3,010	347,444 30 115 4300	2 52 %	127,197 00 42 26	220,247 30	1 31 %	4,530 05
ISHARES S&P SMALL CAP (IJT) 600 GROWTH ETF	402,386 40 3,510	423,972 90 120 7900	3 07 %	146,817 60 41 83	277,155 30	0 69 %	2,923 83
VANGUARD FTSE ALL WORLD EX-US (VEU) INDEX FUND ETF	749,232 00 14,400	752,976 00 52 2900	5 45 %	611,782 56 42 49	141,193 44	3 09 %	23,212 80
Total etf - equity		**$3,055,834.10**	**22.09 %**	**$1,668,691.80**	**$1,387,142.30**	**1.83 %**	**$55,832.35**

Detail

Mutual funds - equity

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
DWS RREEF GLB REAL EST SEC INSTL (RRGIX) FD # 811	$164,370 34 18,614 987	$166,604 13 $8 9500	1 21 %	$151,713 95 $8 15	$14,890 18	3 35 %	$5,565 88
HARBOR INTERNATIONAL FUND (HAINX) CLASS INS FD # 2011	271,994 65 3,676 597	272,656 43 74 1600	1 98 %	194,161 08 52 81	78,495 35	2 02 %	5,496 51
T ROWE PRICE REAL ESTATE FUND (TRREX) FD #122	239,725 36 9,808 730	241,098 58 24 5800	1 75 %	200,000 00 20 39	41,098 58	2 08 %	5,002 45
Total mutual funds - equity		**$680,359.14**	**4.92 %**	**$545,875.03**	**$134,484.11**	**2.36 %**	**$16,064.84**
Total equities		**$9,677,521.48**	**69.97 %**	**$5,700,438.49**	**$3,977,082.99**	**1.66 %**	**$160,287.03**

Alternative investments

Mutual funds - alternative invest

Description (Symbol)	Market value last period Quantity	Current market value Current price per unit	% of total portfolio	Total tax cost Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
DIAMOND HILL LONG-SHORT FUND (DIAYX)	$692,176 52 29,758 234	$709,733 88 $23 8500	5 14 %	$615,000 00 $20 67	$94,733 88	0 52 %	$3,630 50
DRIEHAUS ACTIVE INCOME FUND (LCMAX) FUND # 640	353,838 13 32,854 051	352,523 97 10 7300	2 55 %	350,000 00 10 65	2,523 97	2 12 %	7,457 87
EATON VANCE GLOBAL MACRO (EIGMX) ABSOLUTE RETURN FUND CLASS I #88	191,589 75 20,512 821	190,974 36 9 3100	1 39 %	195,266 03 9 52	- 4,291 67	4 17 %	7,958 97
ASG GLOBAL ALTERNATIVES FUND (GAFYX) CL Y	337,418 88 29,966 153	338,018 21 11 2800	2 45 %	350,000 00 11 68	- 11,981 79	0 22 %	710 20
Total mutual funds - alternative invest		**$1,591,250.42**	**11.50 %**	**$1,510,266.03**	**$80,984.39**	**1.24 %**	**$19,757.54**

Detail

Alternative investments

Mutual funds - alternative invest

Description (Symbol)	Market value last period / Quantity	Current market value / Current price per unit	% of total portfolio	Total tax cost / Avg tax cost per unit	Unrealized gain/loss	Current yield	Estimated annual income
Total alternative investments		**$1,591,250.42**	**11.50 %**	**$1,510,266.03**	**$80,984.39**	**1.24 %**	**$19,757.54**
Total portfolio		**$13,831,795.86**	**100.00 %**	**$9,623,779.67**	**$4,208,016.19**	**1.66 %**	**$229,157.34**

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
101,557.54	CRA 12 (BNY Mellon, Na, Member FDIC) (Principal Holding)	$ 101,557.54	$ 101,557.54		$ 0.00	0.0%	0.8%
	Principal Cash	-2,913.73					
	Income Cash	2,913.73					
Total cash and cash equivalents		**$ 101,557.54**	**$ 101,557.54**	**$ 0.00**	**$ 0.00**		**0.8%**

