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. By law, the IRS cannot redact the information on the form.**

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

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 07-01-2013 , and ending 06-30-2014

Name of foundation
CHARLES STEWART HARDING FOUNDATION

A Employer identification number
38-6081208

Number and street (or P O box number if mail is not delivered to street address)
111 EAST COURT STREET NO 3D

Room/suite

B Telephone number (see instructions)
(810) 767-0136

City or town, state or province, country, and ZIP or foreign postal code
FLINT, MI 485021649

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 14,087,347

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

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(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 (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	59	59		
	4	Dividends and interest from securities	277,848	277,848		
	5a	Gross rents				
	b	Net rental income or (loss) ____				
	6a	Net gain or (loss) from sale of assets not on line 10	518,398			
	b	Gross sales price for all assets on line 6a 4,672,095				
	7	Capital gain net income (from Part IV, line 2)		518,398		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	796,305	796,305		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	18,250	16,250		2,000
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	22,652	5,239		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	24,921	24,901		20
	24	**Total operating and administrative expenses.** Add lines 13 through 23	65,823	46,390		2,020
	25	Contributions, gifts, grants paid	588,000			588,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	653,823	46,390		590,020
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	142,482			
	b	**Net investment income** (if negative, enter -0-)		749,915		
	c	**Adjusted net income** (if negative, enter -0-)				

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 (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing	5,581	5,567	5,567
	2	Savings and temporary cash investments	737,308	120,838	120,838
	3	Accounts receivable ▶ 12,392			
		Less allowance for doubtful accounts ▶		12,392	12,392
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	6,276,770	7,334,688	9,740,570
	c	Investments—corporate bonds (attach schedule)	3,109,617	2,796,724	2,914,899
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	910,737	891,492	1,293,081
	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)	11,040,013	11,161,701	14,087,347
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)	27,298	6,504	
	23	**Total liabilities** (add lines 17 through 22)	27,298	6,504	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	5,045,559	5,045,559	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	5,967,156	6,109,638	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	11,012,715	11,155,197	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	11,040,013	11,161,701	

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	11,012,715
2	Enter amount from Part I, line 27a	2	142,482
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	11,155,197
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	11,155,197

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	See Additional Data Table			
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	See Additional Data Table			
b				
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	See Additional Data Table			
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	518,398
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 page 18 of 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	570,770	12,157,807	0 046947
2011	578,395	11,666,482	0 049577
2010	528,735	11,840,502	0 044655
2009	489,856	10,652,877	0 045983
2008	678,734	9,766,028	0 069499

2	**Total** of line 1, column (d).	2	0 256661
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	0 051332
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	13,379,421
5	Multiply line 4 by line 3.	5	686,792
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,499
7	Add lines 5 and 6.	7	694,291
8	Enter qualifying distributions from Part XII, line 4.	8	590,020

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 page 18 of the 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 ▶ ☐ and enter 1% of Part I, line 27b	1	14,998
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	14,998
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	14,998
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — **6a** 15,000		
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	15,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	16
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	14
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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		No
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		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	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		No
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	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶MI			
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	Yes	
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		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶ROBERT T BROWNLEE JR Telephone no ▶(810) 767-0136

Located at ▶111 EAST COURT STREET SUITE 3D FLINT MI ZIP+4 ▶485021649

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 |

			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		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☑ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		No
	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		No
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 ▶ 20____, 20____, 20____, 20____			
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)	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 ▶ 20____, 20____, 20____, 20____			
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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	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).			
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**
	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?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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 ▶				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 (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. . . . . ▶		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 THE FOUNDATION DID NOT CONDUCT ANY DIRECT CHARITABLE ACTIVITIES AND DID NOT MAKE ANY PROGRAM RELATED INVESTMENTS NO ALLOCATION OF ADMINISTRATIVE EXPENSES IS MADE OTHER THAN THE AMOUNT IN PART I, COLUMN D	0
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 SEE PART IX-A ABOVE	0
2	
All other program-related investments See page 24 of the 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	11,805,585
b	Average of monthly cash balances.	1b	614,869
c	Fair market value of all other assets (see instructions).	1c	1,162,715
d	**Total** (add lines 1a, b, and c).	1d	13,583,169
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	13,583,169
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	203,748
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,379,421
6	**Minimum investment return.** Enter 5% of line 5.	6	668,971

