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Form **990-PF**

# Return of Private Foundation

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

OMB No 1545-0052

**2013**

Open to Public Inspection

Department of the Treasury  
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

For calendar year 2013 or tax year beginning 7/1/2013, and ending 6/30/2014

|  |                    |  |  |  |
|--|--------------------|--|--|--|
| Name of foundation<br><b>JOSEPH AND VERA ZILBER CHARITABLE FOUNDATION, INC</b>   |                    |  | A Employer identification number<br><b>39-2076346</b>  |  |
| Number and street (or P O box number if mail is not delivered to street address)<br><b>710 N PLANKINTON AVE; SUITE 1200</b>  |                    | Room/suite   |  | B Telephone number (see instructions)<br><b>(414) 274-2400</b> |
| City or town<br><b>MILWAUKEE</b>   | State<br><b>WI</b> | ZIP code<br><b>53203</b>   |  |  |
| Foreign country name   |                    | Foreign province/state/county  |  |  |
| Foreign postal code  |                    | C If exemption application is pending, check here <input type="checkbox"/>   |  |  |
| G Check all that apply:<br><input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return <input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change <input type="checkbox"/> Name change |                    |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> |  |
| H Check type of organization:<br><input type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation  |                    |  | E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>  |  |
| I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <b>\$ 49,203,258</b>  |                    | J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(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 <input type="checkbox"/>   |                    |  |  |  |

| 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)                    | 5,980                              |                           |                         |   |
|  | 2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B |                                    |                           |                         |   |
|  | 3 Interest on savings and temporary cash investments                                |                                    |                           |                         |   |
|  | 4 Dividends and interest from securities  | 34,188                             | 34,188                    |                         |   |
|  | 5a Gross rents  | 165,881                            | 45,224                    |                         |   |
|  | b Net rental income or (loss)   |                                    |                           |                         |   |
|  | 6a Net gain or (loss) from sale of assets not on line 10                            | -212                               |                           |                         |   |
|  | b Gross sales price for all assets on line 6a                                       | 1,912,000                          |                           |                         |   |
|  | 7 Capital gain net income (from Part IV, line 2)                                    |                                    |                           |                         |   |
|  | 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   | 205,837   | 79,412                             | 0                         |                         |   |
| Operating and Administrative Expenses  | 13 Compensation of officers, directors, trustees, etc.                              | 40,000                             |                           |                         | 40,000  |
|  | 14 Other employee salaries and wages  |                                    |                           |                         |   |
|  | 15 Pension plans, employee benefits   |                                    |                           |                         |   |
|  | 16a Legal fees (attach schedule)  | 4,623                              |                           |                         | 4,623   |
|  | b Accounting fees (attach schedule)   | 9,000                              |                           |                         | 9,000   |
|  | c Other professional fees (attach schedule)   | 34,200                             |                           |                         | 34,200  |
|  | 17 Interest   |                                    |                           |                         |   |
|  | 18 Taxes (attach schedule) (see instructions)                                       | 680                                |                           |                         |   |
|  | 19 Depreciation (attach schedule) and depletion                                     |                                    |                           |                         |   |
|  | 20 Occupancy  |                                    |                           |                         |   |
|  | 21 Travel, conferences, and meetings  |                                    |                           |                         |   |
|  | 22 Printing and publications  | 260                                |                           |                         | 260   |
|  | 23 Other expenses (attach schedule)   | 1,095                              | 25                        |                         | 1,070   |
|  | 24 Total operating and administrative expenses. Add lines 13 through 23             | 89,858                             | 25                        | 0                       | 89,153  |
|  | 25 Contributions, gifts, grants paid  | 2,194,438                          |                           |                         | 3,212,724   |
| 26 Total expenses and disbursements. Add lines 24 and 25   | 2,284,296   | 25                                 | 0                         | 3,301,877               |   |
| 27 Subtract line 26 from line 12:  |   |                                    |                           |                         |   |
| a Excess of revenue over expenses and disbursements  | -2,078,459  |                                    |                           |                         |   |
| b Net investment income (if negative, enter -0-)   |   | 79,387                             |                           |                         |   |
| c Adjusted net income (if negative, enter -0-)   |   |                                    | 0                         |                         |   |

For Paperwork Reduction Act Notice, see instructions.

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| Part II Balance Sheets      |     | Attached schedules and amounts in the description column should be for end-of-year amounts only. (See instructions.)                                   | Beginning of year | End of year    |                       |
|-----------------------------|-----|--|-------------------|----------------|-----------------------|
|                             |     |  | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1   | Cash—non-interest-bearing . . . . .  | 84,012            | 330,413        | 330,413               |
|                             | 2   | Savings and temporary cash investments . . . . .   | 250,561           | 307,570        | 307,570               |
|                             | 3   | Accounts receivable ▶<br>Less: allowance for doubtful accounts ▶   |                   |                |                       |
|                             | 4   | Pledges receivable ▶<br>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) ▶<br>Less: allowance for doubtful accounts ▶  |                   |                |                       |
|                             | 8   | Inventories for sale or use . . . . .  |                   |                |                       |
|                             | 9   | Prepaid expenses and deferred charges . . . . .  |                   | 3,320          | 3,320                 |
|                             | 10a | Investments—U.S. and state government obligations (attach schedule)  |                   |                |                       |
|                             | b   | Investments—corporate stock (attach schedule) . . . . .  | 331,718           | 337,182        | 337,182               |
|                             | c   | Investments—corporate bonds (attach schedule) . . . . .  | 2,213,937         | 317,420        | 317,420               |
|                             | 11  | Investments—land, buildings, and equipment: basis ▶<br>Less: accumulated depreciation (attach schedule) ▶  |                   |                |                       |
|                             | 12  | Investments—mortgage loans . . . . .   |                   |                |                       |
|                             | 13  | Investments—other (attach schedule) . . . . .  | 44,988,302        | 47,907,353     | 47,907,353            |
|                             | 14  | Land, buildings, and equipment: basis ▶<br>Less: accumulated depreciation (attach schedule) ▶  |                   |                |                       |
| Liabilities                 | 15  | Other assets (describe ▶ )   | 324               |                |                       |
|                             | 16  | <b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .   | 47,868,854        | 49,203,258     | 49,203,258            |
|                             | 17  | Accounts payable and accrued expenses . . . . .  | 157,650           | 10,000         |                       |
|                             | 18  | Grants payable . . . . .   | 6,846,932         | 5,828,645      |                       |
|                             | 19  | Deferred revenue . . . . .   |                   |                |                       |
|                             | 20  | Loans from officers, directors, trustees, and other disqualified persons   |                   |                |                       |
| Net Assets or Fund Balances | 21  | Mortgages and other notes payable (attach schedule) . . . . .  |                   | 1,750,000      |                       |
|                             | 22  | Other liabilities (describe ▶ )  |                   |                |                       |
|                             | 23  | <b>Total liabilities</b> (add lines 17 through 22) . . . . .   | 7,004,582         | 7,588,645      |                       |
|                             |     | <b>Foundations that follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/> <b>and complete lines 24 through 26 and lines 30 and 31.</b> |                   |                |                       |
|                             | 24  | Unrestricted . . . . .   |                   |                |                       |
|                             | 25  | Temporarily restricted . . . . .   | 40,864,272        | 41,614,613     |                       |
|                             | 26  | Permanently restricted . . . . .   |                   |                |                       |
|                             |     | <b>Foundations that do not follow SFAS 117, check here</b> ▶ <input type="checkbox"/> <b>and complete lines 27 through 31.</b>                         |                   |                |                       |
|                             | 27  | Capital stock, trust principal, or current funds . . . . .   |                   |                |                       |
|                             | 28  | Paid-in or capital surplus, or land, bldg., and equipment fund   |                   |                |                       |
|                             | 29  | Retained earnings, accumulated income, endowment, or other funds   |                   |                |                       |
|                             | 30  | <b>Total net assets or fund balances</b> (see instructions) . . . . .  | 40,864,272        | 41,614,613     |                       |
|                             | 31  | <b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .   | 47,868,854        | 49,203,258     |                       |

