



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



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

07/01, 2013, and ending

06/30, 2014

Name of foundation **THE MORNINGSTAR FOUNDATION****C/O BANK OF AMERICA**

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

Room/suite

P O BOX 40200, FL9-100-10-19

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

JACKSONVILLE, FL 32203-0200

G Check all that apply:

☐ Initial return☐ Final return☐ Address change☐ Initial return of a former public charity☐ Amended return☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at

end of year (from Part II, col. (c), line

16) ▶ \$ **4,820,597.**J Accounting method: ☒ Cash ☐ Accrual☐ Other (specify) _____

(Part I, column (d) must be on cash basis.)

A Employer identification number

26-1557579

B Telephone number (see instructions)

877-446-1410C If exemption application is
pending, check here

D 1 Foreign organizations, check here

2 Foreign organizations meeting the
85% test, check here and attach
computationE If private foundation status was terminated
under section 507(b)(1)(A), check hereF If the foundation is in a 60-month termination
under section 507(b)(1)(B), check here**Part I Analysis of Revenue and Expenses** (The
total of amounts in columns (b), (c), and (d)
may not necessarily equal the amounts in
column (a) (see instructions).)(a) Revenue and
expenses per
books(b) Net investment
income(c) Adjusted net
income(d) Disbursements
for charitable
purposes
(cash basis only)

1 Contributions, gifts, grants, etc., received (attach schedule)

350,000.2 Check ☐ if the foundation is not required to
attach Sch. B

3 Interest on savings and temporary cash investments

4 Dividends and interest from securities

93,178.**93,178.****STMT 1**

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

7,227.

b Gross sales price for all

assets on line 6a **1,248,020.**

7 Capital gain net income (from Part IV, line 2)

7,227.

8 Net short-term capital gain

9 Income modifications

10a Gross sales less returns

and allowances

b Less Cost of goods sold

c Gross profit or (loss) (attach schedule)

11 Other income (attach schedule)

12 Total. Add lines 1 through 11

450,405.**100,405.**

13 Compensation of officers, directors, trustees, etc.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees (attach schedule)

b Accounting fees (attach schedule) STMT 2

1,250.**NONE****NONE****1,250.**

c Other professional fees (attach schedule) STMT 3

50,450.**39,291.****11,159.**

17 Interest

18 Taxes (attach schedule) (see instructions) STMT 4

2,450.**1,670.**

19 Depreciation (attach schedule) and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses (attach schedule) STMT 5

39.**39.**

24 Total operating and administrative expenses.

Add lines 13 through 23

54,189.**41,000.****NONE****12,409.**

25 Contributions, gifts, grants paid

183,900.**183,900.**

26 Total expenses and disbursements Add lines 24 and 25

238,089.**41,000.****NONE****196,309.**

27 Subtract line 26 from line 12

212,316.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

59,405.

c Adjusted net income (if negative, enter -0-)

JSA For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2013)

3E1410 1 000

CHH468 L775 04/22/2015 12:31:48

15

9016

200

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	146,832.	76,175.	76,175.
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U.S. and state government obligations (attach schedule) . .	49,838.		
	b	Investments - corporate stock (attach schedule) . STMT 6	3,500,125.	3,781,883.	4,642,766.
	c	Investments - corporate bonds (attach schedule) . STMT 7	49,737.	99,653.	101,656.
	11	Investments - land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	14	Land, buildings, and equipment: basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	3,746,532.	3,957,711.	4,820,597.	
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 (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)		NONE		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here . ▶ <input type="checkbox"/> 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, . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	3,746,532.	3,957,711.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds . .			
	30	Total net assets or fund balances (see instructions)	3,746,532.	3,957,711.	
	31	Total liabilities and net assets/fund balances (see instructions)	3,746,532.	3,957,711.	

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	3,746,532.
2	Enter amount from Part I, line 27a	2	212,316.
3	Other increases not included in line 2 (itemize) ▶ ADJUST FOR PRIOR YEAR END SALES	3	794.
4	Add lines 1, 2, and 3	4	3,959,642.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8	5	1,931.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,957,711.

