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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2013

Open to Public Inspection

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

Name of foundation
THE WEIL FOUNDATION
C/O GAFFEY DEANE & TALLEY, PLC

A Employer identification number
31-1627660

Number and street (or P O box number if mail is not delivered to street address): 3400 FRANKLIN MANOR CT.
Room/suite

B Telephone number
703-657-6040

City or town, state or province, country, and ZIP or foreign postal code
FAIRFAX, VA 22033

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 7,007,476.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received	1,142.		N/A	
2 Check ▶ [X] if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	15,033.	15,033.		STATEMENT 1
4 Dividends and interest from securities	117,809.	117,809.		STATEMENT 2
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	85,454.			
b Gross sales price for all assets on line 6a 452,699.				
7 Capital gain net income (from Part IV, line 2)		85,454.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss)				
11 Other income				
12 Total Add lines 1 through 11	219,438.	218,296.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	40,000.	20,000.		20,000.
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees				
b Accounting fees STMT 3	16,088.	0.		16,088.
c Other professional fees				
17 Interest	13,411.	13,411.		0.
18 Taxes STMT 4	1,270.	128.		0.
19 Depreciation and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses STMT 5	20,486.	20,486.		0.
24 **Total operating and administrative expenses** Add lines 13 through 23	91,255.	54,025.		36,088.
25 Contributions, gifts, grants paid	298,573.			298,573.
26 **Total expenses and disbursements** Add lines 24 and 25	389,828.	54,025.		334,661.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	<170,390.>			
b **Net investment income** (if negative, enter -0-)		164,271.		
c **Adjusted net income** (if negative, enter -0-)			N/A	

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10-10-13 LHA For Paperwork Reduction Act Notice, see instructions. Form **990-PF** (2013)

15130105 132024 WE14 2013.05020 THE WEIL FOUNDATION C/O GAF WE14___1

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	552,079.	102,156.	102,156.
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock STMT 6	3,068,021.	3,484,722.	3,723,516.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 7	2,407,258.	2,270,090.	3,181,804.
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	6,027,358.	5,856,968.	7,007,476.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds	527,254.	527,254.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	5,500,104.	5,329,714.	
	30 Total net assets or fund balances	6,027,358.	5,856,968.	
	31 Total liabilities and net assets/fund balances	6,027,358.	5,856,968.	

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	6,027,358.
2	Enter amount from Part I, line 27a	2	<170,390.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	5,856,968.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,856,968.

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	OPPENHEIMER ACCOUNT G781377911 - SEE			
b	ATTACHED		VARIOUS	VARIOUS
c	OPPENHEIMER ACCOUNT G781377911 - SEE			
d	ATTACHED		VARIOUS	VARIOUS
e	CAPITAL GAINS DIVIDENDS			

	(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				
b	190,038.		178,859.	11,179.
c				
d	222,742.		188,386.	34,356.
e	39,919.			39,919.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				11,179.
c				
d				34,356.
e				39,919.

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	85,454.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	306,919.	6,496,159.	.047246
2011	322,478.	6,578,333.	.049021
2010	377,670.	6,795,655.	.055575
2009	239,208.	6,656,707.	.035935
2008	237,527.	8,760,905.	.027112

2	Total of line 1, column (d)	2	.214889
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	.042978
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	6,748,697.
5	Multiply line 4 by line 3	5	290,045.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,643.
7	Add lines 5 and 6	7	291,688.
8	Enter qualifying distributions from Part XII, line 4	8	334,661.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	1,643.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,643.
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	1,643.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 2,854.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	2,854.
8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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	1,211.
11 Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶	1,211. **Refunded** ▶	11	0.

Part VII-A **Statements Regarding Activities**

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ KENNETH M. WEIL Telephone no. ▶ 203-656-3166

Located at ▶ 25 BUTLER'S ISLAND ROAD, DARIEN, CT ZIP+4 ▶ 06820-6203

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | No: X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
AUDREY YORK WEIL 25 BUTLER'S ISLAND ROAD DARIEN, CT 06820	PRESIDENT 1.00	0.	0.	0.
KENNETH M. WEIL 25 BUTLER'S ISLAND ROAD DARIEN, CT 06820	SECRETARY/TREASURER 1.00	0.	0.	0.
ALAN R. YORK P.O. BOX 874 LEWISVILLE, NC 27023	ADVISORY COMMITTEE MEMBER 1.00	20,000.	0.	0.
ELIZABETH W. BETTS 5021 MANOR RIDGE LN SAN DIEGO, CA 92130	ADVISORY COMMITTEE MEMBER 1.00	20,000.	0.	0.

