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**Return of Private Foundation
or Section 4947(a)(1) Trust Treated as Private Foundation****2013**Department of the Treasury
Internal Revenue Service

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

For calendar year 2013, or tax year beginning Jul 1 , **2013, and ending** Jun 30 , 2014

Name of foundation VERDAD FOUNDATION		A Employer identification number 27-6382632
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 2360		B Telephone number (see the instructions) (307) 237-9301
City or town, state or province, country, and ZIP or foreign postal code CASPER WY 82602		C If exemption application is pending, check here. ☐
G Check all that apply		D 1 Foreign organizations, check here. ☐
☐ Initial return	☐ Initial Return of a former public charity	2 Foreign organizations meeting the 85% test, check here and attach computation. ☐
☐ Final return	☐ Amended return	E If private foundation status was terminated under section 507(b)(1)(A), check here. ☐
☐ Address change	☐ Name change	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here. ☐
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, column (c), line 16) \$ 3,986,559.	J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)	

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 (att sch)				
2	Ck ☐ if the foundn is not req to att Sch B				
3	Interest on savings and temporary cash investments.				
4	Dividends and interest from securities.	36,347.	36,347.		
5a	Gross rents.				
b	Net rental income or (loss).				
6a	Net gain/(loss) from sale of assets not on line 10	61,478.			
b	Gross sales price for all assets on line 6a.	101,823.			
7	Capital gain net income (from Part IV, line 2)		61,478.		
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/(loss) (att sch)				
11	Other income (attach schedule)				
12	Total. Add lines 1 through 11.	97,825.	97,825.		
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 sch).				
c	Other prof fees (attach sch)				
17	Interest.				
18	Taxes (attach schedule)(see instrs) EXCISE TAXES.	2,104.			
19	Depreciation (attach sch) and depletion.				
20	Occupancy.				
21	Travel, conferences, and meetings.				
22	Printing and publications.				
23	Other expenses (attach schedule) TRUST DEPT. FEES	8,053.	8,053.		
24	Total operating and administrative expenses. Add lines 13 through 23.	10,157.	8,053.		
25	Contributions, gifts, grants paid.	181,505.			181,505.
26	Total expenses and disbursements. Add lines 24 and 25.	191,662.	8,053.		181,505.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements.	-93,837.			
b	Net investment income (if negative, enter -0-).		89,772.		
c	Adjusted net income (if negative, enter -0-).				

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
A S S E T S	1 Cash — non-interest-bearing	5,455.	1,846.	1,846.
	2 Savings and temporary cash investments	2,914,726.	4,843.	4,843.
	3 Accounts receivable 254.			
	Less: allowance for doubtful accounts	25.	254.	254.
	4 Pledges receivable			
	Less: allowance for doubtful accounts			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch)			
	Less: allowance for doubtful accounts			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments — U S and state government obligations (attach schedule)	397,016.	1,725,188.	1,739,964.
	b Investments — corporate stock (attach schedule)	473,510.	1,833,403.	2,107,540.
	c Investments — corporate bonds (attach schedule)	0.	131,361.	132,112.
	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).	3,790,732.	3,696,895.	3,986,559.	
L I A B I L I T I E S	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe)			
	23 Total liabilities (add lines 17 through 22)			
N E T A S S E T S F U N D B A L A N C E S	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	3,790,732.	3,696,895.	
	28 Paid-in or capital surplus, or land, building, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	3,790,732.	3,696,895.	
	31 Total liabilities and net assets/fund balances (see instructions)	3,790,732.	3,696,895.	

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	3,790,732.
2 Enter amount from Part I, line 27a	2	-93,837.
3 Other increases not included in line 2 (itemize)	3	
4 Add lines 1, 2, and 3	4	3,696,895.
5 Decreases not included in line 2 (itemize)	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	3,696,895.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE SCHEDULE II ATTACHED		P	Various	Various
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 101,823.		40,345.	61,478.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a 0.	0.	0.	61,478.
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	61,478.
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 (column (b) divided by column (c))
2012			
2011			
2010			
2009			
2008			

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

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

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

1 a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1	1,795.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,795.
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	1,795.
6 Credits/Payments			
a 2013 estimated tax pmts and 2012 overpayment credited to 2013	6 a	0.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments. Add lines 6a through 6d	7	0.	
8 Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached	8	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	1,795.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0.	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax	11	Refunded	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see the instructions for definition)?		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?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation . . . \$ (2) On foundation managers . . . \$		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers . . . \$		
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
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		X
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, column (c), and Part XV.	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) WY – Wyoming		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designee) 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		X