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	668,971
2a	Tax on investment income for 2013 from Part VI, line 5. — 2a: 14,998		
b	Income tax for 2013 (This does not include the tax from Part VI). — 2b:		
c	Add lines 2a and 2b.	2c	14,998
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	653,973
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	653,973
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	653,973

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	590,020
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	590,020
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	590,020

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				653,973
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			587,975	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 590,020				
a Applied to 2012, but not more than line 2a			587,975	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2013 distributable amount.				2,045
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 instructions			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				651,928
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
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. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

1a 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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	
2a 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 organization 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))

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

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

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

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

TIMOTHY C SANFORD FAX 810-767-1207
C/O MFO MANAGEMENT COMPANY 111 E
COURT STREET SUITE 3D
FLINT, MI 485021649
(810) 767-0136

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

INITIAL SUBMISSION SHOULD BE IN THE FORM OF A LETTER EXPLAINING THE ORGANIZATION AND THE PURPOSE OF THE REQUEST

c Any submission deadlines

A FORMAL SUBMISSION DEADLINE HAS NOT BEEN ESTABLISHED

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

THE FOUNDATION WAS FORMED TO MAKE CONTRIBUTIONS TO WORTHY ORGANIZATIONS, MAINLY CHARITABLE AND EDUCATIONAL, WHICH ARE QUALIFIED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE

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* See Additional Data Table				
Total . . . . ▶ **3a**				588,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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 (See instructions)
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	59	
4 Dividends and interest from securities. . . .			14	277,848	
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	518,398	
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		796,305	0

13 Total. Add line 12, columns (b), (d), and (e). 13 796,305

(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) (See instructions)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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 or fiduciary) is based on all information of which preparer has any knowledge