### 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 | 40,864,272 |
| 2 | Enter amount from Part I, line 27a . . . . .   | 2 | -2,078,459 |
| 3 | Other increases not included in line 2 (itemize) ▶ <u>Unrealized change in market values</u> . . . . .   | 3 | 2,828,799  |
| 4 | Add lines 1, 2, and 3 . . . . .  | 4 | 41,614,612 |
| 5 | Decreases not included in line 2 (itemize) ▶ <u>Rounding</u> . . . . .   | 5 | -1         |
| 6 | <b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30 . . . . .   | 6 | 41,614,613 |

**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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo., day, yr.) | (d) Date sold<br>(mo., day, yr.) |
|---|-----------------------|--|--------------------------------------|----------------------------------|
| <b>1a</b>   | Per schedule attached | P  |                                      |                                  |
| <b>b</b>  |                       |  |                                      |                                  |
| <b>c</b>  |                       |  |                                      |                                  |
| <b>d</b>  |                       |  |                                      |                                  |
| <b>e</b>  |                       |  |                                      |                                  |

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--|---|--|
| <b>a</b>              |  |   | (212)  |
| <b>b</b>              |  |   |  |
| <b>c</b>              |  |   |  |
| <b>d</b>              |  |   |  |
| <b>e</b>              |  |   |  |

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<br>as of 12/31/69 | (k) Excess of col. (i)<br>over col. (j), if any | (l) Gains (Col. (h) gain minus<br>col. (k), but not less than -0-) or<br>Losses (from col. (h)) |
|---------------------------|--------------------------------------|---|---|
| <b>a</b>                  |                                      |   |   |
| <b>b</b>                  |                                      |   |   |
| <b>c</b>                  |                                      |   |   |
| <b>d</b>                  |                                      |   |   |
| <b>e</b>                  |                                      |   |   |

|          |  |          |   |
|----------|--|----------|---|
| <b>2</b> | Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7<br>If (loss), enter -0- in Part I, line 7 }  | <b>2</b> | 0 |
| <b>3</b> | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):<br>If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in<br>Part I, line 8 | <b>3</b> | 0 |

**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)<br>Base period years<br>Calendar year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col. (b) divided by col. (c)) |
|--|--|--|---|
| 2012   | 1,498,085                                | 35,738,888                                   | 0.041918  |
| 2011   | 1,000                                    | 84,290                                       | 0.011864  |
| 2010   | 0  | 83,635                                       | 0.000000  |
| 2009   | 10,000                                   | 94,665                                       | 0.105636  |
| 2008   | 0  | 36,937                                       | 0.000000  |

|          |   |          |            |
|----------|---|----------|------------|
| <b>2</b> | Total of line 1, column (d)   | <b>2</b> | 0.159418   |
| <b>3</b> | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the<br>number of years the foundation has been in existence if less than 5 years   | <b>3</b> | 0.031884   |
| <b>4</b> | Enter the net value of noncharitable-use assets for 2013 from Part X, line 5  | <b>4</b> | 46,884,025 |
| <b>5</b> | Multiply line 4 by line 3   | <b>5</b> | 1,494,850  |
| <b>6</b> | Enter 1% of net investment income (1% of Part I, line 27b)  | <b>6</b> | 794        |
| <b>7</b> | Add lines 5 and 6   | <b>7</b> | 1,495,644  |
| <b>8</b> | Enter qualifying distributions from Part XII, line 4<br>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<br>Part VI instructions. | <b>8</b> | 3,301,877  |

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

|           |   |           |       |
|-----------|---|-----------|-------|
| <b>1a</b> | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1.<br>Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions) |           |       |
| <b>b</b>  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b  | <b>1</b>  | 794   |
| <b>c</b>  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).  |           |       |
| <b>2</b>  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)   | <b>2</b>  | 0     |
| <b>3</b>  | Add lines 1 and 2   | <b>3</b>  | 794   |
| <b>4</b>  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)   | <b>4</b>  |       |
| <b>5</b>  | <b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-  | <b>5</b>  | 794   |
| <b>6</b>  | <b>Credits/Payments:</b>  |           |       |
| <b>a</b>  | 2013 estimated tax payments and 2012 overpayment credited to 2013   | <b>6a</b> | 4,000 |
| <b>b</b>  | Exempt foreign organizations—tax withheld at source   | <b>6b</b> |       |
| <b>c</b>  | Tax paid with application for extension of time to file (Form 8868)   | <b>6c</b> |       |
| <b>d</b>  | Backup withholding erroneously withheld   | <b>6d</b> |       |
| <b>7</b>  | <b>Total credits and payments.</b> Add lines 6a through 6d  | <b>7</b>  | 4,000 |
| <b>8</b>  | Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached  | <b>8</b>  |       |
| <b>9</b>  | <b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b>   | <b>9</b>  | 0     |
| <b>10</b> | <b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b>   | <b>10</b> | 3,206 |
| <b>11</b> | Enter the amount of line 10 to be: <b>Credited to 2014 estimated tax</b> 3,206 <b>Refunded</b>  | <b>11</b> | 0     |