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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? Website address <u>N/A</u>	13	X	
14	The books are in care of <u>H. A. TRUE, III & KAREN S. TRUE</u> Telephone no <u>(307) 237-9301</u> Located at <u>455 N. POPLAR CASPER WY</u> ZIP + 4 <u>82601</u>			
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 <u>15</u>			
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? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If 'Yes,' enter the name of the foreign country <u></u>	16		X

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

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

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

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

- (1) Carry on 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)?**5 b**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

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

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

If 'Yes' to 6b, file Form 8870

7 a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?**7 b****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1** List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
H. A. TRUE, III P.O. BOX 2360 CASPER WY 82602	TRUSTEE 0.00	0.	0.	0.
KAREN S. TRUE P.O. BOX 2360 CASPER WY 82602	TRUSTEE 0.00	0.	0.	0.

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

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

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

None

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
----- ----- -----		
Total number of others receiving over \$50,000 for professional services		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 ----- -----	
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 ----- -----	
2 ----- -----	
All other program-related investments See instructions. 3 ----- -----	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1 a	3,043,643.
b	Average of monthly cash balances	1 b	938,980.
c	Fair market value of all other assets (see instructions)	1 c	254.
d	Total (add lines 1a, b, and c)	1 d	3,982,877.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	3,982,877.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	59,743.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	3,923,134.
6	Minimum investment return. Enter 5% of line 5	6	196,157.

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	196,157.
2 a	Tax on investment income for 2013 from Part VI, line 5	2 a	1,795.
b	Income tax for 2013 (This does not include the tax from Part VI.)	2 b	
c	Add lines 2a and 2b	2 c	1,795.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	194,362.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	194,362.
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	194,362.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. — total from Part I, column (d), line 26	1 a	181,505.
b	Program-related investments — total from Part IX-B.	1 b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	181,505.
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	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	181,505.

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				194,362.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			170,475.	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		6,636.		
3 Excess distributions carryover, if any, to 2013				
a From 2008	0.			
b From 2009	0.			
c From 2010	0.			
d From 2011	0.			
e From 2012	0.			
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ <u>181,505.</u>				
a Applied to 2012, but not more than line 2a			170,475.	
b Applied to undistributed income of prior years (Election required — see instructions)		6,636.		
c Treated as distributions out of corpus (Election required — see instructions)				
d Applied to 2013 distributable amount				4,394.
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).)				
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				
d Subtract line 6c from line 6b Taxable amount — see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount — see instructions			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				189,968.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	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	0.			
b Excess from 2010	0.			
c Excess from 2011	0.			
d Excess from 2012	0.			
e Excess from 2013	0.			

BAA

Form 990-PF (2013)

N/A

4942(1)(5)

(4) Gross investment income

[illegible]

Form 990-PF (2013)

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 Paid during the year SEE SCHEDULE IV ATTACHED				181,505.
Total			3 a	181,505.
b Approved for future payment				
Total			3 b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclu- sion 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	36,347.	
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	61,478.	
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)				97,825.	
13 Total. Add line 12, columns (b), (d), and (e)				13	97,825.

(See worksheet in line 13 instructions to verify calculations.)

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

[illegible]