****** | 2014-11-13 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
PAUL VALACAK				P00118036
Firm's name ▶ MFO EFILING SERVICES CO			Firm's EIN ▶ 20-1597091	
Firm's address ▶ 111 E COURT STREET SUITE 3D FLINT, MI 485021649			Phone no (810) 767-0136	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
FROM CROSSLINK VENTURES VI, LP SCHEDULE K-1	P		
FROM CROSSLINK VENTURES VI, LP SCHEDULE K-1	P		
FROM MFO WESTFIELD FUND B JOINT VENTURE STMT	P		
FROM MFO WESTFIELD FUND B JOINT VENTURE STMT	P		
FROM MFO TOWLE FUND JOINT VENTURE STMT	P		
FROM MFO TOWLE FUND JOINT VENTURE STMT	P		
FROM MFO NORTHPOINTE FUND B JOINT VENTURE STMT	P		
FROM MFO NORTHPOINTE FUND B JOINT VENTURE STMT	P		
FROM MFO WORLD ASSET MANAGEMENT INTERNATIONAL EQUITY JOINT VENTURE STMT	P		
FROM MFO WORLD ASSET MANAGEMENT INTERNATIONAL EQUITY JOINT VENTURE STMT	P		
FROM MFO WORLD ASSET MANAGEMENT INTERNATIONAL EQUITY JOINT VENTURE STMT	P		
FROM MFO WORLD ASSET MANAGEMENT INTERNATIONAL EQUITY JOINT VENTURE STMT	P		
FROM DRAPER FISHER JURVETSON GROWTH FUND SCHEDULE K-1	P		
205 138 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-10-31	2013-10-09
195 328 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-11-30	2013-10-09
148 93 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-12-28	2013-10-09
340 41 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-12-28	2013-10-09
194 882 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-12-31	2013-10-09
166 805 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-02-28	2013-10-09
167 973 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-04-30	2013-10-09
188 786 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-01-31	2013-10-09
181 449 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-03-28	2013-10-09
182 812 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-03-28	2013-10-09
53 769 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-03-28	2013-10-09
16665 31 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-05-30	2013-10-09
18656 72 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-05-30	2014-01-10
497 45 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2013-04-30	2014-04-03
479 002 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2014-02-28	2014-04-03
519 922 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2013-05-31	2014-04-03
522 902 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2013-03-28	2014-04-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
529 423 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2013-01-31	2014-04-03
527 126 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2014-03-31	2014-04-03
530 074 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-12-31	2014-04-03
476 84 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2013-02-28	2014-04-03
516 883 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-11-30	2014-04-03
530 906 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-10-31	2014-04-03
512 982 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-09-28	2014-04-03
534 309 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-08-31	2014-04-03
541 869 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-07-31	2014-04-03
511 941 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-02-29	2014-04-03
528 836 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-04-30	2014-04-03
525 189 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-06-29	2014-04-03
535 464 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-04-29	2014-04-03
553 538 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-05-31	2014-04-03
552 163 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-03-30	2014-04-03
223 51 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2008-04-30	2014-04-03
516 481 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-02-28	2014-04-03
555 052 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-07-29	2014-04-03
562 778 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-01-31	2014-04-03
584 384 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-03-31	2014-04-03
550 002 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2010-10-29	2014-04-03
545 408 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-01-31	2014-04-03
556 971 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2012-05-31	2014-04-03
233 426 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2008-05-30	2014-04-03
550 225 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-06-30	2014-04-03
574 367 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2011-10-31	2014-04-03
168 859 SHS VANGUARD FIXED INCOME SECS FD HIYLD CORP ADM	P	2010-09-30	2014-04-03
85105 18 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-05-30	2014-04-03
314 548 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-05-30	2014-04-03
179 844 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-05-31	2014-04-03

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
373 263 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-11-29	2014-04-03
322 243 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2014-02-28	2014-04-03
396 947 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-10-31	2014-04-03
368 037 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2014-01-31	2014-04-03
391 9 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2013-12-17	2014-04-03
352 494 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2014-03-31	2014-04-03
57 073 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2014-03-31	2014-04-03
204 399 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-09-28	2014-04-03
214 19 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-08-31	2014-04-03
220 536 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-07-31	2014-04-03
229 928 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-04-30	2014-04-03
220 98 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-06-29	2014-04-03
315 312 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-03-30	2014-04-03
232 531 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2012-05-31	2014-04-03
8168 405 SHS VANGUARD FIXED INCOME SECS FD STRM INVGRA AD	P	2010-01-20	2014-04-03
800 SHS ADT CORP	P	2013-06-20	2013-07-11
50 SHS AIR PRODUCTS&CHEM	P	2009-05-14	2013-08-01
200 SHS AIR PRODUCTS&CHEM	P	2009-02-20	2013-08-01
500 SHS KELLOGG CO	P	2012-09-11	2013-08-14
250 SHS YUM BRANDS INC COM	P	2011-09-22	2013-08-14
200 SHS YUM BRANDS INC COM	P	2011-08-23	2013-08-14
100 SHS AUTODESK INC COM	P	2012-09-11	2013-10-01
600 SHS AUTODESK INC COM	P	2011-08-26	2013-10-01
600 SHS AUTODESK INC COM	P	2011-08-23	2013-10-01
500 SHS EBAY INC COM	P	2010-10-28	2013-10-01
300 SHS EBAY INC COM	P	2010-11-30	2013-10-01
200 SHS AMER EXPRESS COMPANY	P	2010-10-20	2013-10-25
250 SHS AMER EXPRESS COMPANY	P	1991-11-01	2013-10-25
450 SHS WASTE MANAGEMENT INC NEW	P	2010-04-21	2013-10-25
400 SHS UNITED TECHS CORP COM	P	2009-08-14	2013-10-25