Fixed income

Taxable

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
23,566.378	BNY Mellon Corporate Bond Fund	$ 12.9200	$ 304,477.60	$ 300,000.00	$ 4,477.60	$ 9,567.95	3.1%	2.5%
21,817.64	Dreyfus Intermediate Term Income Fund	14.0000	305,446.96	306,081.03	-634.07	7,810.72	2.6	2.5
2,175	ISHARES Iboxx $ Investment Grade Corporate Bond Fund	119.2600	259,390.50	240,905.46	18,485.04	9,254.63	3.6	2.1
24,903.482	Vanguard Intermediate-Term Investment Grade Fund	9.9400	247,540.61	223,928.64	23,611.97	8,143.44	3.3	2.0
Total taxable pooled vehicle			$ 1,116,855.67	$ 1,070,915.13	$ 45,940.54	$ 34,776.74		9.1%
Total taxable fixed income			**$ 1,116,855.67**	**$ 1,070,915.13**	**$ 45,940.54**	**$ 34,776.74**		**9.1%**

High yield

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
41,376.026	T Rowe Price High Yield FD Inc Com	$ 7.3300	$ 303,286.27	$ 272,473.87	$ 30,812.40	$ 17,915.82	5.9%	2.5%
Total high yield pooled vehicle			$ 303,286.27	$ 272,473.87	$ 30,812.40	$ 17,915.82		2.5%
Total high yield fixed income			**$ 303,286.27**	**$ 272,473.87**	**$ 30,812.40**	**$ 17,915.82**		**2.5%**

Developed international

Pooled vehicle

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
12,348.587	Loomis Sayles Global Bond Fund	$ 16.7500	$ 206,838.83	$ 169,950.99	$ 36,887.84	$ 6,384.22	3.1%	1.7%
Total developed international pooled vehicle			$ 206,838.83	$ 169,950.99	$ 36,887.84	$ 6,384.22		1.7%
Total developed international fixed income			**$ 206,838.83**	**$ 169,950.99**	**$ 36,887.84**	**$ 6,384.22**		**1.7%**
Total fixed income			**$ 1,626,980.77**	**$ 1,513,339.99**	**$ 113,640.78**	**$ 59,076.78**		**13.2%**

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,500	Accenture PLC (ACN)	$ 80.8400	$ 121,260.00	$ 91,197.50	$ 30,062.50	$ 2,790.00	2.3%	1.0%
3,000	AT&T Inc (T)	35.3600	106,080.00	92,286.90	13,793.10	5,520.00	5.2	0.9
3,000	Abbott Laboratories (ABT)	40.9000	122,700.00	74,692.01	48,007.99	2,640.00	2.2	1.0
600	Allergan Inc (AGN)	169.2200	101,532.00	72,193.80	29,338.20	120.00	0.1	0.8
2,800	Apple Inc (AAPL)	92.9300	260,204.00	153,739.50	106,464.50	5,264.00	2.0	2.1
2,750	B B & T Corporation (BBT)	39.4300	108,432.50	88,553.83	19,878.67	2,640.00	2.4	0.9
2,000	CVS Caremark Corporation (CVS)	75.3700	150,740.00	63,597.48	87,142.52	2,200.00	1.5	1.2
1,500	Chevron Corporation (CVX)	130.5500	195,825.00	55,243.27	140,581.73	6,420.00	3.3	1.6