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ELECTION STATEMENT

Part XIII: Line 4(b) Undistributed Income

**Election to Treat Distribution as Distribution made out of
Undistributed Income of a Designated Prior Taxable Year**

**The Foundation elects to treat qualifying distributions
for 2013 in the amount of \$181,505 in the following manner:**

**First, it will apply \$170,475 to undistributed from the prior
year, tax year 2012.**

**Second, it will apply \$6,636 to undistributed income from
a designated prior taxable year, tax year 2011.**

**Finally, it will apply \$4,394 to undistributed income from
the current year, tax year 2013.**

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SCHEDULE I

	<u>COST</u>	<u>FMV</u>
<u>Part II, Line 10a</u>		
US Treasury Notes 1.25%	199,469	202,812
US Treasury Note 1.875%	197,547	205,546
US Treasury Note 1.000%	190,780	193,844
Total US Treasury Notes	587,796	602,202
Federal Farm Credit Bank .80%	198,400	199,874
Federal National MTG Assn .90%	298,500	297,291
Federal National MTG Assn .75%	295,992	295,512
Federal Home Loan Bank 1.10%	197,500	197,818
Federal Home Loan Bank 1.00%	147,000	147,267
Total US Gov't Agencies	1,137,392	1,137,762
TOTAL US OBLIGATIONS	1,725,188	1,739,964
<u>Part II, Line 10b</u>		
Large Cap Equities		
AMG Yacktman Fund Service Class	184,448	208,969
Dodge & Cox Stock Fund #145	248,812	279,348
Federated MDT Stock Trust #19	215,983	228,148
Harbor Capital Appreciation Fund #12	155,838	191,621
Manning & Napier Tax Managed Class A	61,541	75,591
SEI S&P 500 Index #179	183,251	219,460
Total Large Cap Equities	1,049,873	1,203,137
Mid Cap Equities		
Eaton Vance Atlanta Cap SMID-Cap A	151,636	182,817
Fidelity Low Priced Stock Fund #316	163,640	186,883
Total Mid Cap Equities	315,276	369,700
Small Cap Equities		
Hancock Horizon Burkenroad #1018	135,536	154,076
Heartland Value Plus (NNI)	29,960	37,049
T Rowe Price New Horizons #42	112,982	125,251
Royce Value Plus Fund Service Class	34,880	44,094
Total Small Cap Equities	313,358	360,470
International Equities		
Dodge & Cox International Stock #1048	101,657	112,596
Harbor International Fund #011	53,239	61,637
Total International Equities	154,896	174,233
TOTAL EQUITIES	1,833,403	2,107,540
<u>Part II, Line 10c</u>		
Pimco Low Duration Instl FD #36	50,320.00	50,513.00
Total Short Term Bonds	50,320.00	50,513.00
SEI Intermediate Duration Gov't Port #46	81,041.00	81,599.00
Total Intermediate Term Bonds	81,041.00	81,599.00
TOTAL CORPORATE BONDS	131,361.00	132,112.00

Part IV: Capital Gains and Losses for Tax on Investment Income

Line 1a.

<u>(a) Description:</u>	<u>(b) How Acquired</u>	<u>(c) Date Acquired</u>	<u>(d) Date Sold</u>	<u>(e) Sales Price</u>	<u>(g) Cost Basis</u>	<u>(h) Gain or (Loss)</u>
Short Term Gains and Losses:						
SEI Intermediate Duration Gov't	P	12/20/2013	6/18/2014	20,000.00	19,965.52	34.48
Long Term Gains and Losses:						
Royce Value Plus Fund	P	06/07/11	05/28/14	25,000.00	20,379.78	4,620.22
Long Term Capital Gain Dividends:						
Eaton Vance Atlanta Capital Smid-Cap A	P	Various	12/13/2013	1,158.93	0.00	1,158.93
Federated Mdt Stock Trust #19	P	Various	12/5/2013	12,910.21	0.00	12,910.21
Fidelity Low Priced Stock Fund #316	P	Various	9/9/2013	2,921.35	0.00	2,921.35
Fidelity Low Priced Stock Fund #316	P	Various	12/17/2013	2,503.22	0.00	2,503.22
Hancock Horizon Burkenrod Small Cap A	P	Various	12/13/2013	532.53	0.00	532.53
Hartbor Capital Appreciation Fund #12	P	Various	12/18/2013	5,418.65	0.00	5,418.65
Heartland Value Plus	P	Various	12/30/2013	2,921.47	0.00	2,921.47
AMG Yackman Fund Service Class	P	Various	12/27/2013	4,446.32	0.00	4,446.32
Manning & Napier Tax Managed Class A	P	Various	12/18/2013	8,992.31	0.00	8,992.31
T Rowe Price New Horizons #42	P	Various	12/18/2013	6,363.68	0.00	6,363.68
Royce Value Plus Fund Service Class	P	Various	12/6/2013	4,967.09	0.00	4,967.09
SEI S&P 500 Index #179	P	Various	12/12/2013	3,686.89	0.00	3,686.89
Net Capital Gains and Losses	(Part IV, Line 2)			101,822.65	40,345.30	61,477.35

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SCHEDULE III

Part XV:

Supplemental Information

Line 2 (d) : Restrictions

The purpose of the Foundation is to utilize income and such portions of the principal as the Trustees deem appropriate exclusively for religious, charitable, scientific, literary and educational purposes, and to foster amateur sports competition (but not to provide facilities or equipment), as set forth in Section 501(c)(3) of the Internal Revenue Code including, for these purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code

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Schedule IV

Part XV: Line 3(a)

<u>DONEE</u>	<u>ADDRESS</u>	<u>RELATIONSHIP</u>	<u>STATUS OF DONEE</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
12-24 CLUB INC.	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDE A MEETING PLACE & SUPPORT FOR PERSONS IN RECOVERY FROM ALCOHOL & DRUG ADDICTIONS	1,000
AMYOTROPHIC LATERAL SCLEROSIS SOCIETY	CALABASAS HILLS, CA	NONE	PUBLIC CHARITY	LEADING THE FIGHT TO TREAT & CURE ALS THROUGH GLOBAL RESEARCH & NATIONWIDE ADVOCACY	200
ARIZONA SENORA DESERT MUSEUM	TUCSON, AZ	NONE	PUBLIC CHARITY	TO INSPIRE PEOPLE TO LIVE IN HARMONY WITH THE NATURAL WORLD BY FOSTERING LOVE, APPRECIATION & UNDERSTANDING OF THE SONORAN DESERT	1,500
BLUE ENVELOPE HEALTH FUND	CASPER, WY	NONE	PUBLIC CHARITY	COMMITTED TO THE HEALTH OF THE COMMUNITY BY PROMOTING WELLNESS THROUGH EDUCATION, PREVENTION & EARLY DETECTION	1,000
BOYS & GIRLS CLUB OF CENTRAL WYOMING	CASPER, WY	NONE	PUBLIC CHARITY	PROMOTE & ENHANCE THE DEVELOPMENT OF YOUTH BY INFLUENCING & INSTILLING WITHIN THEM A SENSE OF COMPETENCE, USEFULNESS & BELONGING	10,000
CASA OF NATRONA COUNTY	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDE INDIVIDUALS TO SPEAK FOR THE BEST INTEREST OF CHILDREN REMOVED FROM THEIR HOME DUE TO ABUSE & NEGLECT & BROUGHT BEFORE THE COURT	5,000
CASPER ARTISTS GUILD INC	CASPER, WY	NONE	PUBLIC CHARITY	OFFERS ART EXHIBITIONS & WORKSHOPS FOR THE EDUCATION & ENJOYMENT OF THE CITIZENS OF CASPER & THE SURROUNDING COMMUNITIES	5,000
CASPER CHILDREN'S CHORALE, INC.	CASPER, WY	NONE	PUBLIC CHARITY	TO PROVIDE A POSITIVE & CHALLENGING CHORAL EXPERIENCE FOR YOUNG SINGERS THROUGH DIVERSE LANGUAGES, HISTORICAL STYLES & ETHNICITIES	1,000
CASPER COLLEGE FOUNDATION	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDES EDUCATIONAL OPPORTUNITIES TO IMPROVE QUALITY OF LIFE & SUSTAINABLE COMMUNITY BUILDING & CITIZENSHIP	10,000
CASPER FAMILY YMCA	CASPER, WY	NONE	PUBLIC CHARITY	PUTTING CHRISTIAN PRINCIPLES INTO PRACTICE THROUGH PROGRAMS THAT BUILD HEALTHY SPIRIT, MIND & BODY	5,000
CENTRAL WYOMING HOSPICE PROGRAM	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDE END OF LIFE CARE FOR INDIVIDUALS, THEIR FAMILIES & CAREGIVERS	7,500
CHILD DEVELOPMENT CENTER OF NATRONA COUNTY	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDES FAMILY FOCUSED, DEVELOPMENTALLY APPROPRIATE SERVICES FOR CHILDREN BIRTH THROUGH AGE FIVE	10,000

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Part XV: Line 3(a)