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
100 SHS UNITED TECHS CORP COM	P	2008-10-14	2013-10-25
150 SHS DU PONT E I DE NEMOURS	P	2008-03-26	2013-10-25
300 SHS BARRICK GOLD CORP COM	P	2011-02-22	2013-11-13
300 SHS BARRICK GOLD CORP COM	P	2011-02-25	2013-11-13
300 SHS BARRICK GOLD CORP COM	P	2011-03-15	2013-11-13
400 SHS BARRICK GOLD CORP COM	P	2011-06-07	2013-11-13
400 SHS BARRICK GOLD CORP COM	P	2012-09-11	2013-11-13
497 SHS SOLARCITY CORPORATION	P	2007-08-10	2013-11-19
50 SHS MOSAIC CO NEW COM	P	2008-10-14	2014-01-15
200 SHS MOSAIC CO NEW COM	P	2009-04-28	2014-01-15
1400 SHS WEATHERFORD INTL LTD	P	2010-02-03	2014-01-15
1400 SHS WEATHERFORD INTL LTD	P	2010-02-04	2014-01-15
100 SHS MOSAIC CO NEW COM	P	2009-04-28	2014-01-17
400 SHS MOSAIC CO NEW COM	P	2008-10-23	2014-01-17
600 SHS AT&T INC	P	2006-05-12	2014-01-17
600 SHS AT&T INC	P	2008-10-10	2014-01-17
600 SHS DARDEN RESTAURANTS INC	P	2013-03-26	2014-02-07
1000 SHS GENERAL MILLS INC	P	2004-03-19	2014-02-19
100 SHS GOLDMAN SACHS GROUP INC	P	2013-08-07	2014-03-21
100 SHS GOLDMAN SACHS GROUP INC	P	2013-06-20	2014-03-21
474 SHS SOLARCITY CORPORATION	P	2007-08-10	2014-05-12
50 SHS BLACKROCK INC	P	2012-10-19	2014-06-13
25 SHS BLACKROCK INC	P	2012-09-11	2014-06-13
100 SHS ORACLE CORP	P	2014-02-20	2014-06-13
50 SHS WASTE MANAGEMENT INC NEW	P	2010-04-21	2014-06-13
300 SHS WASTE MANAGEMENT INC NEW	P	2010-08-24	2014-06-13
100 SHS COCA COLA COM	P	2008-07-30	2014-06-13
1200 SHS REGAL ENTMT GROUP CL A	P	2010-05-10	2014-06-13
100 SHS SCHLUMBERGER LTD	P	2010-06-02	2014-06-13
800 SHS FRANKLIN RESOURCE INC	P	2002-10-07	2014-06-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
236 SHS SOLARCITY CORPORATION	P	2007-08-10	2014-06-24
2298 735 SHS TEMPLETON INST FDS INC FGN EQUITY SER	P	2006-12-26	2013-10-10
6995 725 SHS TEMPLETON INST FDS INC FGN EQUITY SER	P	2008-03-27	2013-10-10
4231 24 SHS TEMPLETON INST FDS INC FGN EQUITY SER	P	2006-08-25	2013-10-10
001 SHS MFO - MUNDER INTERNET FUND	P	2013-03-02	2014-03-03
JUNIPER NETWORKS, INC	P	2012-10-14	2013-10-15