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over $50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:			
a	Average monthly fair market value of securities		1a	6,605,783.
b	Average of monthly cash balances		1b	245,686.
c	Fair market value of all other assets		1c	0.
d	**Total** (add lines 1a, b, and c)		1d	6,851,469.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	6,851,469.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	102,772.
5	**Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4		5	6,748,697.
6	**Minimum investment return**. Enter 5% of line 5		6	337,435.

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	337,435.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 1,643.		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	1,643.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	335,792.
4	Recoveries of amounts treated as qualifying distributions		4	0.
5	Add lines 3 and 4		5	335,792.
6	Deduction from distributable amount (see instructions)		6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1		7	335,792.

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	334,661.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	334,661.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,643.
6	**Adjusted qualifying distributions**. Subtract line 5 from line 4	6	333,018.

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				335,792.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			323,957.	
b Total for prior years: 2011, ____, ____		3,807.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 334,661.				
a Applied to 2012, but not more than line 2a			323,957.	
b Applied to undistributed income of prior years (Election required - see instructions) *		3,807.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				6,897.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				328,895.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

* SEE STATEMENT 8

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 9

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

NONE

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

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient: Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
A BETTER CHANCE IN DARIEN INC P.O. BOX 3204 DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	15,000.
AT HOME IN DARIEN P.O. BOX 1242 DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	1,000.
BLUE WAVE PRIDE CLUB 80 HIGH SCHOOL LANE DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	300.
CHICANOS POR LA CAUSA 1112 EAST BUCKEYE ROAD PHOENIX, AZ 85034	NONE	501(C)(3)	OPERATING EXPENSES	1,500.
CLEMMONS FOOD PANTRY 2585 OLD GLORY ROAD CLEMMONS, NC 27012	NONE	501(C)(3)	COMMUNITY PROGRAMS AND OPERATING EXPENSES	1,500.
Total SEE CONTINUATION SHEET(S)			▶ 3a	298,573.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Form **990-PF** (2013)

323611
10-10-13

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	15,033.	
4 Dividends and interest from securities			14	117,809.	
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	85,454.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		218,296.	0.

13 **Total**. Add line 12, columns (b), (d), and (e) 13 218,296.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

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

Kenneth Weil | 1/22/15 | OFFICER

Signature of officer or trustee | Date | Title

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JON B. DEANE	Jon B. Deane, CPA	1/9/15		P00152196

Firm's name ▶ GAFFEY DEANE & TALLEY PLC | Firm's EIN ▶ 27-4368547

Firm's address ▶ 12355 SUNRISE VALLEY DRIVE #305
RESTON, VA 20191 | Phone no. (703) 657-6040