Form 990-PF (2013)

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 PUBLICLY TRADED SECURITIES					
b					
c					
d					
e					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 1,248,020.		1,240,793.	7,227.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			7,227.		
b					
c					
d					
e					
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	7,227.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8			3		

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	203,284.	4,080,279.	0.049821
2011	172,148.	3,945,503.	0.043631
2010	93,742.	3,233,966.	0.028987
2009	90,123.	1,975,823.	0.045613
2008	60,851.	1,807,141.	0.033673
2 Total of line 1, column (d)			0.201725
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			0.040345
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			4,462,915.
5 Multiply line 4 by line 3			180,056.
6 Enter 1% of net investment income (1% of Part I, line 27b)			594.
7 Add lines 5 and 6			180,650.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.			196,309.

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 <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)		1	594.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	
3 Add lines 1 and 2		3	594.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	NONE
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	594.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,192.	
b Exempt foreign organizations - tax withheld at source	6b	NONE	
c Tax paid with application for extension of time to file (Form 8868)	6c	NONE	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,192.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	598.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input checked="" type="checkbox"/> 598. Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? 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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ _____		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> VA		
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.	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.		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. STMT 9		X

Form 990-PF (2013)

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address N/A				
14	The books are in care of BANK OF AMERICA, N.A. Telephone no (877) 446-1410			
	Located at PO BOX 40200, FL9-100-10-19, JACKSONVILLE, FL ZIP+4 32203-0200			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here	15		
and enter the amount of tax-exempt interest received or accrued during the year				
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	Yes	No
				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 N/A				

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		
Organizations relying on a current notice regarding disaster assistance check here		<input type="checkbox"/>
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?		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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If "Yes," list the years N/A		
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)		X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here N/A		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.)		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

Form 990-PF (2013)

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☒ Yes ☐ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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? ☒ Yes ☐ No **STMT. 10**

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? ☐ Yes ☒ No **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? ☐ Yes ☒ No **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 (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARY ANN ELLIOTT 504 W. OCEAN VIEW AVE., NORFOLK, VA 23503	TRUSTEE 10	-0-	-0-	-0-
JAMES RAY ELLIOTT JR. C/O 504 W. OCEAN VIEW AVE, NORFOLK, VA 23503	TRUSTEE 5	-0-	-0-	-0-
DANIEL KEITH ELLIOTT C/O 504 W. OCEAN VIEW AVE, NORFOLK, VA 23503	TRUSTEE 5	-0-	-0-	-0-
SHARON ELLIOTT HENSELY 504 W. OCEAN VIEW AVE., NORFOLK, VA 23503	TRUSTEE 5	-0-	-0-	-0-

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

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

Total number of other employees paid over \$50,000 ☐ **NONE**

Form 990-PF (2013)

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)**3 Five highest-paid independent contractors for professional services** (see instructions). If none, enter "NONE."

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1	NONE	
2		
3		
4		

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1	NONE	
2		
All other program-related investments See instructions.		
3	NONE	
Total. Add lines 1 through 3		

Form 990-PF (2013)

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	4,344,352.
b	Average of monthly cash balances	1b	186,526.
c	Fair market value of all other assets (see instructions).	1c	NONE
d	Total (add lines 1a, b, and c)	1d	4,530,878.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	4,530,878.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	67,963.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4.	5	4,462,915.
6	Minimum investment return. Enter 5% of line 5	6	223,146.

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	223,146.
2a	Tax on investment income for 2013 from Part VI, line 5 2a		594.
b	Income tax for 2013. (This does not include the tax from Part VI) 2b		
c	Add lines 2a and 2b	2c	594.
3	Distributable amount before adjustments. Subtract line 2c from line 1.	3	222,552.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	222,552.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	222,552.

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	196,309.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4.	4	196,309.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	594.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	195,715.