WASHINGTON MUTUAL, INC	P	2012-10-27	2013-10-28
COMPUTER ASSOCIATES	P	2012-12-30	2013-12-31
EL PASO CORPORATION	P	2013-02-26	2014-02-27
11 SHS EXTERRAN HLDGS INC	P	2007-07-01	2014-02-28
QWEST COMMUNICATIONS INTERNATIONAL INC	P	2013-03-17	2014-03-18
WACHOVIA CORPORATION	P	2013-03-24	2014-03-25
MUNDER INTERNET FUND	P	2013-03-02	2014-03-03
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			-13
			276
88,636		81,848	6,788
324,879		222,456	102,423
77,271		79,752	-2,481
426,325		320,983	105,342
862,783		810,396	52,387
239,366		197,934	41,432
142		135	7
1,009		911	98
			1,054
			442
			-7,109
2,195		2,232	-37
2,090		2,125	-35
1,594		1,613	-19
3,642		3,687	-45
2,085		2,111	-26
1,785		1,806	-21
1,797		1,819	-22
2,020		2,043	-23
1,941		1,961	-20
1,956		1,976	-20
575		581	-6
178,319		179,485	-1,166
200,000		200,933	-933
3,039		3,084	-45
2,927		2,936	-9
3,177		3,182	-5
3,195		3,205	-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
3,235		3,240	-5
3,221		3,221	0
3,239		3,239	0
2,913		2,913	0
3,158		3,132	26
3,244		3,212	32
3,134		3,088	46
3,265		3,195	70
3,311		3,230	81
3,128		3,020	108
3,231		3,104	127
3,209		3,083	126
3,272		3,138	134
3,382		3,244	138
3,374		3,225	149
1,366		1,301	65
3,156		3,006	150
3,391		3,230	161
3,439		3,275	164
3,571		3,389	182
3,361		3,185	176
3,332		3,152	180
3,403		3,219	184
1,426		1,347	79
3,362		3,175	187
3,509		3,285	224
1,032		962	70
912,328		916,583	-4,255
3,373		3,389	-16
1,928		1,937	-9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,001		4,016	-15
3,454		3,467	-13
4,255		4,267	-12
3,945		3,953	-8
4,201		4,205	-4
3,779		3,782	-3
612		612	0
2,191		2,222	-31
2,296		2,322	-26
2,364		2,384	-20
2,465		2,474	-9
2,369		2,376	-7
3,380		3,386	-6
2,493		2,497	-4
87,565		87,239	326
34,108		31,952	2,156
5,486		3,055	2,431
21,944		10,486	11,458
32,904		25,196	7,708
18,161		12,841	5,320
14,529		10,112	4,417
4,046		3,221	825
24,277		15,961	8,316
24,277		15,026	9,251
27,888		14,672	13,216
16,733		8,749	7,984
16,344		7,938	8,406
20,430		1,233	19,197
19,526		15,851	3,675
42,795		22,703	20,092