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,000	Chubb Corp (CB)	92.1700	184,340.00	100,740.00	83,600.00	4,000.00	2.2	1.5
2,000	Coca - Cola Co (KO)	42.3600	84,720.00	69,497.09	15,222.91	2,440.00	2.9	0.7
2,133	Conocophillips (COP)	85.7300	182,862.09	45,763.31	137,098.78	5,887.08	3.2	1.5
3,750	DU Pont (E I) De Nemours And (DD) Company	65.4400	245,400.00	148,533.95	96,866.05	6,750.00	2.8	2.0
1,750	Express Scripts Holdings, Inc. (ESRX)	69.3300	121,327.50	75,210.71	46,116.79	0.00	0.0	1.0
2,500	Exxon Mobil Corp (XOM)	100.6800	251,700.00	140,451.75	111,248.25	6,900.00	2.7	2.0
9,000	General Electric Company (GE)	26.2800	236,520.00	311,900.00	-75,380.00	7,920.00	3.4	1.9
1,000	Gilead Sciences Inc (GILD)	82.9100	82,910.00	79,349.90	3,560.10	0.00	0.0	0.7
3,000	Halliburton Co (HAL)	71.0100	213,030.00	69,436.49	143,593.51	1,800.00	0.8	1.7
2,000	Honeywell Intl Inc (HON)	92.9500	185,900.00	72,768.00	113,132.00	3,600.00	1.9	1.5
5,000	Intel Corp (INTC)	30.9000	154,500.00	109,207.00	45,293.00	4,500.00	2.9	1.3
966	International Business Machines (IBM) Corporation	181.2700	175,106.82	99,496.78	75,610.04	4,250.40	2.4	1.4
2,500	JP Morgan Chase & Co (JPM)	57.6200	144,050.00	112,171.35	31,878.65	4,000.00	2.8	1.2
2,500	Johnson & Johnson (JNJ)	104.6200	261,550.00	82,853.00	178,697.00	7,000.00	2.7	2.1
3,000	Johnson Controls Inc (JCI)	49.9300	149,790.00	89,534.25	60,255.75	2,640.00	1.8	1.2
1,250	K L A - Tencor Corp (KLAC)	72.6400	90,800.00	77,850.50	12,949.50	2,250.00	2.5	0.7
2,130	Lowe's Companies Inc (LOW)	47.9900	102,218.70	51,929.40	50,289.30	1,959.60	1.9	0.8
1,000	Mc Donald's Corporation (MCD)	100.7400	100,740.00	58,492.91	42,247.09	3,240.00	3.2	0.8
2,000	Microchip Technology Inc (MCHP)	48.8100	97,620.00	62,778.80	34,841.20	2,844.00	2.9	0.8
2,000	Nextera Energy Inc (NEE)	102.4800	204,960.00	81,802.68	123,157.32	5,800.00	2.8	1.7
2,200	PNC Financial Services Group (PNC)	89.0500	195,910.00	125,016.50	70,893.50	4,224.00	2.2	1.6
900	Pepsico Inc (PEP)	89.3400	80,406.00	46,537.20	33,868.80	2,358.00	2.9	0.7
1,780	The Procter & Gamble Company (PG)	78.5900	139,890.20	103,178.30	36,711.90	4,581.72	3.3	1.1
4,000	T J X Companies Inc (TJX)	53.1500	212,600.00	3,132.50	209,467.50	2,800.00	1.3	1.7
2,500	Union Pac Corp (UNP)	99.7500	249,375.00	36,636.67	212,738.33	4,550.00	1.8	2.0

Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
2,000	United Technologies Corp (UTX)	115.4500	230,900.00	98,086.47	132,813.53	4,720.00	2.0	1.9
3,000	Verizon Communications Inc (VZ)	48.9300	146,790.00	106,560.10	40,229.90	6,360.00	4.3	1.2
1,850	Wal Mart Stores Inc (WMT)	75.0700	138,879.50	97,475.63	41,403.87	3,552.00	2.6	1.1
3,638	Wells Fargo & Company (WFC)	52.5600	191,213.28	159,779.00	31,434.28	5,093.20	2.7	1.6
Total U.S. large cap			**$ 6,022,782.59**	**$ 3,407,674.53**	**$ 2,615,108.06**	**$ 143,614.00**		**48.8%**

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
7,500	ISHARES TR (IJH) S & P Midcap 400 Index FD	$ 143.0800	$ 1,073,100.00	$ 628,140.25	$ 444,959.75	$ 13,215.00	1.2%	8.7%
Total U.S. mid cap			**$ 1,073,100.00**	**$ 628,140.25**	**$ 444,959.75**	**$ 13,215.00**		**8.7%**