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				222,552.
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			183,896.	
b Total for prior years: 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013:				
a From 2008	NONE			
b From 2009	NONE			
c From 2010	NONE			
d From 2011	NONE			
e From 2012	NONE			
f Total of lines 3a through e	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>196,309.</u>				
a Applied to 2012, but not more than line 2a			183,896.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				12,413.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a).)	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012. Subtract line 4a from line 2a Taxable amount - see instructions				
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				210,139.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2009	NONE			
b Excess from 2010	NONE			
c Excess from 2011	NONE			
d Excess from 2012	NONE			
e Excess from 2013	NONE			

NOT APPLICABLE

- | | |
|---------------|------------|
| 4942(j)(3) or | 4942(j)(5) |
|---------------|------------|

24 -

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SEE STATEMENT 32				183,900.
Total			▶ 3a	183,900.
b <i>Approved for future payment</i>				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount		
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						
4 Dividends and interest from securities			14	93,178.		
5 Net rental income or (loss) from real estate						
a Debt-financed property						
b Not debt-financed property						
6 Net rental income or (loss) from personal property .						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory			18	7,227.		
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)				100,405.		
13 Total. Add line 12, columns (b), (d), and (e)				100,405.		

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

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.		

[illegible]

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

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.

**Sign
Here**

Signature of agent not required

4/24/15

TRUSTEE
Title

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

MARY ANN ELLIOTT

**Paid
Preparer
Use Only**

Print/Type preparer's name

ELAINE R. JARRETT

Breeder's signature

Date _____

Check <input type="checkbox"/> if self-employed	PTIN P00
---	-------------

P00022366

Firm's name ► BANK OF AMERICA, N.A.

Firm's EIN	▶ 94-1687665
------------	--------------

Firm's address ▶ PO BOX 40200, FL9-100-10-19
JACKSONVILLE, FL

32203-0200

Phone no 877-446-1410

Schedule of Contributors

OMB No 1545-0047

2013

▶ **Attach to Form 990, Form 990-EZ, or Form 990-PF.**

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

Name of the organization

Employer identification number

THE MORNINGSTAR FOUNDATION

26-1557579

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**.

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year ▶ \$ _____

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

Name of organization
THE MORNINGSTAR FOUNDATION

Employer identification number
26-1557579

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARY ANN ELLIOTT 504 W. OCEAN VIEW AVE. NORFOLK, VA 23503	\$ 350,000.	Person <input checked="checked" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
USGI REPORTED AS NONQUALIFIED DIVIDENDS	958.	958.
FOREIGN DIVIDENDS	14,720.	14,720.
DOMESTIC DIVIDENDS	43,315.	43,315.
OTHER INTEREST	1,626.	1,626.
FOREIGN INTEREST	117.	117.
US GOVERNMENT INTEREST REPORTED AS QUALI	852.	852.
NONQUALIFIED FOREIGN DIVIDENDS	1,300.	1,300.
NONQUALIFIED DOMESTIC DIVIDENDS	30,290.	30,290.
	-----	-----
TOTAL	93,178.	93,178.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----	ADJUSTED NET INCOME -----	CHARITABLE PURPOSES -----
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.
	=====	=====	=====	=====

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
INVESTMENT MGMT FEES - BOA	39,291.	39,291.	11,159.
GRANTMAKING FEES - BOA	11,159.		
	-----	-----	-----
TOTALS	50,450.	39,291.	11,159.
	=====	=====	=====

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES	478.	478.
EXCISE TAX ESTIMATES	780.	
FOREIGN TAXES ON QUALIFIED FOR	963.	963.
FOREIGN TAXES ON NONQUALIFIED	229.	229.
	-----	-----
TOTALS	2,450.	1,670.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OTHER INVESTMENT FEE	39.	39.
TOTALS	----- 39. =====	----- 39. =====

THE MORNINGSTAR FOUNDATION

26-1557579

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
SEE ATTACHED SCHEDULE	3,781,883.	4,642,766.
	-----	-----
TOTALS	3,781,883.	4,642,766.
	=====	=====

THE MORNINGSTAR FOUNDATION

26-1557579

FORM 990PF, PART II - CORPORATE BONDS
=====

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ----
SEE ATTACHED SCHEDULE	99,653.	101,656.
	-----	-----
TOTALS	99,653.	101,656.
	=====	=====

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

=====

DESCRIPTION

AMOUNT

ADJUST FOR YEAR END SALES
ROUNDING1,915.
16.