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CONCORD CHRISTIAN CHURCH 3101 DAVIDSON HIGHWAY CONCORD, NC 28027	NONE	501(C)(3)	OPERATING EXPENSES	500.
CONNECTICUT FOOD BANK P.O. BOX 8686 NEW HAVEN, CT 06531	NONE	501(C)(3)	COMMUNITY PROGRAMS AND OPERATING EXPENSES	500.
CRISIS CONTROL MINISTRY 200 E. 10TH STREET WINSTONSALEM, NC 27101	NONE	501(C)(3)	OPERATING EXPENSES	3,000.
DARIEN COMMUNITY ASSOCIATION 274 MIDDLESEX ROAD DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	12,500.
DARIEN EMS POST 53 INC PO BOX 2066 DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	7,500.
DARIEN POLICE DEPARTMENT 25 HECKER AVENUE DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	100.
DARIEN PUBLIC LIBRARY 1441 POST ROAD DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	500.
DARIEN TECHNOLOGY AND COMMUNITY FOUNDATION PO BOX 1714, 5 BROOK STREET DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	1,000.
DOMUS FOUNDATION 417 SHIPPAN AVE STAMFORD, CT 06902-6010	NONE	501(C)(3)	OPERATING EXPENSES	2,500.
DUKE UNIVERSITY P.O. BOX 90581 DURHAM, NC 27708	NONE	SCHOOL	SCHOLARSHIP AND OPERATING EXPENSES	126,500.
Total from continuation sheets				279,273.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
EARTHPLACE 10 WOODSIDE LANE WESTPORT, CT 06880	NONE	501(C)(3)	ENVIRONMENTAL PROGRAMS	600.
FIRST PRESBYTERIAN CHURCH 326 S. MAIN STREET, PO BOX 1286 MOUNT AIRY, NC 27030-1286	NONE	501(C)(3)	OPERATING EXPENSES	1,500.
FREEDOM SERVICE DOGS 2000 WEST UNION AVENUE ENGLEWOOD, CO 80110	NONE	501(C)(3)	OPERATING EXPENSES	150.
GLOBE INTERNATIONAL P.O. BOX 3040 PENSACOLA, FL 32516	NONE	501(C)(3)	OPERATING EXPENSES	7,000.
GREENSBORO COLLEGE 815 W. MARKET STREET GREENSBORO, NC 27401	NONE	501(C)(3)	OPERATING EXPENSES	1,000.
JOSHUA HOUSE FUND P.O. BOX 1792 DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	250.
KAREN BEASLEY SEA TURTLE HOSPITAL P.O. BOX 3012 TOPSAIL, NC 28445	NONE	501(C)(3)	OPERATING EXPENSES	5,000.
LAND TRUST OF DARIEN INC PO BOX 1074 DARIEN, CT 06820-1074	NONE	501(C)(3)	OPERATING EXPENSES	1,000.
MAKE A WISH FOUNDATION 3550 NORTH CENTRAL AVENUE, SUITE 300 PHOENIX, AZ 85012-2127	NONE	501(C)(3)	OPERATING EXPENSES	4,750.
METHODIST ORPHANAGE/HOME FOR CHILDREN 1041 WASHINGTON STREET RALEIGH, NC 27605	NONE	501(C)(3)	OPERATING EXPENSES	2,000.
Total from continuation sheets				

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
MULTIPLE MYELOMA RESEARCH FOUNDATION 383 MAIN AVENUE NORWALK, CT 06851	NONE	501(C)(3)	DISEASE RESEARCH	500.
NETWORK FOR TEACHING ENTREPRENEURSHIP 120 WALL STREET, 18TH FLOOR NEW YORK, NY 10005	NONE	501(C)(3)	OPERATING EXPENSES	12,125.
NEW YORK BOTANICAL GARDEN 2900 SOUTHERN BOULEVARD BRONX, NY 10458	NONE	501(C)(3)	OPERATING EXPENSES	1,000.
NORWALK GRASSROOTS TENNIS 15 EASTWOOD ROAD NORWALK, CT 06851	NONE	501(C)(3)	SCHOLARSHIP AND OPERATING EXPENSES	9,970.
OLD RIVER FARMS 8711 OLD RIVER ROAD BURGAW, NC 28425	NONE	501(C)(3)	EDUCATIONAL PROGRAMS	500.
PARTNERS IN HEALTH 641 HUNTINGTON AVENUE BOSTON, MA 02115	NONE	501(C)(3)	OPERATING EXPENSES	10,000.
QUEEN OF THE VALLEY HOSPITAL 1000 TRANCAS, P.O. BOX 2069 NAPA, CA 94558	NONE	501(C)(3)	OPERATING EXPENSES	10,000.
SACRED HEART UNIVERSITY 5151 PARK AVENUE FAIRFIELD, CT 06825	NONE	501(C)(3)	SCIENTIFIC RESEARCH	500.
SAVE THE BAY 100 SAVE THE BAY DRIVE PROVIDENCE, RI 02905	NONE	501(C)(3)	ENVIRONMENTAL PROGRAMS	1,463.
SEAMEN'S CHURCH INSTITUTE 18 MARKET SQUARE NEWPORT, RI 02840	NONE	501(C)(3)	OPERATING EXPENSES	1,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
ST. JUDE CHILDREN'S RESEARCH HOSPITAL 332 N. LAUDERDALE MEMPHIS, TN 38105	NONE	501(C)(3)	MEDICAL RESEARCH	4,600.
THE DEPOT PO BOX 2381, 45 HEIGHTS ROAD DARIEN, CT 06820	NONE	501(C)(3)	OPERATING EXPENSES	650.
THE EXPLORERS CLUB 46 EAST 70TH STREET NEW YORK, NY 10021	NONE	501(C)(3)	OPERATING EXPENSES	4,400.
THE MARITIME AQUARIUM AT NORWALK INC. 10 N WATER ST SOUTH NORWALK, CT 06854-2228	NONE	501(C)(3)	OPERATING EXPENSES	39,915.
TORREY PINES HIGH SCHOOL FOUNDATION P.O. BOX 2489 DEL MAR, CA 92014-1789	NONE	501(C)(3)	EDUCATIONAL PROGRAMS	350.
TREE CONSERVANCY OF DARIEN 25 OLD KING'S HIGHWAY N, SUITE 13, #166 DARIEN, CT 06820	NONE	501(C)(3)	ENVIRONMENTAL AND EDUCTIONAL PROGRAMS	1,000.
TRINITY PRESBYTERIAN CHURCH 1416 BOLTON STREET WINSTONSALEM, NC 27103	NONE	501(C)(3)	OPERATING EXPENSES	2,000.
UNIVERSITY OF SOUTH CAROLINA FOUNDATIONS 1600 HAMPTON STREET, SUITE 736 COLUMBIA, SC 29208	NONE	501(C)(3)	SCHOLARSHIP AND EDUCATIONAL PROGRAMS	100.
USC PARENTS ASSOCIATION 3601 TROUSDALE PARKWAY, STUDENT UNION #200 LOS ANGELES, CA 90089	NONE	501(C)(3)	OPERATING EXPENSES	100.
WILDLIFE IN CRISIS P.O. BOX 1246 WESTON, CT 06883	NONE	501(C)(3)	ENVIRNMENTAL PROGRAMS	1,000.
Total from continuation sheets				