**Part VII-A Statements Regarding Activities**

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

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

|    |   |    |     |    |
|----|---|----|-----|----|
| 11 | At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .   | 11 |     | X  |
| 12 | Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .  | 12 |     | X  |
| 13 | Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . .<br>Website address ▶  | 13 | X   |    |
| 14 | The books are in care of ▶ <u>Stephan J. Chevalier, Treasurer</u> Telephone no. ▶<br>Located at ▶ <u>710 N. Plankinton Avenue Suite 1200 Milwaukee WI</u> ZIP+4 ▶ <u>53203</u>  |    |     |    |
| 15 | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here . . . . . ▶ <input type="checkbox"/><br>and enter the amount of tax-exempt interest received or accrued during the year . . . . . ▶ <u>15</u>   |    |     |    |
| 16 | At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .<br>See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶ | 16 | Yes | No |
|    |   |    |     | X  |

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

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

|    |   | Yes | No  |
|----|---|-----|-----|
| 1a | During the year did the foundation (either directly or indirectly):   |     |     |
|    | (1) Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |     |
|    | (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  |     |     |
|    | (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |     |
|    | (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No  |     |     |
|    | (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |     |     |
|    | (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No   |     |     |
| b  | If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>  | 1b  | X   |
| 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>If "Yes," list the years ▶ 20____, 20____, 20____, 20____  |     |     |
| b  | Are there any years listed in 2a for which the foundation is <b>not</b> 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  | N/A |
| c  | If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.<br>▶ 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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No  |     |     |
| b  | If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.) . . . . . | 3b  | N/A |
| 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)**

|  |  |                              |  |   |
|--|--|------------------------------|--|---|
| <b>5a</b> 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))?  |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No                   |   |
| (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?  |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No                   |   |
| (3) Provide a grant to an individual for travel, study, or other similar purposes?   |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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)  |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> 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?  |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No                   |   |
| <b>b</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)? |  | <b>5b</b>                    | N/A  |   |
| Organizations relying on a current notice regarding disaster assistance check here   |  |                              | <input type="checkbox"/>                                 |   |
| <b>c</b> 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                          | <input type="checkbox"/> Yes <input type="checkbox"/> No |   |
| If "Yes," attach the statement required by Regulations section 53.4945–5(d).   |  |                              |  |   |
| <b>6a</b> Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No                   |   |
| <b>b</b> Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  |  | <b>6b</b>                    |  | X |
| If "Yes" to 6b, file Form 8870.  |  |                              |  |   |
| <b>7a</b> At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?   |  | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No                   |   |
| <b>b</b> If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?   |  | <b>7b</b>                    | N/A  |   |

**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 |
|-----------------------|---|---|---|---------------------------------------|
| Per schedule attached |   |   |   |                                       |
|                       |   |   |   |                                       |
|                       |   |   |   |                                       |
|                       |   |   |   |                                       |
|                       |   |   |   |                                       |

**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 ▶

**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 .....  |                     |                  |
| .....   |                     |                  |
| .....   |                     |                  |
| .....   |                     |                  |
| .....   |                     |                  |
| .....   |                     |                  |
| .....   |                     |                  |
| <b>Total number of others receiving over \$50,000 for professional services</b> . . . . . |                     | ▶                |

**Part IX-A Summary of Direct Charitable Activities**

| List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc. | Expenses |
|--|----------|
| 1 NONE .....   |          |
| .....  |          |
| 2 .....  |          |
| .....  |          |
| 3 .....  |          |
| .....  |          |
| 4 .....  |          |
| .....  |          |

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

| Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2 | Amount |
|--|--------|
| 1 NONE .....   |        |
| .....  |        |
| 2 .....  |        |
| .....  |        |
| All other program-related investments See instructions   |        |
| 3 .....  |        |
| .....  |        |
| <b>Total. Add lines 1 through 3</b> . . . . .  | ▶ 0    |



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

|          |   |           |            |
|----------|---|-----------|------------|
| <b>1</b> | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:           |           |            |
| <b>a</b> | Average monthly fair market value of securities . . . . .   | <b>1a</b> | 1,294,212  |
| <b>b</b> | Average of monthly cash balances . . . . .  | <b>1b</b> | 153,417    |
| <b>c</b> | Fair market value of all other assets (see instructions) . . . . .  | <b>1c</b> | 46,150,366 |
| <b>d</b> | <b>Total</b> (add lines 1a, b, and c) . . . . .   | <b>1d</b> | 47,597,995 |
| <b>e</b> | Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .   | <b>1e</b> |            |
| <b>2</b> | Acquisition indebtedness applicable to line 1 assets . . . . .  | <b>2</b>  |            |
| <b>3</b> | Subtract line 2 from line 1d . . . . .  | <b>3</b>  | 47,597,995 |
| <b>4</b> | Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .  | <b>4</b>  | 713,970    |
| <b>5</b> | <b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . . | <b>5</b>  | 46,884,025 |
| <b>6</b> | <b>Minimum investment return.</b> Enter 5% of line 5 . . . . .  | <b>6</b>  | 2,344,201  |

**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.)

|           |   |           |           |
|-----------|---|-----------|-----------|
| <b>1</b>  | Minimum investment return from Part X, line 6 . . . . .   | <b>1</b>  | 2,344,201 |
| <b>2a</b> | Tax on investment income for 2013 from Part VI, line 5 . . . . .  | <b>2a</b> | 794       |
| <b>b</b>  | Income tax for 2013. (This does not include the tax from Part VI.) . . . . .  | <b>2b</b> |           |
| <b>c</b>  | Add lines 2a and 2b . . . . .   | <b>2c</b> | 794       |
| <b>3</b>  | Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .                                     | <b>3</b>  | 2,343,407 |
| <b>4</b>  | Recoveries of amounts treated as qualifying distributions . . . . .   | <b>4</b>  |           |
| <b>5</b>  | Add lines 3 and 4 . . . . .   | <b>5</b>  | 2,343,407 |
| <b>6</b>  | Deduction from distributable amount (see instructions) . . . . .  | <b>6</b>  |           |
| <b>7</b>  | <b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . . | <b>7</b>  | 2,343,407 |

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

|          |  |           |           |
|----------|--|-----------|-----------|
| <b>1</b> | Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:   |           |           |
| <b>a</b> | Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .  | <b>1a</b> | 3,301,877 |
| <b>b</b> | Program-related investments—total from Part IX-B . . . . .   | <b>1b</b> |           |
| <b>2</b> | Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .  | <b>2</b>  |           |
| <b>3</b> | Amounts set aside for specific charitable projects that satisfy the:   |           |           |
| <b>a</b> | Suitability test (prior IRS approval required) . . . . .   | <b>3a</b> |           |
| <b>b</b> | Cash distribution test (attach the required schedule) . . . . .  | <b>3b</b> |           |
| <b>4</b> | <b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .                                    | <b>4</b>  | 3,301,877 |
| <b>5</b> | 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) . . . . . | <b>5</b>  | 794       |
| <b>6</b> | <b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .  | <b>6</b>  | 3,301,083 |