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
15,936.076	Dreyfus Small Cap Stock Index Fund (DISSX)	$ 30.5200	$ 486,369.04	$ 349,318.76	$ 137,050.28	$ 3,378.45	0.7%	3.9%
1,250	ISHARES Russell 2000 Index Fund (IWM)	118.8100	148,512.50	97,898.63	50,613.87	1,815.00	1.2	1.2
Total U.S. small cap			**$ 634,881.54**	**$ 447,217.39**	**$ 187,664.15**	**$ 5,193.45**		**5.1%**

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
6,000	ISHARES MSCI Eafe Index FD (EFA)	$ 68.3700	$ 410,220.00	$ 389,766.00	$ 20,454.00	$ 13,368.00	3.3%	3.3%
5,000	Vanguard Europe Pacific ETF (VEA)	42.5900	212,950.00	220,229.10	-7,279.10	6,595.00	3.1	1.7
Total developed international			**$ 623,170.00**	**$ 609,995.10**	**$ 13,174.90**	**$ 19,963.00**		**5.1%**

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
10,000	ISHARES MSCI Emerging Markets Index (EEM) Fund	$ 43.2300	$ 432,300.00	$ 421,468.75	$ 10,831.25	$ 7,060.00	1.6%	3.5%
6,000	Vanguard Emerging Markets ETF (VWO)	43.1300	258,780.00	263,240.64	-4,460.64	6,504.00	2.5	2.1
Total emerging markets			**$ 691,080.00**	**$ 684,709.39**	**$ 6,370.61**	**$ 13,564.00**		**5.6%**

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
33,230.242	Dreyfus Global Real Estate (DRLIX) Securities Fund	$ 9.0300	$ 300,069.09	$ 271,860.30	$ 28,208.79	$ 7,875.57	2.6%	2.4%
4,000	Vanguard Reit Vipers (VNQ)	74.8400	299,360.00	256,739.89	42,620.11	11,096.00	3.7	2.4
Total equity reits			**$ 599,429.09**	**$ 528,600.19**	**$ 70,828.90**	**$ 18,971.57**		**4.9%**

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
34	W M I Hldgs Corpcontra	$ 2.8300	$ 96.22	$ 10,820.00	$ -10,723.78	$ 0.00	0.0%	0.0%
1,000	WA Funding TR III D05/24/07 Escrow	0.0001	0.10		0.10	0.00	0.0	0.0
Total other equity			**$ 96.32**	**$ 10,820.00**	**$ -10,723.68**	**$ 0.00**		**0.0%**
Total equities			**$ 9,644,539.54**	**$ 6,317,156.85**	**$ 3,327,382.69**	**$ 214,521.02**		**78.2%**

Alternative investments

Absolute return

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
31,095.744	ASG Global Alternatives Fund-Y	$ 11.2800	$ 350,759.99	$ 334,020.95	$ 16,739.04	$ 0.00	0.0%	2.8%
Total absolute return			**$ 350,759.99**	**$ 334,020.95**	**$ 16,739.04**	**$ 0.00**		**2.8%**

Managed futures

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
23,128.871	Advantage Dynamic Total Return	$ 15.2600	$ 352,946.57	$ 300,820.26	$ 52,126.31	$ 684.61	0.2%	2.9%
Total managed futures			**$ 352,946.57**	**$ 300,820.26**	**$ 52,126.31**	**$ 684.61**		**2.9%**

Commodities

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
10,000	ISHARES Comex Gold Trust	$ 12.8800	$ 128,800.00	$ 158,321.42	$ -29,521.42	$ 0.00	0.0%	1.0%
1,000	SPDR Gold Trust	128.0400	128,040.00	157,418.57	-29,378.57	0.00	0.0	1.0
Total commodities			**$ 256,840.00**	**$ 315,739.99**	**$ -58,899.99**	**$ 0.00**		**2.1%**
Total alternative investments			**$ 960,546.56**	**$ 950,581.20**	**$ 9,965.36**	**$ 684.61**		**7.8%**
Total assets			**$ 12,333,624.41**	**$ 8,882,635.58**	**$ 3,450,988.83**	**$ 274,282.41**		**100.0%**