CHILDREN'S HOSPITAL COLORADO FOUNDATION	DENVER, CO	NONE	PUBLIC CHARITY	EDUCATING & ENGAGING THE COMMUNITY ON THE CHILDREN'S HOSPITAL, FUNDRAISING & INVESTING FUNDS RAISED ON BEHALF OF THE HOSPITAL	5,250
COLORADO STATE UNIVERSITY FOUNDATION	FORT COLLINS, CO	NONE	PUBLIC CHARITY	ENHANCE THE PURCHASING POWER OF THE UNIVERSITY'S ENDOWMENT WHILE ACHIEVING THE MAXIMUM TOTAL RETURN CONSISTENT WITH THE SAFETY OF THE PRINCIPAL	10,000
FORT CASPAR MUSEUM ASSOCIATION	CASPER, WY	NONE	PUBLIC CHARITY	SUPPORT THE PRESERVATION & EDUCATION ACTIVITIES THROUGH FINANCIAL SUPPORT & VOLUNTEER TIME	500
FUTURE FARMERS OF AMERICA	INDIANAPOLIS, IN	NONE	PUBLIC CHARITY	PROVIDES A POSITIVE DIFFERENCE IN THE LIVES OF STUDENTS BY DEVELOPING THEIR POTENTIAL FOR LEADERSHIP, PERSONAL GROWTH & CAREER SUCCESS THROUGH AGRICULTURAL EDUCATION	150
HERITAGE FOUNDATION	WASHINGTON, DC	NONE	PUBLIC CHARITY	FORMULATE & PROMOTE CONSERVATIVE PUBLIC POLICIES BASED ON THE PRINCIPLES OF FREE ENTERPRISE, LIMITED GOVERNMENT, INDIVIDUAL FREEDOM, TRADITIONAL AMERICAN VALUES & A STRONG NATIONAL DEFENSE	1,000
HOLY CROSS CENTER, INC.	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDE MEALS FOR THE HOMELESS	1,000
INSTITUTE FOR ENERGY RESEARCH	WASHINGTON, DC	NONE	PUBLIC CHARITY	SUPPORT RESEARCH & ANALYSIS OF GLOBAL ENERGY MARKETS	1,000
MEALS ON WHEELS FOUNDATION, INC.	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDES HOME DELIVERED MEALS, FRIENDLY VISITS & WELL BEING CHECKS FOR HOME BOUND, HANDICAPPED & CONVALESCENT ADULTS OF NATRONA COUNTY	7,500
MONTESSORI SCHOOL OF CASPER	CASPER, WY	NONE	PUBLIC CHARITY	PRESCHOOL ENVIRONMENT FOCUSING ON PRACTICAL LIFE, SENSORIAL, MATHEMATICS & CULTURAL ACTIVITIES	8,000
MOTHER SETON HOUSING, INC.	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDE TRANSITIONAL HOUSING TO SINGLE PARENTS & THEIR CHILDREN	3,000
MOUNTAIN STATES LEGAL FOUNDATION	DENVER, CO	NONE	PUBLIC CHARITY	PUBLIC INTEREST LAW FIRM REPRESENTING THE GENERAL PUBLIC ON ISSUES OF BROAD PUBLIC INTEREST	3,000
MUTIPLE SCLEROSIS SOCIETY	CASPER, WY	NONE	PUBLIC CHARITY	MOBILIZATION OF PEOPLE & RESOURCES TO DRIVE RESEARCH FOR A CURE & TO ADDRESS THE CHALLENGES OF EVERYONE AFFECTED BY MS	300