**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)<br>Corpus | (b)<br>Years prior to 2012 | (c)<br>2012 | (d)<br>2013 |
|---|---------------|----------------------------|-------------|-------------|
| <b>1</b> Distributable amount for 2013 from Part XI, line 7 . . . . .   |               |                            |             | 2,343,407   |
| <b>2</b> Undistributed income, if any, as of the end of 2013:   |               |                            |             |             |
| <b>a</b> Enter amount for 2012 only . . . . .   |               |                            | 290,803     |             |
| <b>b</b> Total for prior years: 20____, 20____, 20____  |               |                            |             |             |
| <b>3</b> Excess distributions carryover, if any, to 2013:   |               |                            |             |             |
| <b>a</b> From 2008 . . . . .  |               |                            |             |             |
| <b>b</b> From 2009 . . . . .  |               |                            |             |             |
| <b>c</b> From 2010 . . . . .  |               |                            |             |             |
| <b>d</b> From 2011 . . . . .  |               |                            |             |             |
| <b>e</b> From 2012 . . . . .  |               |                            |             |             |
| <b>f</b> Total of lines 3a through e . . . . .  | 0             |                            |             |             |
| <b>4</b> Qualifying distributions for 2013 from Part XII, line 4: ► \$ 3,301,877  |               |                            |             |             |
| <b>a</b> Applied to 2012, but not more than line 2a . . . . .   |               |                            | 290,803     |             |
| <b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .  |               |                            |             |             |
| <b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .  |               |                            |             |             |
| <b>d</b> Applied to 2013 distributable amount . . . . .   |               |                            |             | 2,343,407   |
| <b>e</b> Remaining amount distributed out of corpus . . . . .   | 667,667       |                            |             |             |
| <b>5</b> Excess distributions carryover applied to 2013. (If an amount appears in column (d), the same amount must be shown in column (a).)   |               |                            |             |             |
| <b>6</b> Enter the net total of each column as indicated below:   |               |                            |             |             |
| <b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .  | 667,667       |                            |             |             |
| <b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .   |               | 0                          |             |             |
| <b>c</b> 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 . . . . . |               |                            |             |             |
| <b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .   |               |                            |             |             |
| <b>e</b> Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .  |               |                            | 0           |             |
| <b>f</b> Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014 . . . . .  |               |                            |             | 0           |
| <b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .                                  |               |                            |             |             |
| <b>8</b> Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .  |               |                            |             |             |
| <b>9</b> Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .  | 667,667       |                            |             |             |
| <b>10</b> Analysis of line 9:   |               |                            |             |             |
| <b>a</b> Excess from 2009 . . . . .   |               |                            |             |             |
| <b>b</b> Excess from 2010 . . . . .   |               |                            |             |             |
| <b>c</b> Excess from 2011 . . . . .   |               |                            |             |             |
| <b>d</b> Excess from 2012 . . . . .   |               |                            |             |             |
| <b>e</b> Excess from 2013 . . . . .   | 667,667       |                            |             |             |

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

|           |   |                      |                 |                 |                  |
|-----------|---|----------------------|-----------------|-----------------|------------------|
| <b>1a</b> | 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>b</b>  | Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)          |                      |                 |                 |                  |
| <b>2a</b> | Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .   |                      |                 |                 |                  |
|           | <b>Tax year</b>   | <b>Prior 3 years</b> |                 |                 | <b>(e) Total</b> |
|           | <b>(a) 2013</b>   | <b>(b) 2012</b>      | <b>(c) 2011</b> | <b>(d) 2010</b> |                  |
| <b>b</b>  | 85% of line 2a . . . . .  |                      |                 |                 | 0                |
| <b>c</b>  | Qualifying distributions from Part XII, line 4 for each year listed . . . . .   |                      |                 |                 | 0                |
| <b>d</b>  | Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .   |                      |                 |                 | 0                |
| <b>e</b>  | Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .   |                      |                 |                 | 0                |
| <b>3</b>  | Complete 3a, b, or c for the alternative test relied upon:  |                      |                 |                 |                  |
| <b>a</b>  | "Assets" alternative test—enter:  |                      |                 |                 |                  |
|           | (1) Value of all assets . . . . .   |                      |                 |                 | 0                |
|           | (2) Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .   |                      |                 |                 | 0                |
| <b>b</b>  | "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .  |                      |                 |                 | 0                |
| <b>c</b>  | "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) . . . . .                             |                      |                 |                 | 0                |
|           | (2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .  |                      |                 |                 | 0                |
|           | (3) Largest amount of support from an exempt organization . . . . .   |                      |                 |                 | 0                |
|           | (4) Gross investment income . . . . .   |                      |                 |                 | 0                |

**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).)
- 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:

Per schedule attached

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

Per schedule attached

- c** Any submission deadlines:

Per schedule attached

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

Per schedule attached

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

| Recipient<br>Name and address (home or business)              | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount    |
|---|--|--------------------------------------|-------------------------------------|-----------|
| <b>a</b> <i>Paid during the year</i><br>Per schedule attached |  |                                      |                                     | 3,212,724 |
| <b>Total</b>  |  |                                      | ▶ <b>3a</b>                         | 3,212,724 |
| <b>b</b> <i>Approved for future payment</i><br>None           |  |                                      |                                     |           |
| <b>Total</b>  |  |                                      | ▶ <b>3b</b>                         | 0         |



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

- |  |              |     |    |
|--|--------------|-----|----|
| <p><b>1</b> 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?</p> <p><b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash . . . . .</p> <p>(2) Other assets . . . . .</p> <p><b>b</b> Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization . . . . .</p> <p>(2) Purchases of assets from a noncharitable exempt organization . . . . .</p> <p>(3) Rental of facilities, equipment, or other assets . . . . .</p> <p>(4) Reimbursement arrangements . . . . .</p> <p>(5) Loans or loan guarantees . . . . .</p> <p>(6) Performance of services or membership or fundraising solicitations . . . . .</p> <p><b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .</p> <p><b>d</b> 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.</p> |              | Yes | No |
|  | <b>1a(1)</b> |     | X  |
|  | <b>1a(2)</b> |     | X  |
|  | <b>1b(1)</b> |     | X  |
|  | <b>1b(2)</b> |     | X  |
|  | <b>1b(3)</b> |     | X  |
|  | <b>1b(4)</b> |     | X  |
|  | <b>1b(5)</b> |     | X  |
|  | <b>1b(6)</b> |     | X  |
|  | <b>1c</b>    |     | X  |

[illegible]

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


| (a) Name of organization | (b) Type of organization | (c) Description of relationship |
|--------------------------|--------------------------|---------------------------------|
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |
|                          |                          |                                 |

**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.

Signature of officer or trustee

5/11/2015  
Date

  
 Title Treasurer

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

**Paid  
Preparer  
Use Only**

Print/Type preparer's name

Preparer's signature

Date \_\_\_\_\_

Check ☐ if self-employed

PTIN

Firm's name ▶

Firm's FIN ►

Firm's address ►

Phone no.