Receipts
continued

Date	Transaction description	Principal cash	Income cash	Tax cost	Gain/loss
02/11/2014	Sold 35,590.844 Units Of Dreyfus Pre Strat Inter ST-I Trade Date 2/10/14 Theor. Settlement Date 2/11/14 Taxable To Federal And State 35,590.844 Units At $14.77	525,676.76		-517,500.00	8,176.76
02/11/2014	Sold 29,448.367 Units Of Dreyfus Infltn Adj Sec-Inst Trade Date 2/10/14 Theor. Settlement Date 2/11/14 Taxable To Federal And State 29,448.367 Units At $12.70	373,994.26		-402,271.54	-28,277.28
02/11/2014	Sold 2,450.98 Units Of Loomis Sayles Glbl Bond-Inst Trade Date 2/10/14 Theor. Settlement Date 2/11/14 Taxable To Federal And State 2,450.98 Units At $16.32	40,000.00		-40,049.01	-49.01
02/13/2014	Sold 500 Shares Of T J X Companies Inc Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Sei Financial Services Co Paid $20.00 Brokerage Paid $0.52 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 500 Shares At $59.2265	29,592.73		-391.56	29,201.17
02/13/2014	Sold 250 Shares Of DU Pont (E I) De Nemours Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Sei Financial Services Co Paid $10.00 Brokerage Paid $0.28 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 250 Shares At $63.5066	15,866.37		-12,362.50	3,503.87
02/13/2014	Sold 2,000 Shares Of Broadcom Corp Cl A Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Raymond James & Assoc Inc, ST Paid $80.00 Brokerage Paid $1.07 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 2,000 Shares At $30.5523	61,023.53		-66,599.80	-5,576.27
02/13/2014	Sold 600 Shares Of SPDR Gold Trust Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Raymond James & Assoc Inc, ST Paid $24.00 Brokerage Paid $1.29 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 600 Shares At $122.8723	73,698.09		-94,451.15	-20,753.06

Receipts
continued

Date	Transaction description	Principal cash	Income cash	Tax cost	Gain/loss
02/13/2014	Sold 6,000 Shares Of Vanguard Ftse Emerging Markets ETF Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Raymond James & Assoc Inc, ST Paid $240.00 Brokerage Paid $3.98 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 6,000 Shares At $38.0707	228,180.22		-322,214.46	-94,034.24
02/13/2014	Sold 250 Shares Of Union Pac Corp Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Sei Financial Services Co Paid $10.00 Brokerage Paid $0.77 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 250 Shares At $175.8701	43,956.76		-7,327.34	36,629.42
02/13/2014	Sold 6,000 Shares Of ISHARES Gold Trust Trade Date 2/10/14 Theor. Settlement Date 2/13/14 Sold Through Raymond James & Assoc Inc, ST Paid $240.00 Brokerage Paid $1.30 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 6,000 Shares At $12.3601	73,919.30		-94,992.86	-21,073.56
02/13/2014	Cash Receipt Of Dividend Earned On Apple Inc $3.05/Share On 400 Shares Due 2/13/14		1,220.00		
02/18/2014	Cash Receipt Of Dividend Earned On Abbott Laboratories $0.22/Share On 3,000 Shares Due 2/15/14		660.00		
02/18/2014	Cash Receipt Of Dividend Earned On Procter & Gamble Co $0.6015/Share On 1,780 Shares Due 2/18/14		1,070.67		
02/18/2014	Cash Receipt Client Credit Dreyfus Intmed Term Inc-I Received From BNY Mellon Wealth Manage261967301		170.55		
02/18/2014	Cash Receipt Client Credit Dreyfus Infltn Adj Sec-Inst Received From BNY Mellon Wealth Manage261967830		94.46		
02/18/2014	Cash Receipt Client Credit Dreyfus Global Real Es Sec-I Received From BNY Mellon Wealth Manage261986582		217.64		
02/18/2014	Cash Receipt Client Credit Dreyfus Small Cap Stock Idx Received From BNY Mellon Wealth Manage26200Q204		110.67		