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NATIONAL COWBOY & WESTERN HERITAGE MUSEUM	OKLAHOMA CITY, OK	NONE	PUBLIC CHARITY	PRESERVES & INTERPRETS THE EVOLVING HISTORY & CULTURES OF THE AMERICAN WEST	34,205
NATIONAL RIGHT TO WORK LEGAL DEFENSE FOUNDATION	SPRINGFIELD, VA	NONE	PUBLIC CHARITY	TO ENFORCE EMPLOYEES' EXISTING LEGAL RIGHTS AGAINST FORCED UNIONISM ABUSES & WIN NEW LEGAL PRECEDENTS EXPANDING THESE RIGHTS & PROTECTIONS	500
NATIONAL WESTERN STOCK SHOW ASSOCIATION	DENVER, CO	NONE	PUBLIC CHARITY	ASSIST MANAGEMENT & STAFF IN PROVIDING TOP QUALITY VOLUNTEER SERVICE FOR EXHIBITORS, PATRONS & GUESTS	150
NATRONA COUNTY PUBLIC LIBRARY FOUNDATION	CASPER, WY	NONE	PUBLIC CHARITY	ENHANCE LIBRARY FUNDING FOR THE FUTURE, PROPELLING THE LIBRARY TOWARD EXCELLENCE FOR THE BENEFIT OF THE COMMUNITY	7,500
NICOLAYSEN ART MUSEUM	CASPER, WY	NONE	PUBLIC CHARITY	COLLECT, PRESERVE & EXHIBIT THE WORK OF CONTEMPORARY ARTISTS & PRESENT IT TO THE COMMUNITY AS A VITAL SOURCE OF INSPIRATION & EDUCATION	10,000
NRA FOUNDATION, INC	FAIRFAX, VA	NONE	PUBLIC CHARITY	RAISES TAX-DEDUCTIBLE CONTRIBUTIONS IN SUPPORT OF A WIDE RANGE OF FIREARM RELATED PUBLIC INTEREST ACTIVITIES OF THE NRA AND OTHER ORGANIZATIONS THAT DEFEND & FOSTER SECOND AMENDMENT RIGHTS OF LAW ABIDING AMERICANS	1,000
ONE-SHOT ANTELOPE HUNT	LANDER, WY	NONE	PUBLIC CHARITY	PROMOTES THE IDEALS OF GOOD SPORTSMANSHIP & GAME CONSERVATION WITH EMPHASIS ON COMRADESHIP, ABILITY IN THE FIELD & ACCURACY WITH A BIG GAME RIFLE	2,000
PLATTE RIVER TRAILS TRUST	CASPER, WY	NONE	PUBLIC CHARITY	DEVELOP A RIVER PATHWAY WHILE PRESERVING THE SCENIC, NATURAL & HISTORIC VALUE OF THE NORTH PLATTE RIVER & TO ASSIST WITH THE DEVELOPMENT OF A NETWORK OF TRAILS THAT CONTRIBUTE TO COMMUNITY ECONOMIC VITALITY & QUALITY OF LIFE	3,000
PROJECT ONE FORTY THREE, INC	HIGHLANDS RANCH, CO	NONE	PUBLIC CHARITY	BRINGING HOPE TO ORPHANS THROUGH HOSTS TO HELP ORPHANS EXPERIENCE THE LOVE OF FAMILIES	2,000
SAINT ANTHONY TRI-PARISH CATHOLIC SCHOOL FOUNDATION	CASPER, WY	NONE	PUBLIC CHARITY	PROVIDE FINANCIAL & FUNDRAISING SUPPORT FOR ST. ANTHONY TRI-PARISH CATHOLIC SCHOOL	10,000
SCIENCE ZONE	CASPER, WY	NONE	PUBLIC CHARITY	OFFERS QUALITY PROGRAMMING, EDUCATORS & EXHIBITS PROVIDING HIGH INTEREST, HANDS-ON LEARNING EXPERIENCES FOR ALL AGES	5,000

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SOLDIERS ANGELS	SAN ANTONIO, TX	NONE	PUBLIC CHARITY	PROVING AID & COMFORT TO THE MEN & WOMEN OF THE US ARMY, MARINES, NAVY, AIR FORCE, COAST GUARD & THEIR FAMILIES & TO IMPROVE THE LIVES OF THE VETERAN POPULATION	250
TROOPERS FOUNDATION	CASPER, WY	NONE	PUBLIC CHARITY	ACQUIRE & MANAGE INVESTMENT ASSETS TO PROMOTE & SUPPORT THE TROOPERS DRUM & BUGLE CORPS	2,500
UNIVERSITY OF WYOMING FOUNDATION	LARAMIE, WY	NONE	PUBLIC CHARITY	SECURING PRIVATE RESOURCES & PROVIDING SUPPORT FOR THE UNIVERSITY OF WYOMING	1,000
WOUNDED WARRIOR PROJECT	TOPEKA, KS	NONE	PUBLIC CHARITY	TO RAISE AWARENESS & ENLIST THE PUBLIC'S AID FOR THE NEEDS OF INJURED SERVICE MEMBERS, TO HELP INJURED SERVICE MEMBERS AID & ASSIST EACH OTHER & TO PROVIDE UNIQUE, DIRECT PROGRAMS & SERVICES TO MEET THE NEEDS OF THOSE INJURED SERVICE MEMBERS	2,000
WYOMING COMMUNITY FOUNDATION	LARAMIE, WY	NONE	PUBLIC CHARITY	PROVIDES MISSION-CRITICAL FUNDING FOR LOCAL NONPROFIT ORGANIZATION IN WYOMING	2,500
GRAND TOTAL					181,505