**Schedule B**  
(Form 990, 990-EZ,  
or 990-PF)

Department of the Treasury  
Internal Revenue Service

**Schedule of Contributors**

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

OMB No 1545-0047

**2013**

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

Name of the organization

JOSEPH AND VERA ZILBER CHARITABLE FOUNDATION, INC.

Employer identification number

39-2076346

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

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

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

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

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

☐ 501(c)(3) taxable private foundation

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

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

**General Rule**

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

**Special Rules**

- ☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not total to more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of \$5,000 or more during the year . . . . . ▶ \$ .....

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

## Name of organization

JOSEPH AND VERA ZILBER CHARITABLE FOUNDATION, INC.

## Employer identification number

39-2076346

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

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4   | (c)<br>Total contributions | (d)<br>Type of contribution   |
|------------|---|----------------------------|---|
| 1          | VERA ZILBER MARITAL TRUST<br>710 N. PLANKINTON AVE SUITE 1200<br>MILWAUKEE WI 53203<br>Foreign State or Province _____<br>Foreign Country _____ | \$ 5,980                   | Person <input checked="" type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions ) |
|            | _____<br>_____<br>Foreign State or Province _____<br>Foreign Country _____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|            | _____<br>_____<br>Foreign State or Province _____<br>Foreign Country _____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|            | _____<br>_____<br>Foreign State or Province _____<br>Foreign Country _____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|            | _____<br>_____<br>Foreign State or Province _____<br>Foreign Country _____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|            | _____<br>_____<br>Foreign State or Province _____<br>Foreign Country _____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |
|            | _____<br>_____<br>Foreign State or Province _____<br>Foreign Country _____  | \$ _____                   | Person <input type="checkbox"/><br>Payroll <input type="checkbox"/><br>Noncash <input type="checkbox"/><br>(Complete Part II for noncash contributions )            |



|                           | (a)           | (b)       | (c) | (d)           |
|---------------------------|---------------|-----------|-----|---------------|
| Page 1, Line 1            |               |           |     |               |
| Contributions             |               |           |     |               |
| Vera Zilber Marital Trust | 5,980         |           |     |               |
|                           | <u>5,980</u>  |           |     |               |
| Page 1, Line 16 a         |               |           |     |               |
| Legal fees                |               |           |     |               |
| Quarles & Brady, LLP      | 265           |           |     | 265           |
| Quarles & Brady, LLP      | 1,304         |           |     | 1,304         |
| Quarles & Brady, LLP      | 3,055         |           |     | 3,055         |
|                           | <u>4,623</u>  |           |     | <u>4,623</u>  |
| Page 1, Line 16 b         |               |           |     |               |
| Accounting fees           |               |           |     |               |
| BDO Seidman, LLP          | 9,000         |           |     | 9,000         |
|                           | <u>9,000</u>  |           |     | <u>9,000</u>  |
| Page 1, Line 16 c         |               |           |     |               |
| Other professional fees   |               |           |     |               |
| Argianas & Associates     | 1,500         |           |     | 1,500         |
| Argianas & Associates     | 1,500         |           |     | 1,500         |
| Emory & Co , LLC          | 24,000        |           |     | 24,000        |
| The Nicholson Group       | 7,200         |           |     | 7,200         |
|                           | <u>34,200</u> |           |     | <u>34,200</u> |
| Page 1, Line 18           |               |           |     |               |
| Taxes                     |               |           |     |               |
| Excise taxes              | 680           |           |     |               |
|                           | <u>680</u>    |           |     |               |
| Page 1, Line 23           |               |           |     |               |
| Other expenses            |               |           |     |               |
| Misc                      | 1,095         | 25        |     | 1,070         |
|                           | <u>1,095</u>  | <u>25</u> |     | <u>1,070</u>  |

Joseph and Vera Zilber Charitable Foundation, Inc.  
TIN 39-2076346  
990-PF (2013)

| Tax return line | Name  | 06/30/14<br>No of Shares | 06/30/14<br>Market Value |
|-----------------|---|--------------------------|--------------------------|
| Line 10b        | KAYNE ANDERSON MLP                                    | 6,200                    | 244,342                  |
| Line 10b        | GENERAL ELECTRIC CAP                                  | 4,000                    | 92,840                   |
|                 | <u>Line 10b Investments - corporate stock</u>         |                          | <u>337,182</u>           |
| Line 10c        | BAIRD SHORT TERM                                      | 21,593                   | 213,095                  |
| Line 10c        | SPDR BARCLAYS CAPITAL                                 | 2,500                    | 104,325                  |
|                 | <u>Line 10c Investments - corporate bonds</u>         |                          | <u>317,420</u>           |
| Line 13         | 13,308.3 shares of Class B Common Stock of Zilber LTD | 13,308                   | 46,359,064               |
| Line 13         | 1/3 Partnership interest in Towne Realty Co           |                          | 1,548,289                |
|                 | <u>Line 13 Investments - Other</u>                    |                          | <u>47,907,353</u>        |

Joseph and Vera Zilber Charitable Foundation, Inc.  
TIN 39-2076346  
990-PF (2013)

Page 2, Part II- line 21

Mortgages and other notes payable

Unsecured note payable

Joseph J. Zilber Voluntary Trust  
710 N. Plankinton Ave; Suite 1200  
Milwaukee, WI 53203

1,750,000

Joseph and Vera Zilber Charitable Foundation, Inc.  
TIN 39-2076346  
990-PF (2013)  
Page 3  
Part IV Capital Gains and Losses for Tax on Investment Income

| Stock bond name | Quantity | Open Date | Trade Date | Sales Proceeds | Cost      | Gain (Loss) |
|-----------------|----------|-----------|------------|----------------|-----------|-------------|
| Baird           |          |           |            | 1,912,000      | 1,912,212 | (212)       |