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05-01-13

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WINNIPEG JETS TRUE NORTH FOUNDATION 345 GRAHAM AVENUE WINNIPEG, MANITOBA, CANADA R3C 5S6	NONE	CANADIAN CHARITY	OPERATING EXPENSES	250.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY MUTUAL FUNDS #424773	10.	10.	
GOLDMAN SACHS - 27193-6	45.	45.	
OPPENHEIMER - 1377911	14,597.	14,597.	
OPPENHEIMER - 1377911 ACCR INT RECEIVED	381.	381.	
TOTAL TO PART I, LINE 3	15,033.	15,033.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
FIDELITY MUTUAL FUNDS #424773	121.	0.	121.	121.	
GOLDMAN SACHS - 27193-6	128,472.	33,287.	95,185.	95,185.	
LAZARD LTD	15.	0.	15.	15.	
OPPENHEIMER - 1377911	29,120.	6,632.	22,488.	22,488.	
TO PART I, LINE 4	157,728.	39,919.	117,809.	117,809.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	16,088.	0.		16,088.
TO FORM 990-PF, PG 1, LN 16B	16,088.	0.		16,088.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES	128.	128.		0.
FEDERAL TAXES	1,142.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1,270.	128.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	15,491.	15,491.		0.
MISCELLANEOUS	17.	17.		0.
INVESTMENT EXPENSES	4,978.	4,978.		0.
TO FORM 990-PF, PG 1, LN 23	20,486.	20,486.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 6

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS	2,190,669.	2,237,304.
OPPENHEIMER	1,294,053.	1,486,212.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3,484,722.	3,723,516.

FORM 990-PF OTHER INVESTMENTS STATEMENT 7

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
GOLDMAN SACHS PERRY PRIVATE OPPORTUNITIES FUND OFFSHORE, LP	COST	270,090.	665,885.
GOLDMAN SACHS INVESTMENT PARTNERS OFFSHORE, LP	COST	2,000,000.	2,515,919.
TOTAL TO FORM 990-PF, PART II, LINE 13		2,270,090.	3,181,804.

FORM 990-PF	ELECTION UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2) TO APPLY EXCESS QUALIFYING DISTRIBUTIONS TO PRIOR YEAR'S UNDISTRIBUTED INCOME	STATEMENT 8

THE WEIL FOUNDATION, EIN 31-1627660, ELECTS TO APPLY EXCESS QUALIFYING DISTRIBUTIONS FROM 2013 TO PRIOR YEARS UNDER REGULATIONS SECTION 53.4942(A)-3(D)(2).