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,699		5,462	5,237
9,215		7,078	2,137
5,404		15,505	-10,101
5,404		15,434	-10,030
5,404		14,763	-9,359
7,205		18,344	-11,139
7,205		16,007	-8,802
24,359		1,194	23,165
2,460		2,100	360
9,839		7,829	2,010
20,369		22,436	-2,067
20,369		21,604	-1,235
4,855		3,914	941
19,420		11,245	8,175
20,234		15,698	4,536
20,234		13,674	6,560
28,588		30,287	-1,699
49,392		23,220	26,172
16,798		16,366	432
16,798		15,704	1,094
25,259		1,138	24,121
15,446		9,450	5,996
7,723		4,457	3,266
4,192		3,826	366
2,198		1,761	437
13,187		10,014	3,173
4,039		2,590	1,449
24,589		19,707	4,882
10,776		5,552	5,224
44,110		7,557	36,553

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
16,472		567	15,905
50,986		60,411	-9,425
155,165		180,000	-24,835
93,849		104,342	-10,493
3			3
20			20
244			244
5			5
6			6
469			469
2			2
3			3
1,358			1,358
11,884			11,884

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-13
			276
			6,788
			102,423
			-2,481
			105,342
			52,387
			41,432
			7
			98
			1,054
			442
			-7,109
			-37
			-35
			-19
			-45
			-26
			-21
			-22
			-23
			-20
			-20
			-6
			-1,166
			-933
			-45
			-9
			-5
			-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-5
			0
			0
			0
			26
			32
			46
			70
			81
			108
			127
			126
			134
			138
			149
			65
			150
			161
			164
			182
			176
			180
			184
			79
			187
			224
			70
			-4,255
			-16
			-9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			-15
			-13
			-12
			-8
			-4
			-3
			0
			-31
			-26
			-20
			-9
			-7
			-6
			-4
			326
			2,156
			2,431
			11,458
			7,708
			5,320
			4,417
			825
			8,316
			9,251
			13,216
			7,984
			8,406
			19,197
			3,675
			20,092

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
			5,237
			2,137
			-10,101
			-10,030
			-9,359
			-11,139
			-8,802
			23,165
			360
			2,010
			-2,067
			-1,235
			941
			8,175
			4,536
			6,560
			-1,699
			26,172
			432
			1,094
			24,121
			5,996
			3,266
			366
			437
			3,173
			1,449
			4,882
			5,224
			36,553

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(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	
			15,905
			-9,425
			-24,835
			-10,493
			3
			20
			244
			5
			6
			469
			2
			3
			1,358
			11,884

Form 990PF Part VIII Line 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
CLAIRE MOTT WHITE DECEASED 111 EAST COURT STREET SUITE 3D FLINT, MI 485021649	PRESIDENT & TRUSTEE 0 00	0	0	0
C EDWARD WHITE JR 111 EAST COURT STREET SUITE 3D FLINT, MI 485021649	SECRETARY & ASST TREASURER 0 00	0	0	0
WILLIAM S WHITE 111 EAST COURT STREET SUITE 3D FLINT, MI 485021649	TREASURER, V P & TRUSTEE 0 00	0	0	0
PAULA M TURRENTINE 111 EAST COURT STREET SUITE 3D FLINT, MI 485021649	TRUSTEE 0 00	0	0	0
TIFFANY W LOVETT 111 EAST COURT STREET SUITE 3D FLINT, MI 485021649	TRUSTEE 0 00	0	0	0
RIDGWAY H WHITE 111 EAST COURT STREET SUITE 3D FLINT, MI 485021649	TRUSTEE 0 00	0	0	0

Form 990PF Part XV Line 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*				
ALFRED PSLOAN MUSEUM 1221 E KEARSLEY STREET FLINT, MI 48503	NONE	PC	GENERAL OPERATING	5,000
BIBLOS FOUNDATION 196 SPRING OAKS DRIVE BALLWIN, MO 63011	NONE	PC	GENERAL OPERATING	94,000
BILL OF RIGHTS INSTITUTE 200 NORTH GLEBE RD SUITE 200 ARLINGTON, VA 22203	NONE	PC	GENERAL OPERATION	200,000
FLINT CULTURAL CENTER CORPORATION 601 EAST SECOND STREET FLINT, MI 48503	NONE	PC	GENERAL OPERATING	50,000
FLINT INSTITUTE OF ARTS 1120 E KEARSLEY STREET FLINT, MI 485031991	NONE	PC	GENERAL OPERATING	162,000
FLINT INSTITUTE OF MUSIC 1025 EAST KEARSLEY STREET FLINT, MI 48503	NONE	PC	GENERAL OPERATING	50,000
FLINT YOUTH THEATRE 1220 EAST KEARSLEY STREET FLINT, MI 48503	NONE	PC	GENERAL OPERATING	5,000
GREATER FLINT ARTS COUNCIL 816 SOUTH SAGINAW STREET FLINT, MI 48502	NONE	PC	GENERAL OPERATING	5,000
ROBERT T LONGWAY PLANETARIUM 1310 E KEARSLEY STREET FLINT, MI 48503	NONE	PC	GENERAL OPERATING	5,000
WHALEY CHILDREN'S CENTER 1201 N GRAND TRAVERSE STREET FLINT, MI 48503	NONE	PC	GENERAL OPERATING	1,000
YWCA OF GREATER FLINT 310 E THIRD STREET FLINT, MI 48502	NONE	PC	GENERAL OPERATING	11,000
Total . . . . ▶ **3a**				588,000