Page 6, Part VIII

| Name  | Title  | Compensation<br>(Directors Fees) | Contributions | Expenses |
|---|--|----------------------------------|---------------|----------|
| Marcy Zilber Jackson<br>710 N. Plankinton Ave<br>Milwaukee, WI                                | President and<br>Director<br>Parttime            | 5,000                            | 0             | 0        |
| Marilyn Zilber<br>710 N. Plankinton Ave<br>Milwaukee, WI                                      | Director<br>Parttime                             | 5,000                            | 0             | 0        |
| Shane M. Jackson<br>710 N. Plankinton Ave<br>Milwaukee, WI                                    | Director<br>Parttime                             | 5,000                            | 0             | 0        |
| Melissa S. A. Jackson<br>710 N. Plankinton Ave<br>Milwaukee, WI                               | Director<br>Parttime                             | 5,000                            | 0             | 0        |
| James F. Janz<br>710 N. Plankinton Ave<br>Milwaukee, WI                                       | Vice President and<br>Director<br>Parttime       | 5,000                            | 0             | 0        |
| Stephan J. Chevalier<br>710 N. Plankinton Ave<br>Milwaukee, WI                                | Secretary, Treasurer and<br>Director<br>Parttime | 5,000                            | 0             | 0        |
| Michael P. Mervis<br>710 N. Plankinton Ave<br>Milwaukee, WI                                   | Director<br>Parttime                             | 5,000                            | 0             | 0        |
| John K. Tsui<br>First Hawaiian Bank Bldg.<br>999 Bishop St., Office 805<br>Honolulu, HI 96813 | Director<br>Parttime                             | 5,000                            | 0             | 0        |
|   |  | <hr/> 40,000                     | <hr/> 0       | <hr/> 0  |

Part XV 2

**GRANTMAKING - GUIDELINES FOR GRANTSEEKERS**

Apply for Funding

Grantseekers are encouraged to contact the Foundation at [info@zilberfamilyfoundation.org](mailto:info@zilberfamilyfoundation.org) with a one-page letter of inquiry before preparing a proposal. Given limited resources of time and money, the Foundation typically invites proposals that respond to its priorities, rather than fund unsolicited proposals. The Foundation does not consider requests for

- Individual assistance
- For-profit organizations
- Political parties or candidates
- Endowments, annual fund appeals, fundraising events
- Conferences, workshops
- Individual scholarships, fellowships, research, loans or travel
- Sectarian religious concerns
- Athletic events
- Film or media projects, publications

Grant recipients are required to report on progress toward expected results every six months, with disbursements dependent on staff approval of narrative and financial reports.

| Recipient  | Amount  | Purpose of grant or contribution  |
|--|---------|---|
| a Paid during the year                               |         |   |
| After-School All Stars Hawaii                        | 3,000   | To provide general operating support  |
| America SCORES Milwaukee                             | 2,840   | To support America SCORES Milwaukee's summer programs at four schools in the Lindsay Heights neighborhood   |
| American Diabetes Association of HI                  | 1,000   | To provide general operating support  |
| American Lung Association                            | 285     | support for the 2014 Fight for Air Climb  |
| American Red Cross                                   | 1,000   | To provide general operating support  |
| Artworks for Milwaukee                               | 8,000   | To support paid high school interns to create and install a mural in Silver City with a professional artist   |
| Autism Speaks  | 385     | To provide general operating support  |
| Best Buddies Challenge                               | 740     | support for the 2013 Best Buddies Challenge Hearst Castle   |
| Castle Medical Center                                | 1,000   | To provide general operating support  |
| Castle Medical Center                                | 5,000   | To provide general operating support  |
| Castle Medical Center                                | 100,000 | To support the construction of two additional patient care rooms in the Vera Zilber Birth Center  |
| Cathedral Center, Inc                                | 25,000  | To enable the organization to continue to provide safe shelter to single women and families facing a housing crisis, and support the Center's advocacy to end homelessness  |
| Center for Resilient Cities                          | 50,000  | To provide support for the renovation of Johnsons Park in Lindsay Heights   |
| Children's Hospital of Wisconsin, Inc                | 60,000  | To provide capital support for the Selig Child Advocacy Center at the Sojourner Family Peace Center   |
| Children's Hospital of Wisconsin, Inc                | 1,000   | To provide general operating support  |
| Donors Forum of Wisconsin                            | 1,000   | To provide partial support for the annual meeting video   |
| Faith/Santa Fe Evangelical Lutheran Church, ELCA     | 10,000  | To support the Food Pantry Coordinator position   |
| Fondy, Food Center                                   | 50,000  | To provide general support for ongoing fundraising, strategic planning and communications activities and expand access to healthy food and community-building programs  |
| Freshwater Church                                    | 1,000   | To provide general operating support  |
| Friedens Community Ministries                        | 2,000   | To provide shoes and socks for homeless individuals   |
| Grassroots Grantmakers                               | 7,500   | To support the "On The Ground - Milwaukee" conference co-hosted by the Zilber Family Foundation   |
| Grassroots Grantmakers                               | 1,500   | To support the "On The Ground - Milwaukee" conference co-hosted by the Zilber Family Foundation   |
| Hawaii Public Television Foundation                  | 100,000 | To support PBS Hawaii's NEW HOME Campaign   |
| HeartLove Place                                      | 5,000   | To support HeartLove Place in honor of John Daniels, Jr   |
| IHS, The Institute for Human Services, Inc           | 10,000  | To provide general operating support  |
| Historic Mitchell Street Preservation Corporation    | 7,500   | To support the "Listening to Mitchell" public art installation on Mitchell Street   |
| Hmong American Peace Academy Ltd                     | 30,000  | To help with the acquisition of books and other materials, renovation of space, and new technology resources for the HAPA Library Campaign  |
| Johnsons Neighborhood Association, Inc               | 10,000  | To support the hire of an AmeriCorps community engagement public safety specialist to work with Lindsay Heights public safety workgroup to enhance and improve communication between and among residents and build engagement in public safety and social connections strategies        |
| Layton Blvd West Neighbors, Inc                      | 2,200   | To provide funds as incentives for residents to take part in the Clarke Square Most Improved Porch Contest and to promote and inform residents about the competition  |
| Layton Boulevard West Neighbors, Inc                 | 3,000   | To support the Quality of Life Plan reprints and marketing materials  |
| Layton Boulevard West Neighbors, Inc                 | 54,280  | To support activities to improve the condition of neighborhood homes and buildings, hire a full-time home improvement coordinator, and to partially underwrite the costs of home improvements through a home rehab program in the Clarke Square and Layton Boulevard West neighborhoods |
| Layton Boulevard West Neighbors, Inc                 | 10,000  | To support the Epic Center Community Organization youth soccer league   |
| LeJardin Academy, Inc                                | 2,700   | To support the Clarke Square Most Improved Home Contest   |
| Life Navigators                                      | 200,000 | To purchase and install a solar photovoltaic system   |
| LISC Milwaukee                                       | 2,000   | To support Life Navigators' work to improve the quality of life for individuals with developmental disabilities   |
| LISC Milwaukee                                       | 50,000  | To provide technical assistance and financial resources for real estate and commercial development projects, public safety, and leadership development in ZNI neighborhoods   |
| LISC Milwaukee                                       | 50,000  | To provide technical assistance and financial resources for real estate and commercial development projects, public safety, and leadership development in ZNI neighborhoods   |
| Local Initiatives Support Corporation                | 5,000   | To support the Milwaukee Market Value Analysis  |
| Local Initiatives Support Corporation                | 1,050   | To support the National Development Council's ED202 Real Estate Finance Course for ZNI partners   |
| Local Initiatives Support Corporation                | 50,000  | To provide technical assistance and financial resources for real estate and commercial development projects, public safety, and leadership development in ZNI neighborhoods   |
| Make-A-Wish Hawaii                                   | 10,000  | To provide general operating support  |
| MATC Foundation                                      | 6,200   | To support the North Division/MATC Summer CNA Program   |
| MATC Foundation                                      | 6,000   | To support the North Division/MATC Summer CNA Program   |
| Milwaukee Area Workforce Funding Alliance            | 10,000  | To provide general operating support  |
| Milwaukee College Prep                               | 250,000 | To complete the school's \$2 million capital campaign to construct a 7,000 square foot gymnasium and renovate existing space at the Lindsay Heights Campus  |
| Music is Hope Foundation                             | 1,000   | To provide general operating support  |
| My Home Your Home                                    | 5,000   | To provide general operating support  |
| Neu-Life Community Development, Inc                  | 100,000 | To provide capital support for building improvements and modifications at Neu-Life's main program site in Lindsay Heights   |
| North Division High School Alumni Assoc of Milwaukee | 500     | To support the Jobs for America's Graduates program for at-risk youth   |
| Pacific Links Hawaii Foundation                      | 1,000   | To provide general operating support  |
| Pearls for Teen Girls, Inc                           | 25,000  | To provide general operating support to expand the PEARLS services to high-needs girls, including girls living in and attending school in ZNI neighborhoods   |