FORM 990-PF PART XV - LINE 1A STATEMENT 9
LIST OF FOUNDATION MANAGERS

NAME OF MANAGER

AUDREY YORK WEIL
KENNETH M. WEIL

OPPENHEIMER

Realized Gain/(Loss)
Held at Oppenheimer & Co. Inc.
From 7/1/2013 To 6/30/2014
Report Printed on 10/30/2014 9 14 16 AM

Quantity	Description	Purchase Price	Purchase Date	Purchase Cost	Sale Price	Sale Date	Sale Proceeds	Realized Gain/ (Loss)	Prct Gain/ (Loss)	Term Of Gain/ (Loss)
	CASH									
200	ACTAVIS INC	124 8680	06/10/2013	24,973 60	144 0100	10/01/2013	28,802 00	3,828 40	15 33%	S
15	ACTAVIS PLC	144 0100	10/01/2013	2,160 15	185 0100	01/30/2014	2,775 10	614 95	28 47%	S
15	ACTAVIS PLC	144 0100	10/01/2013	2,160 15	213 7301	03/07/2014	3,205 89	1,045 74	48 41%	S
365	BED BATH & BEYOND INC	69 0090	06/10/2013	25,188 29	61 8543	04/30/2014	22,576 32	(2,611 97)	-10 37%	S
25,000	BELLSOUTH CORP B/E 5 2% DUE 09/15/14 NOTE	105 3110	06/20/2013	25,370 13	101 5440	05/12/2014	25,386 00	15 88	0 06%	S
99 579	BROWN CAPITAL SMALL COMPANY FD INV CL OPEN END	31 2600	08/31/2009	3,290 82	65 8600	05/20/2014	6,558 27	3,267 45	99 29%	L
316 412	BROWN CAPITAL SMALL COMPANY FD INV CL OPEN END	31 2600	08/31/2009	10,456 58	72 6900	01/29/2014	23,000 00	12,543 42	119 96%	L
128 177	BROWN CAPITAL SMALL COMPANY FD INV CL OPEN END	34 0200	07/07/2010	4,235 91	65 8600	05/20/2014	8,441 73	4,205 82	99 29%	L
420	COVIDIEN PLC	60 9080	07/18/2013	25,581 36	88 2110	06/17/2014	37,047 80	11,466 44	44 82%	S
25,000	DUKE ENERGY CORP NEW B/E 3 95% DUE 09/15/14 NOTE	103 7790	06/21/2013	25,263 94	101 1420	05/12/2014	25,285 50	21 56	0 09%	S
70	GILEAD SCIENCES INC	52 4000	06/10/2013	3,668 00	81 3900	01/30/2014	5,697 20	2,029 20	55 32%	S
663 745	HENNESSY FOCUS FUND INV CL OPEN END	50 8600	10/02/2012	33,677 94	62 8400	05/20/2014	41,709 73	8,031 79	23 85%	L
71 124	HENNESSY FOCUS FUND INV CL OPEN END	50 7392	12/07/2012	3,608 78	62 8400	05/20/2014	4,469 43	860 65	23 85%	L
12 15	HENNESSY FOCUS FUND INV CL OPEN END	64 4214	12/12/2013	782 72	62 8400	05/20/2014	763 51	(19 21)	-2 45%	S
220	LAUDER ESTEE COS INC CL A	74 8870	11/22/2013	16,475 14	67 3065	03/27/2014	14,807 10	(1,668 04)	-10 12%	S

Positions and/or balances marked with an * have been posted to a non-U S currency account
This report is for illustration purposes only it is not and should not be construed as a substitute for your Oppenheimer & Co Inc trade confirmation, account statement, or Form 1099 and should not be relied upon for tax reporting purposes
The information reflected is from sources believed to be reliable and is subject to change Past performance is not indicative of future results

OPPENHEIMER

Realized Gain/(Loss)
Held at Oppenheimer & Co. Inc.
From 7/1/2013 To 6/30/2014
Report Printed on 10/30/2014 9 14 16 AM