TY 2013 Accounting Fees Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MFO MANAGEMENT FEE	18,250	16,250		2,000

TY 2013 Investments Corporate Bonds Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VANGUARD FIXED INC SECS HIGH YIELD CORPORATE FD, 97050.167 SHS.	517,118	597,829
VANGUARD FIXED INC SEC STRM INVEST GRADE, 107432.341 SHS.	1,130,088	1,157,046
BLACKROCK FLOATING RATE INCOME PORTFOLIO 54688.251 SHS	574,229	576,414
TEMPLETON GLOBAL BOND FUND 43847.505 SHS	575,289	583,610

TY 2013 Investments Corporate Stock Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC., 00.00 SHS.	0	0
AIR PRODUCTS AND CHEMICALS, INC., 300.00 SHS.	13,657	38,586
AMERICAN EXPRESS COMPANY, 650.00 SHS.	3,207	61,666
ANADARKO PETROLEUM CORPORATION, 400.00 SHS.	16,617	43,788
AUTODESK, INC., 00.00 SHS.	0	0
BB&T CORPORATION, 2000.00 SHS.	65,216	78,860
BARRICK GOLD CORPORATION, 00.00 SHS.	0	0
COCA-COLA COMPANY (THE), 1400.00 SHS.	35,500	59,304
CONOCOPHILLIPS, 600.00 SHS.	24,952	51,438
E.I. DU PONT DE NEMOURS AND COMPANY, 800.00 SHS.	37,752	52,352
EMC CORPORATION, 1900.00 SHS.	27,236	50,046
EBAY INC., 1150.00 SHS.	61,059	57,569
EOG RESOURCES INC 500 SHS	42,362	58,430
FRANKLIN RESOURCES, INC., 1000.00 SHS.	9,446	57,840
FREEPORT-MCMORAN COPPER & GOLD INC., 950.00 SHS.	18,722	34,675
GENERAL MILLS, INC., 00.00 SHS.	0	0
HOME DEPOT, INC. (THE), 1000.00 SHS.	19,521	80,960
KANSAS CITY SOUTHERN 350 SHS	34,292	37,629
KELLOGG COMPANY, 00.00 SHS.	0	0
MCDONALD'S CORPORATION, 600.00 SHS.	45,487	60,444
MONDELEZ INTERNATIONAL, 1450 SHS	46,752	54,535
MOSAIC COMPANY, 750.00 SHS.	0	0
NORFOLK SOUTHERN CORPORATION, 700.00 SHS.	46,288	72,121
OLD DOMINION FGHT LINES INC, 1050 SHS	50,343	66,864
ORACLE CORP, 1650 SHS	62,231	66,875
PEPSICO, INC., 1400.00 SHS.	82,381	125,076
PROCTER & GAMBLE COMPANY, THE, 800.00 SHS.	2,820	62,872
QUALCOMM INCORPORATED, 700.00 SHS.	24,063	55,440
REGAL ENTERTAINMENT GROUP, 3000.00 SHS.	46,605	63,300
SCHLUMBERGER LIMITED, 500.00 SHS.	10,671	58,975