| Recipient   | Amount    | Purpose of grant or contribution  |
|---|-----------|---|
| Pearls for Teen Girls, Inc                        | 25,000    | To provide general operating support to expand the PEARLS services to high-needs girls, including girls living in and attending school in ZNI neighborhoods   |
| Penfield Children's Center                        | 5,000     | to support the Behavior Clinic  |
| Pennsylvania State University                     | 10,000    | To provide general operating support  |
| Planning Council for Health and Human Services    | 5,000     | To support ZNI partners attending the Storytelling with Data conference   |
| Radio Milwaukee                                   | 10,000    | To support the expansion of the Community Partnerships program, the community stories producer, and community events and activities in the new RadioMilwaukee community room  |
| Rebuilding Together of Greater Milwaukee, Inc     | 75,000    | To preserve affordable housing and revitalize ZNI neighborhoods by providing home repairs and accessibility modifications for senior citizens, veterans and/or persons with disabilities  |
| Ronald Reagan Booster Club                        | 5,000     | To support the Vera J. Zilber Music Department student programs and activities at Ronald Regan High School in Milwaukee WI  |
| Running Rebels Community Organization             | 50,000    | To provide general operating support for Running Rebels youth programs  |
| Safe & Sound, Inc                                 | 30,000    | To establish Safe & Sound's presence and support the hiring and placement of a Community Partner in the Clarke Square and Layton Boulevard West neighborhoods over two years  |
| Saint Joan Antida High School                     | 3,000     | To provide general operating support  |
| Select Milwaukee                                  | 33,878    | To hire a homeownership specialist to work in the Clarke Square and Layton Boulevard West neighborhoods and establish the first Select Milwaukee south side satellite office shared between Clarke Square and Layton Boulevard West to advance their homeownership strategies                                       |
| Silver Spring Neighborhood Center                 | 500       | To provide general operating support  |
| Sojourner Family Peace Center, Inc                | 25,000    | To purchase and install IT equipment that can meet current and anticipated needs at the new \$25 million Sojourner Family Peace Center campus   |
| Sojourner Family Peace Center, Inc                | 10,000    | To support the development of a business plan for the Center for Community Health and Safety  |
| St Ann Center for Intergenerational Center        | 1,000     | To provide general operating support  |
| St Anne's Salvatorian Campus                      | 2,000     | To provide general operating support  |
| St Anne's Salvatorian Campus                      | 3,000     | To provide general operating support  |
| St Anne's Salvatorian Campus                      | 2,000     | To provide general operating support  |
| St Francis Children's Center                      | 2,500     | To provide general operating support  |
| The ALS Association Wisconsin Chapter             | 2,500     | To provide general operating support  |
| The Guest House                                   | 5,000     | To support a food pantry that serves meals to homeless and other disadvantaged people   |
| The National Football Foundation - Hawaii Chapter | 1,000     | To provide general operating support  |
| The Nicole Ellis Fund                             | 500       | To provide general operating support  |
| Tidewell Hospice - Manatee County                 | 2,000     | To provide general operating support  |
| United Community Center, Inc                      | 50,000    | To contribute to the capital costs of building a new 15-bed residential substance abuse facility to better meet the mental and physical health needs of Latina and other women addicted to alcohol and other substances   |
| United Neighborhood Centers of Milwaukee, Inc     | 3,000     | To support Quality of Life Plan reprints and marketing materials  |
| United Neighborhood Centers of Milwaukee, Inc     | 45,000    | To serve as the fiscal sponsor for the Clarke Square Neighborhood Initiative, and provide human resources, accounting, and information technology services  |
| United Neighborhood Centers of Milwaukee, Inc     | 45,000    | To serve as the fiscal sponsor for the Clarke Square Neighborhood Initiative, and provide human resources, accounting, and information technology services  |
| United Performing Arts Fund, Inc                  | 31,962    | To support the performing arts sector in Milwaukee Byproduct of employees raising \$10,654 with the Foundation matching those contributions at 3:1  |
| UWM Foundation, Inc                               | 1,285,714 | To support the UWM Zilber School of Public Health   |
| Victory Garden Initiative                         | 3,404     | To support a Victory Garden Blitz in partnership with Layton Boulevard West Neighbors   |
| Victory Garden Initiative                         | 7,500     | To support the installation of 30 food-producing garden beds and garden mentors for income-eligible residents of Layton Boulevard West and Clarke Square  |
| Walnut Way Conservation Corp Charitable Org       | 9,000     | To contract with a vendor to purchase new hardware and software and support upgrades to Walnut Way's IT email and file servers  |
| Walnut Way Conservation Corp Charitable Org       | 5,087     | To support Blue Skies Landscaping for campus landscape improvements to Walnut Way production gardens on 17th and Lloyd Streets  |
| Walnut Way Conservation Corp Charitable Org       | 6,000     | To engage a consultant to facilitate and assess five months of Community Healing Circles to support Lindsay Heights residents working towards improved social connectedness, health and wellness, and economic stability, and, to train residents and others to facilitate future Community Healing Circle sessions |
| Walnut Way Conservation Corp Charitable Org       | 3,000     | To support Quality of Life Plan reprints and marketing materials  |
| Walnut Way Conservation Corp Charitable Org       | 25,000    | To support repairs and ADA code-compliance updates to the Walnut Way Center in Lindsay Heights  |
| Wild Space Dance Company                          | 5,000     | To support school outreach in conjunction with Wild Space's community-inspired performance in the Menomonee Valley's Three Bridges Park   |
| Wisconsin Evangelical Lutheran Synod              | 1,000     | To provide general operating support  |
| Wisconsin World Affairs Council, Inc              | 2,500     | To provide general operating support  |
| Women's Care Center Foundation                    | 1,000     | To provide general operating support  |
| Word of Hope Ministries                           | 35,000    | To provide substance abuse treatment and other health and wellness services to low-income individuals, primarily those living in Lindsay Heights and other north side neighborhoods   |
| Total   | 3,212,724 |   |