Receipts
continued

Date	Transaction description	Principal cash	Income cash	Tax cost	Gain/loss
04/03/2014	Sold 13,983.977 Units Of Dreyfus Intmed Term Inc-I Trade Date 4/2/14 Theor. Settlement Date 4/3/14 Taxable To Federal And State 13,983.977 Units At $13.73	192,000.00		-196,195.20	-4,195.20
04/03/2014	Sold 4,683.196 Units Of T Rowe Price High Yield FD Inc Trade Date 4/2/14 Theor. Settlement Date 4/3/14 Taxable To Federal And State 4,683.196 Units At $7.26	34,000.00		-31,085.08	2,914.92
04/07/2014	Sold 325 Shares Of ISHARES Iboxx $investment Grade ETF Trade Date 4/2/14 Theor. Settlement Date 4/7/14 Sold Through Sei Financial Services Co Paid $13.00 Brokerage Paid $0.83 Sec Fee Sold On The Otc Bulletin Board Taxable To Federal And State 325 Shares At $116.1946	37,749.42		-37,698.44	50.98

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
ACCENTURE PLC CLASS A ISIN IE00B4BNMY34 SEDOL B4BNMY3	1,000	$77 36000	- $77,360 00	07/25/13	$73 50	$73,468 72	- $3,891 28
AT&T INC	2,100	31 41523	- 65,971 98	07/25/13	35 16	73,771.71	7,799 73
ANHEUSER BUSCH INBEV SPONSORED ADR	600	84.91000	- 50,946 00	07/25/13	88 03	52,799.08	1,853 08
D R HORTON INC	2,400	20 91990	- 50,207 76	07/25/13	20 22	48,455 15	- 1,752 61
ISHARES MSCI EMERGING MARKETS ETF	1,800	25 96056	- 46,729 00	07/25/13	39 55	71,134 76	24,405 76

Detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
LAUDER ESTEE COS INC CL A	1,000	49 61700	- 49,617.00	07/25/13	64.62	64,588.87	14,971.87
QUALCOMM	2,200	56 09579	- 123,410.74	07/25/13	63 40	139,411.57	16,000 83
SPDR S&P 500 ETF TRUST	100	159 55000	- 15,955.00	07/25/13	168 17	16,813 70	858 70
USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 02 500% DUE 01/15/2029	500,000	106 16157	- 530,807 87	07/25/13	132 65	663,262.44	132,454 57
USA TREASURY NOTES TREASURY INFLATION PROTECTN SECS 02 125% DUE 01/15/2019	500,000	106.74808	- 533,740.38	07/25/13	123 20	616,022 59	82,282 21
VANGUARD FTSE EMERGING MARKETS ETF	3,300	44 20990	- 145,892 67	07/25/13	39.84	131,370.71	- 14,521.96
WILLIAMS COMPANIES INC	1,400	18 17791	- 25,449 08	07/25/13	33 44	46,773 18	21,324 10
Total			- $1,716,087.48			$1,997,872.48	$281,785.00

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
HARDING LOEVNER EMERGING MARKETS PORTOFLIO FUND ADVISOR CLASS	422 208	$51 01999	- $21,541 05	08/12/13	$47 37	$20,000 00	- $1,541 05
Total			- $21,541 05			$20,000 00	- $1,541 05

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
DWS RREEF GLOBAL REAL ESTATE SECURITIES FUND CLASS FUND #2365	5,910 165	$8 17000	- $48,286 05	09/27/13	$8 46	$50,000.00	$1,713 95
Total			- $48,286.05			$50,000.00	$1,713.95