TOTAL

1,931.

=====

FORM 990PF, PART VII-A - NEW SUBSTANTIAL CONTRIBUTORS

=====

NAME AND ADDRESS

MARY ANN ELLIOTT
504 W. OCEAN VIEW AVE.
NORFOLK, VA 23503

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

NAME:

NATIONAL ELECTRONICS MUSEUM

ADDRESS:

1745 W. NURSERY RD.
LINTHICUM, MD 21090

GRANT DATE: 03/21/2013

GRANT AMOUNT 5,000.

GRANT PURPOSE:

EDUCATIONAL EXHIBIT DESIGN

AMOUNT EXPENDED BY GRANTEE 5,000.

ANY DIVERSION BY GRANTEE:

NO

DATES OF REPORTS BY GRANTEE:

5/29/2014

RESULTS OF VERIFICATION:

N/A

NAME:

NATIONAL ELECTRONICS MUSEUM

ADDRESS:

1745 W. NURSERY RD.
LINTHICUM, MD 21090

GRANT DATE: 06/13/2014

GRANT AMOUNT 2,500.

GRANT PURPOSE:

EDUCATIONAL EXHIBIT DESIGN (entire grant to be paid
to design firm in 2015)

ANY DIVERSION BY GRANTEE:

NO

DATES OF REPORTS BY GRANTEE:

12/17/2014

RESULTS OF VERIFICATION:

N/A

FORM 990PF, PART VII-B, LN 5(c) EXPENDITURE RESPONSIBILITY STATEMENT

=====

NAME:

VIETNAM VETERANS OF AMERICA

ADDRESS:

PO BOX 791

LEWISTON, PA 17044-0791

GRANT DATE: 08/23/2013

GRANT AMOUNT 1,600.

GRANT PURPOSE:

SUPPORT VIETNAM WAR MEMORIAL

RECIPIENT NAME:

MS. SARAH D. KAY, BANK OF AMERICA, N.A.

ADDRESS:

P. O. BOX 26688 (VA2-300-12-92)

RICHMOND, VA 23261-6688

RECIPIENT'S PHONE NUMBER: 804-887-8773

FORM, INFORMATION AND MATERIALS:

AVAILABLE AT WWW.MARYANNELLIOTTFOUNDATION.ORG

SUBMISSION DEADLINES:

AVAILABLE AT WWW.MARYANNELLIOTTFOUNDATION.ORG

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AVAILABLE AT WWW.MARYANNELLIOTTFOUNDATION.ORG

=====

RECIPIENT NAME:

UNC PEMBROKE

ADDRESS:

PO BOX 1510

PEMBROKE, NC 28372-1510

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

MARY EDWARDS/MARY ELLIOTT SCHOLARSHIPS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

WILD VIRGINIA

ADDRESS:

PO BOX 1065

CHARLOTTESVILLE, VA 22902

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

VEGAN OUTREACH

ADDRESS:

PO BOX 30865

TUCSON, AZ 85751-0865

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

SMILE TRAIN

ADDRESS:

PO BOX 96208

WASHINGTON, DC 20090-6208

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

FATHER FLANAGAN'S BOYS TOWN

ADDRESS:

14100 CRAWFORD ST.

BOYS TOWN, NE 68010

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

JILLS HOUSE INC

ADDRESS:

9011 LEESBURG PIKE

VIENNA, VA 22182

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

=====

RECIPIENT NAME:

VIRGINIA ORGANIZING PROJECT
VAFW

ADDRESS:

14031 INDEPENDENCE RD.
ASHLAND, VA 23005

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

VIRGINIA FOREST WATCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

THE 500-YEAR FOREST
FOUNDATION

ADDRESS:

1133 OLD ABERT RD
LYNCHBURG, VA 24503

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

CENTRAL VIRGINIA LAND CONSERVANCY

ADDRESS:

PO BOX 12105
LYNCHBURG, VA 24506

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

THE SCLERODERMA FDN

ADDRESS:

300 ROSEWOOD DRIVE, STE 105

DANVERS, MA 01923

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT RESEARCH PROJECTS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

RODEHEAVER BOYS RANCH

ADDRESS:

380 BOYS RANCH ROAD

PALATKA, FL 32177

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

INTERNET UPGRADE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

AFCEA EDUCATIONAL FDN

ADDRESS:

4400 FAIR LAKES COURT

FAIRFAX, VA 22033-3899

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

=====

RECIPIENT NAME:

CHURCH OF THE RESURRECTION

ADDRESS:

2000 P ST. NW

WASHINGTON, DC 20036

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SPECIAL NEEDS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

FOR KIDS

ADDRESS:

4200 COLLEY AVE.

NORFOLK, VA 23508

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

HOT MEALS & HOMEWORK PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

FIRST BAPTIST CHURCH

ADDRESS:

12716 WARWICK BLVD.

NEWPORT NEWS, VA 23606

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

ROMANIA MISSION PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

ALPHA PREGNANCY SUPPORT

ADDRESS:

PO BOX 1385/19B EAST 2ND

LEXINGTON, NC 27293

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SPROUT THERAPEUTIC RIDING

& EDUCATION CENTER

ADDRESS:

40685 JOHN MOSBY HWY

ALDIE, VA 20120

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BOY SCOUTS OF AMERICA

ADDRESS:

9190 ROCKVILLE PIKE

BETHESDA, MD 20814

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

CHURCH OF THE RESURRECTION

ADDRESS:

1825 COLLEGE AVE., STE. 160

WHEATON, IL 60187

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

CHICAGO PLANT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

NATIONAL ELECTRONICS MUSEUM

ADDRESS:

1745 W. NURSERY RD.

LINTHICUM HEIGHTS, MD 21090

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SPACE EXHIBIT

FOUNDATION STATUS OF RECIPIENT:

EOF

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

HABITAT FOR HUMANITY

RANDOLPH COUNTY

ADDRESS:

PO BOX 669

ASHEBORO, NC 27204-0669

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

PROVIDE TOOLS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

MIAMI UNIVERSITY

ADDRESS:

501 E. HIGH ST.
OXFORD, OH 45056

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

MIAMI INDIAN SEAS SCHOLARSHIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

SOLID ROCK BIBLE CHURCH

ADDRESS:

PO BOX 2318, 7570 SE 183RD AVE RD
OCKLAWAHA, FL 32183

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

ROOFING PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 6,000.

RECIPIENT NAME:

ARTEMIS WILDLIFE FOUNDATION

ADDRESS:

PO BOX 12105
LYNCHBURG, VA 24506

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

ARTEMIS COMMON GROUND FUND (MEDITATION)

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

CAT RESCUE

ADDRESS:

1917 BENEFIT RD.

CHESAPEAKE, VA 23322

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

WELL OF MERCY

ADDRESS:

6339 N. FAIRFIELD

CHICAGO, IL 60659

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT VARIOUS PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

CENTREVILLE PRESBYTERIAN CHURCH

ADDRESS:

15450 LEE HWY

CENTREVILLE, VA 20120

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

WEEKEND FOOD PROGRAM

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

CAMPUS CRUSADE FOR CHRIST

ADDRESS:

100 LAKE HART DRIVE, #2220

ORLANDO, FL 32832-0100

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

RECIPIENT NAME:

FEDERATION OF GALAXY EXPLORERS

ADDRESS:

6404 IVY LN, STE. 810

GREENBELT, MD 20770

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

FIRST BAPTIST CHURCH OF DENTON

ADDRESS:

PO BOX 515

DENTON, NC 27239

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

FIRST BAPTIST CHURCH OF DENTON

ADDRESS:

PO BOX 515

DENTON, NC 27239

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

HEALING SPRINGS FARM GENERAL FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:

HEALING HORSES & ARMED FORCES

ADDRESS:

27501 CUMBERLAND RD

TEHACHAPI, CA 93561

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

FORSYTH HUMANE SOCIETY

ADDRESS:

61 MILLER ST.

WINSTON-SALEM, NC 27104

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

=====

RECIPIENT NAME:

RAILS TO TRAILS CONSERVANCY

ADDRESS:

1100 17TH ST. NW

WASHINGTON, DC 20036

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

IRISH CREEK RAIL TRAIL PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 7,000.

RECIPIENT NAME:

RICE HOUSE HEALTHCARE FDN

ADDRESS:

2609 N. DUKE ST, STE 800

DURHAM, NC 27704

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

THE NATURE CONSERVANCY

ADDRESS:

4245 NORTH FAIRFAX DR

ARLINGTON, VA 22203

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

OPERATIONS IN VIRGINIA

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

=====

RECIPIENT NAME:

FIRST STAGE

ADDRESS:

PO BOX 9384

MCLEAN, VA 22102-0384

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

AMERICAN HIKING SOCIETY

ADDRESS:

1422 FENWICK LANE

SILVER SPRING, MD 20910

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

APPALACHIAN TRAIL CONSERVANCY

ADDRESS:

799 WASHINGTON ST.

HARPERS FERRY, WV 25425

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

NATIONAL MULTIPLE SCLEROSIS SOCIETY

ADDRESS:

1800 M ST. NW, STE 750S

WASHINGTON, DC 20036

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT MS OHANA

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

VIRGINIA SYMPHONY

ADDRESS:

150 BOUSH ST.

NORFOLK, VA 23510

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

THE STRING LOVE PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ZION LUTHERAN CHURCH

ADDRESS:

212 S. FRONT ST.

HAMILTON, OH 45011

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

COMMUNITY MEALS PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

=====

RECIPIENT NAME:

NORFOLK SPCA

ADDRESS:

916 BALLENTINE BLVD

NORFOLK, VA 23504-4102

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

HOMELESS ANIMALS PROGRAMS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,300.

RECIPIENT NAME:

VIETNAM VETERANS OF AMERICA

ADDRESS:

PO BOX 791

LEWISTOWN, PA 17044-0791

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

VIETNAM WAR MEMORIAL

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,600.

RECIPIENT NAME:

HOUSING & COMMUNITY SERVICES OF
NORTHERN VIRGINIA

ADDRESS:

7426 ALBAN STATION BLVD., STE B208

SPRINGFIELD, VA 22150

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

=====

RECIPIENT NAME:

TEMPLE SINAI

ADDRESS:

4631 S. LOCKWOOD RIDGE RD.

SARASOTA, FM 34231-7538

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

RECIPIENT NAME:

POTOMAC RIVER GREENWAYS

COALITION

ADDRESS:

PO BOX 6531

MCLEAN, VA 22106-6531

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

BAMBOO REMOVAL PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:

CAMPUS CRUSADE FOR CHRIST

ADDRESS:

100 LAKE HART DRIVE, #2220

ORLANDO, FL 32832-0100

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT SUMMER MISSION TRIP

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 5,000.

=====

RECIPIENT NAME:

WEST HAMPTON BAPTIST CHURCH

ADDRESS:

631 ABERDEEN RD
HAMPTON, VA 23661

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT GO-GO GRANDMOTHERS PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

WEST HAMPTON BAPTIST CHURCH

ADDRESS:

631 ABERDEEN RD
HAMPTON, VA 23661

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

YOUTH GROUP/MUSIC EQUIPMENT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

RODEHEAVER BOYS RANCH

ADDRESS:

380 BOYS RANCH ROAD
PALATKA, FL 32177

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

WATER HEATER UPGRADE PROJECT

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,000.