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STANLEY BLACK AND DECKER, INC., 600.00 SHS.	39,149	52,692
UNITED TECHNOLOGIES CORPORATION, 500.00 SHS.	26,631	57,725
VERIZON COMMUNICATIONS INC., 900.00 SHS.	28,469	44,037
VISA INC CL A SHRS, 150 SHS	32,085	31,607
WASTE MANAGEMENT INC., 800.00 SHS.	26,479	35,784
YUM! BRANDS, INC., 0.00 SHS.	0	0
WEATHERFORD INTERNATIONAL LTD., 0.00 SHS.	0	0
TRANSOCEAN LTD., 600.00 SHS.	41,432	27,018
TYCO INTERNATIONAL LTD., 900.00 SHS.	13,872	41,040
TWENTY-FIRST CENTURY FOX INC CLASS A 1500 SHS	48,719	52,725
VANGUARD ADMIRAL REIT INDEX FUND, 4268.749 SHS	408,928	452,914
DREYFUS TOTAL EMERGING MARKETS CL I, 56713.174 SHS	681,687	701,542
WORLD ASSET MGMT INTERNATIONAL FUND, 39177.74 SHS.	322,019	436,837
TEMPLETON INSTL. FOREIGN EQUITY FUND, 30057.4425 SHS.	606,724	708,153
VANGUARD ADMIRAL EUROPEAN STOCK INDEX FUND, 3901.26 SHS	274,920	292,438
MFO - NORTHPOINTE FUND B, 425573.8033876 SHS.	518,385	706,584
MFO - WESTFIELD FUND B, 20890.5518707 SHS.	369,859	711,793
MFO - TOWLE FUND, 122943.7493524 SHS.	388,094	749,805
VANGUARD INTL EQUITY EMERGING MKTS INDEX FD, 19796.204 SHS	633,512	710,882
VANGUARD INDEX FDS 500 ADM 11492.058 SHS	1,750,667	2,078,109
JPMORGAN CHASE & CO 950.00 SHS.	46,251	54,739
JONES LANG LASALLE INC COM 350 SHS	31,240	44,237
LOWES COS INC COM 1000.00 SHS	31,714	47,990
GOLDMAN SACHS GROUP INC 0.00 SHS	0	0
DISNEY (WALT) CO COM STK 450.00 SHS	28,941	38,583
DARDEN RESTAURANTS INC 00 SHS	0	0
COGNIZANT TECHNOLOGY SOLUTIONS CL A 1400 SHS	48,626	68,474
BLACKROCK INC 175.00 SHS	31,198	55,930
APPLE INC 665 SHS	51,375	61,798
AGRIUM INC 300 SHS	26,532	27,489

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ADT CORP 00 SHS	0	0

TY 2013 Investments - Other Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARES CAPITAL CORPORATION, 2300.00 SHS.	FMV	157,189	41,078
STEELPATH MLP SELECT 40 CL A, 47755.119 SHS.	FMV	487,512	653,768
DRAPER FISHER JURVETSON GROWTH FUND LP	FMV	206,774	544,390
CROSSLINK VI VENTURE FUND	FMV	40,017	53,845

TY 2013 Other Expenses Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE OF MICHIGAN ANNUAL FILING FEE	20	0		20
FROM CROSSLINK VENTURES VI SCHEDULE K-1	58	58		0
FROM CROSSLINK VENTURES VI SCHEDULE K-1	817	817		0
FROM DRAPER FISHER JURVETSON GROWTH FUND SCHEDULE K-1	6	6		0
FROM DRAPER FISHER JURVETSON GROWTH FUND SCHEDULE K-1	7,316	7,316		0
FROM DRAPER FISHER JURVETSON GROWTH FUND SCHEDULE K-1	184	184		0
FROM MFO NORTHPOINTE FUND B JOINT VENTURE STMT	4,739	4,739		0
FROM MFO TOWLE FUND JOINT VENTURE STMT	6,375	6,375		0
FROM MFO WESTFIELD FUND B JOINT VENTURE STMT	4,401	4,401		0
FROM MFO WORLD ASSET MANAGEMENT INTERNATIONAL EQUITY JOINT VENTURE STMT	1,005	1,005		0

TY 2013 Other Liabilities Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Description	Beginning of Year - Book Value	End of Year - Book Value
CAPITAL COMMITMENT - DFJ GROWTH	10,343	0
CAPITAL COMMITMENT - CROSSLINK VI	16,955	6,504

TY 2013 Taxes Schedule

Name: CHARLES STEWART HARDING FOUNDATION

EIN: 38-6081208

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES WITHHELD	5,239	5,239		0
FEDERAL EXCISE TAX	17,413	0		0