THE WEIL FOUNDATION

Quantity	Description	Purchase Price	Purchase Date	Purchase Cost	Sale Price	Sale Date	Sale Proceeds	Realized Gain/ (Loss)	Prct Gain/ (Loss)	Term Of Gain/ (Loss)
4,109 253	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 5200	07/02/2012	58,920 25	15 6800	05/21/2014	64,433 08	5,512 83	9 36%	L
59 19	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 3384	07/23/2012	848 69	15 6800	05/21/2014	928 10	79 41	9 36%	L
62 001	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 3384	08/23/2012	889 00	15 6800	05/21/2014	972 18	83 18	9 36%	L
50 48	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 3383	09/21/2012	723 80	15 6800	05/21/2014	791 53	67 73	9 36%	L
58 4	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 3383	10/22/2012	837 36	15 6800	05/21/2014	915 71	78 35	9 36%	L
54 956	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 3383	11/20/2012	787 98	15 6800	05/21/2014	861 71	73 73	9 36%	L
70 006	LOOMIS SAYLES BD FD INSTITUTIONAL OPEN END	14 3384	12/17/2012	1,003 78	15 6800	05/21/2014	1,097 69	93 92	9 36%	L
655 574	MAINSTAY MARKETFIELD FUND CL I OPEN END	15 6100	09/25/2012	10,443 66	17 4100	05/20/2014	11,413 54	969 88	9 29%	L
3 769	MAINSTAY MARKETFIELD FUND CL I OPEN END	15 9299	12/07/2012	60 04	17 4100	05/20/2014	65 62	5 58	9 29%	L
1,146 27	MAINSTAY MARKETFIELD FUND CL I OPEN END	16 1600	01/04/2013	18,260 72	17 4100	05/20/2014	19,956 56	1,695 84	9 29%	L
212	MAINSTAY MARKETFIELD FUND CL I OPEN END	18 0189	12/06/2013	3 82	17 4100	05/20/2014	3 69	(0 13)	-3 38%	S
120	SKYWORKS SOLUTIONS INC	22 8299	07/18/2013	2,739 59	47 0801	06/13/2014	5,649 48	2,909 89	106 22%	S
692 042	SOUTHERNSUN SMALL CAP FD INVESTOR CL OPEN END	22 2500	04/02/2012	15,345 27	28 9000	01/29/2014	20,000 00	4,654 73	30 33%	L
1,460 302	VAN ECK FDS INTL INVESTORS GOLD FD CL A OPEN END	10 5600	04/15/2013	20,843 40	10 4500	03/20/2014	15,260 16	(5,583 24)	-26 79%	S

Positions and/or balances marked with an * have been posted to a non-U S currency account
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The information reflected is from sources believed to be reliable and is subject to change Past performance is not indicative of future results

OPPENHEIMER

Realized Gain/(Loss)
Held at Oppenheimer & Co. Inc.
From 7/1/2013 To 6/30/2014
Report Printed on 10/30/2014 9 14 16 AM

THE WEIL FOUNDATION

Quantity	Description	Purchase Price	Purchase Date	Purchase Cost	Sale Price	Sale Date	Sale Proceeds	Realized Gain/ (Loss)	Prct Gain/ (Loss)	Term Of Gain/ (Loss)
239 698	VAN ECK FDS INTL INVESTORS GOLD FD CL A OPEN END	11 2000	05/06/2013	3,421 29	10 4500	03/20/2014	2,504 84	(916 45)	-26 79%	S
1,751 204	VAN ECK FDS INTL INVESTORS GOLD FD CL A OPEN END	11 2000	05/06/2013	24,995 54	9 7800	05/20/2014	17,126 78	(7,868 76)	-31 48%	L
27 948	VAN ECK FDS INTL INVESTORS GOLD FD CL A OPEN END	8 1501	12/26/2013	227 78	9 7800	05/20/2014	273 33	45 55	20 00%	S
			TOTAL	**367,245.48**			**412,779.58**			

	TOTAL ST COST	178,859 36	TOTAL ST PROCEEDS	190,037 92	
	TOTAL LT COST	188,386 12	TOTAL LT PROCEEDS	222,741 66	
	TOTAL COST	367,245 48	TOTAL PROCEEDS	412,779 58	

	TOTAL SHORT TERM GAIN/(LOSS)	11,178 57	
	TOTAL LONG TERM GAIN/(LOSS)	34,355 55	
	TOTAL REALIZED GAIN/(LOSS)	45,534 12	

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