=====

RECIPIENT NAME:

POPULATION ACTION
INTERNATIONAL

ADDRESS:

1300 19TH ST, NW, STE 200
WASHINGTON, DC 20036-1624

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,500.

RECIPIENT NAME:

SPECIAL OPERATIONS WARRIOR
FOUNDATION

ADDRESS:

4409 W. EL PRADO BLVD
TAMPA, FL 33629

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

WEST HAMPTON BAPTIST
CHURCH

ADDRESS:

631 ABERDEEN RD
HAMPTON, VA 23661

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SUPPORT YOUTH MINISTRY

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

=====

RECIPIENT NAME:

ADVOCATS

ADDRESS:

49 GEORGETOWN GREEN
CHARLOTTESVILLE, VA 22901

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL FUND/MEDICAL CARE

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

ORPHAN HELPERS

ADDRESS:

813 FORREST DR., STE A
NEWPORT NEWS, VA 23606

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 1,000.

RECIPIENT NAME:

APPALACHIAN VOICES

ADDRESS:

191 W. HOWARD ST.
BOONE, NC 28607-4038

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

GENERAL OPERATING FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 2,000.

=====

RECIPIENT NAME:

FRIENDS OF THE BLUE RIDGE
PARKWAY

ADDRESS:

PO BOX 20986
ROANOKE, VA 24018

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SAVE THE PARKWAY VIEWS

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 10,500.

RECIPIENT NAME:

BORREGO LUTHERAN CHURCH - SLAB MINISTRY

ADDRESS:

P.O. BOX 2323
BORREGO SPRINGS, CA 92004

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

EDUCATION FUND

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID 3,000.

TOTAL GRANTS PAID:

183,900.

=====

THE MORNINGSTAR FOUNDATION

26-1557579

Balance Sheet

06/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	76174.910	76,174.91	76,174.91
037411105	APACHE CORP	165.000	14,278.80	16,602.30
037833100	APPLE INC	343.000	25,665.30	31,874.99
04314H204	ARTISAN INTERNATIONAL FUND	3667.101	109,000.00	115,623.69
053015103	AUTOMATIC DATA PROCESSING INC	191.000	10,571.89	15,142.48
06406HBS7	BANK NEW YORK INC	50000.000	49,737.00	51,481.50
088606108	BHP BILLITON LTD	227.000	15,039.27	15,538.15
091936526	BLACKROCK GLOBAL LONG/SHORT	9400.520	110,362.10	108,011.97
09247X101	BLACKROCK INC	47.000	8,747.14	15,021.20
097023105	BOEING CO	125.000	15,328.64	15,903.75
126650100	CVS CAREMARK CORP	267.000	19,101.04	20,123.79
166764100	CHEVRON CORP	143.000	17,646.33	18,668.65
171232101	CHUBB CORP	136.000	9,482.00	12,535.12
19765N468	COLUMBIA INTERMEDIATE BOND	16343.050	131,641.06	150,682.92
22544R305	CREDIT SUISSE COMMODITY-RETURN	23765.329	174,675.17	182,993.03
244199105	DEERE & CO	135.000	10,322.50	12,224.25
25243Q205	DIAGEO PLC	122.000	15,069.86	15,526.94
254709108	DISCOVER FINL SVCS	419.000	21,472.82	25,969.62
268648102	EMC CORP	612.000	15,169.68	16,120.08
291011104	EMERSON ELEC CO	359.000	17,956.90	23,823.24
30219G108	EXPRESS SCRIPTS HLDG CO	435.000	27,834.04	30,158.55
30231G102	EXXON MOBIL CORP	159.000	13,290.83	16,008.12
369604103	GENERAL ELEC CO	700.000	18,933.11	18,396.00
375558103	GILEAD SCIENCES INC	158.000	12,024.84	13,099.78
438516106	HONEYWELL INTL INC	226.000	13,135.51	21,006.70
464287200	ISHARES CORE S&P 500 ETF	4600.000	614,236.26	906,200.00
464287234	ISHARES MSCI EMERGING MARKETS	4650.000	179,647.77	201,019.50
464287242	ISHARES IBOX \$ INVESTMENT GRADE	1910.000	196,682.71	227,786.60
464287457	ISHARES 1-3 YEAR TREASURY BOND	1305.000	109,169.02	110,350.80
464287465	ISHARES MSCI EAFE ETF	1775.000	103,961.17	121,356.75
464287499	ISHARES RUSSELL MID-CAP ETF	325.000	50,404.13	52,832.00
464287507	ISHARES CORE S&P MID CAP ETF	1475.000	121,859.52	211,043.00
464287804	CEF ISHARES CORE S&P SMALL-CAP	2365.000	160,168.46	265,092.85
464288216	ISHARES EMERGING MKTS INFRA	3470.000	121,932.16	122,491.00