Detail

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
COCA COLA CO	1,300	$31 66731	- $41,167.50	10/31/13	$39.75	$51,636.27	$10,468 77
EXXON MOBIL CORP	1,100	44 40209	- 48,842 30	10/31/13	90.44	99,449.37	50,607.07
GOLDMAN SACHS GROUP INC	350	147.08991	- 51,481 47	10/31/13	162.11	56,727 01	5,245.54
HARBOR INTERNATIONAL FUND CLASS INS FD # 2011	709 824	52.80999	- 37,485.80	11/21/13	70.44	50,000.00	12,514.20
HARBOR INTERNATIONAL FUND CLASS INS FD # 2011	1,416.029	52 81000	- 74,780.49	11/26/13	70.62	100,000.00	25,219 51
INTERNATIONAL BUSINESS MACHS CORP	450	142.96391	- 64,333.76	10/31/13	179.55	80,783 63	16,449.87
KRAFT FOODS GROUP INC	166	40.19506	- 6,672 38	10/31/13	54 37	9,020.28	2,347 90
MACY'S INC	1,100	48 24000	- 53,064 00	10/31/13	46 30	50,896 22	- 2,167 78
MARATHON PETROLEUM CORP	900	55 06500	- 49,558 50	10/31/13	72.36	65,095.86	15,537 36
MCDONALD'S CORP	950	98 08944	- 93,184 97	10/31/13	96 48	91,625.90	- 1,559 07
MONDELEZ INTERNATIONAL	500	24.96170	- 12,480.85	10/31/13	33.80	16,884.70	4,403 85
PFIZER INC	5,866	24.00680	- 140,823.87	10/31/13	30.85	180,787.56	39,963 69
SIMON PROPERTY GROUP INC	350	150 22000	- 52,577 00	10/31/13	155 18	54,301.55	1,724 55
WAL-MART STORES INC	900	52.60670	- 47,346.03	10/31/13	76 96	69,235 79	21,889 76
Total			- $773,798.92			$976,444.14	$202,645.22

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Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
EOG RES INC	300	$144 10000	- $43,230 00	11/26/13	$169 35	$50,795 11	$7,565 11
EBAY INC	2,600	49 64845	- 129,085 97	11/26/13	49 21	127,865 77	- 1,220.20
GILEAD SCIENCES INC	1,400	23 92965	- 33,501 51	11/26/13	74.91	104,830 17	71,328 66
O REILLY AUTOMOTIVE INC	800	61 59000	- 49,272 00	11/26/13	125 13	100,078 25	50,806.25
SPDR S&P 500 ETF TRUST	300	159 55000	- 47,865 00	11/26/13	180 75	54,215 05	6,350 05
VANGUARD FTSE ALL WORLD EX-US INDEX FUND ETF	2,000	42 48490	- 84,969 80	11/26/13	50.00	99,938 26	14,968 46
Total			- $387,924.28			$537,722.61	$149,798.33

Detail

Total non-cash transactions	$0.00	$0.00

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
HARDING LOEVNER EMERGING MARKETS PORTOFLIO FUND ADVISOR CLASS	1,710.952	$50 71503	- $86,770 98	04/02/14	$49 91	$85,393 61	- $1,377.37
THE TRAVELERS COS INC	1,050	46.43095	- 48,752 50	04/02/14	84 91	89,122.02	40,369 52
Total			**- $135,523.48**			**$174,515.63**	**$38,992.15**

Realized gain/loss detail

Description	Quantity	Average tax cost per unit	Total tax cost	Sale date	Sale price per unit	Total proceeds	Net realized gain/loss
CA INC	2,500	$30 00000	- $75,000 00	05/06/14	$29 49	$73,638 37	- $1,361 63
INTERNATIONAL BUSINESS MACHS CORP	450	99 27169	- 44,672 26	05/06/14	189 94	85,456 71	40,784 45
JPMORGAN RESEARCH LONG/SHORT FUND	12,870 013	15 54000	- 200,000 00	05/06/14	16.71	215,057 92	15,057.92
PIMCO UNCONSTRAINED BOND FUND INSTITUTIONAL CLASS FD #1863	96,133 199	11 23086	- 1,079,658.90	05/06/14	11 22	1,078,614 49	- 1,044 41
JM SMUCKER CO/THE-NEW COM WI	700	75 17000	- 52,619 00	05/06/14	96 40	67,457 64	14,838 64
Total			- $1,451,950.16			$1,520,225.13	$68,274.97