b Approved for future payment

None - All grants approved during the year are deemed to be contingent grants and are considered "approved" when they have met the requirements and are then paid

Total 0



Form **8868**

(Rev. January 2014)

Department of the Treasury  
Internal Revenue Service**Application for Extension of Time To File an  
Exempt Organization Return**

OMB No 1545-1709

▶ File a separate application for each return.

▶ Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box. ☒ **X**
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*

**Part I Automatic 3-Month Extension of Time.** Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension—check this box and complete Part I only. ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

|  |   |   |
|--|---|---|
| <b>Type or print</b><br>File by the due date for filing your return. See instructions. | Name of exempt organization or other filer, see instructions.                           | Employer identification number (EIN) or |
|  | JOSEPH AND VERA ZILBER CHARITABLE FOUNDATION, INC.                                      | 39-2076346                              |
|  | Number, street, and room or suite no. If a P.O. box, see instructions                   | Social security number (SSN)            |
|  | 710 N PLANKINTON AVE, SUITE 1200  |   |
|  | City, town or post office, state, and ZIP code. For a foreign address, see instructions |   |
|  | MILWAUKEE, WI 53203   |   |

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . . **04**

| Application Is For                       | Return Code | Application Is For                | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ                  | 01          | Form 990-T (corporation)          | 07          |
| Form 990-BL                              | 02          | Form 1041-A                       | 08          |
| Form 4720 (individual)                   | 03          | Form 4720 (other than individual) | 09          |
| Form 990-PF                              | 04          | Form 5227                         | 10          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 6069                         | 11          |
| Form 990-T (trust other than above)      | 06          | Form 8870                         | 12          |

- The books are in the care of ▶ Stephan J. Chevalier

Telephone No. ▶ (414) 274-2474

Fax No. ▶

- If the organization does not have an office or place of business in the United States, check this box. ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . . . . . If this is for the whole group, check this box. ☐ . . . . . If it is for part of the group, check this box. ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 2/15/2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☐ calendar year \_\_\_\_ or

▶ ☒ tax year beginning 7/1/2013, and ending 6/30/2014

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period

|  |    |    |       |
|--|----|----|-------|
| 3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.                                   | 3a | \$ | 1,628 |
| b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit. | 3b | \$ | 8,000 |
| c <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.       | 3c | \$ | 0     |

**Caution.** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions.

For Privacy Act and Paperwork Reduction Act Notice, see instructions.

Form **8868** (Rev 1-2014)

HTA

If you are filing for an Additional (Not Automatic) 3-Month Extension, complete only Part II and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868

If you are filing for an Automatic 3-Month Extension, complete only Part I (on page 1)

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

Enter filer's identifying number, see instructions

|  |  |   |
|--|--|---|
| Type or print  | Name of exempt organization or other filer, see instructions                             | Employer identification number (EIN) or |
|  | JOSEPH AND VERA ZILBER CHARITABLE FOUNDATION, INC.                                       | 39-2076346                              |
|  | Number, street, and room or suite no. If a P.O. box, see instructions.                   | Social security number (SSN)            |
|  | 710 N PLANKINTON AVE; SUITE 1200   |   |
| File by the due date for filing your return See instructions | City, town or post office, state, and ZIP code. For a foreign address, see instructions. |   |
| MILWAUKEE, WI 53203  |  |   |

Enter the Return code for the return that this application is for (file a separate application for each return) **04**

| Application Is For                       | Return Code | Application Is For                | Return Code |
|--|-------------|-----------------------------------|-------------|
| Form 990 or Form 990-EZ                  | 01          |                                   |             |
| Form 990-BL                              | 02          | Form 1041-A                       | 08          |
| Form 4720 (individual)                   | 03          | Form 4720 (other than individual) | 09          |
| Form 990-PF                              | 04          | Form 5227                         | 10          |
| Form 990-T (sec. 401(a) or 408(a) trust) | 05          | Form 6069                         | 11          |
| Form 990-T (trust other than above)      | 06          | Form 8870                         | 12          |

**STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.**

- The books are in the care of **Stephan J. Chevalier, Treasurer**  
Telephone No **(414) 274-2474** Fax No.
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

- I request an additional 3-month extension of time until **5/15/2015**
- For calendar year , or other tax year beginning **7/1/2013**, and ending **6/30/2014**
- If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return  
☐ Change in accounting period
- State in detail why you need the extension. Additional time is needed to gather all necessary information to prepare a complete and accurate return.

|    |   |    |    |       |
|----|---|----|----|-------|
| 8a | If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.   | 8a | \$ | 1,628 |
| b  | If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868 | 8b | \$ | 8,000 |
| c  | Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.   | 8c | \$ | 0     |

**Signature and Verification must be completed for Part II only.**

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form

Signature **Stephan J. Chevalier** Title **Treasurer** Date **2/10/15**