THE MORNINGSTAR FOUNDATION

26-1557579

Balance Sheet

06/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
478160104	JOHNSON & JOHNSON	208.000	12,195.57	21,760.96
50076Q106	KRAFT FOODS GROUP INC	246.000	10,531.94	14,747.70
571748102	MARSH & MCLENNAN COS INC	293.000	11,453.87	15,183.26
5756029#6	BAYER MOTOREN WERK	135.000	15,501.26	17,119.44
594918104	MICROSOFT CORP	440.000	18,145.03	18,348.00
637071101	NATIONAL OILWELL VARCO INC	146.000	10,700.27	12,023.10
641069406	NESTLE S A	208.000	12,443.80	16,113.76
67011P100	NOW INC	36.000	1,186.75	1,303.56
68380L407	OPPENHEIMER INTL GROWTH FUND	2848.338	109,000.00	111,284.57
693390841	PIMCO HIGH YIELD FD	6945.930	65,500.12	67,861.74
693475105	PNC FINL SVCS GROUP INC	219.000	16,472.28	19,501.95
718172109	PHILIP MORRIS INTL INC	236.000	20,175.99	19,897.16
73935X567	POWERSHARES FTSE RAFI U S 1500	400.000	26,772.00	40,340.00
73935X575	POWERSHARES WATER RESOURCES	500.000	10,523.75	13,295.00
74005P104	PRAXAIR INC	91.000	10,122.96	12,088.44
74253Q747	PRINCIPAL MIDCAP BLEND FUND	15201.491	284,598.43	331,088.47
747525103	QUALCOMM INC	284.000	17,252.16	22,492.80
74925K581	ROBECO BOSTON PARTNERS LONG/	7766.510	110,362.10	115,721.00
771195104	ROCHE HLDG LTD	871.000	22,786.88	32,473.49
78463V107	SPDR GOLD TR	400.000	54,672.98	51,216.00
78464A607	SPDR	3495.000	259,073.69	290,085.00
806857108	SCHLUMBERGER LTD	171.000	11,523.00	20,169.45
808513105	SCHWAB CHARLES CORP NEW	673.000	13,358.98	18,123.89
872540109	TJX COS INC NEW	266.000	10,538.66	14,137.90
89153VAD1	TOTAL CAP INTL	50000.000	49,915.50	50,173.50
90130A101	TWENTY-FIRST CENTY FOX INC	360.000	11,889.57	12,654.00
922908595	VANGUARD SMALL-CAP GROWTH	350.000	28,847.75	44,586.50
92343V104	VERIZON COMMUNICATIONS INC	322.000	15,441.64	15,755.46
92826C839	VISA INC	141.000	22,145.81	29,710.11
949746101	WELLS FARGO & CO	772.000	25,647.94	40,576.32
988498101	YUM BRANDS INC	202.000	15,504.76	16,402.40
98978V103	ZOETIS INC	475.000	14,881.16	15,328.25
G1151C101	ACCENTURE PLC	259.000	16,159.14	20,937.56
H84989104	TE CONNECTIVITY LTD	343.000	11,662.84	21,211.12

THE MORNINGSTAR FOUNDATION

26-1557579

Balance Sheet

06/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
		Totals	3,957,710 52	4,820,596.11