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## Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation  
► Do not enter Social Security numbers on this form as it may be made public.

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

07/01, 2013, and ending

06/30, 2014

Name of foundation TR U-W ROBERT M JEFFRESS-RES TR  
BANK OF AMERICA, NA

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

A Employer identification number  
54-6094925

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

B Telephone number (see instructions)  
804-887-8773

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

JACKSONVILLE, FL 32203-0200

G Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name changeC If exemption application is pending, check here ► D 1. Foreign organizations, check here ►   
2. Foreign organizations meeting the 85% test, check here and attach computation ► E If private foundation status was terminated under section 507(b)(1)(A), check here ► F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► H Check type of organization:  Section 501(c)(3) exempt private foundation Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundationI Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 34,478,008. J Accounting method:  Cash  Accrual  
 Other (specify) (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)					
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		687,573.	679,206.		STMT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		981,919.			
b Gross sales price for all assets on line 6a		23,622,252.			
7 Capital gain net income (from Part IV, line 2)			981,919.		
8 Net short-term capital gain					
9 Income modifications					
10 a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)			85.		STMT 2
12 Total. Add lines 1 through 11		1,669,492.	1,661,210.		
13 Compensation of officers, directors, trustees, etc		200,926.	120,556.		80,371.
14 Other employee salaries and wages			NONE	NONE	
15 Pension plans, employee benefits			NONE	NONE	
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)	STMT 3	2,300.	NONE	NONE	2,300.
c Other professional fees (attach schedule)	STMT 4	93,536.	13,264.		80,272.
17 Interest		57,661.	14,327.		
18 Taxes (attach schedule) (see instructions)	STMT 5				
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings		8,296.	NONE	NONE	8,296.
22 Printing and publications			NONE	NONE	
23 Other expenses (attach schedule)	STMT 6	72,886.	2,826.		72,783.
24 Total operating and administrative expenses.					
Add lines 13 through 23		435,605.	150,973.	NONE	244,022.
25 Contributions, gifts, grants paid		1,166,000.			1,166,000.
26 Total expenses and disbursements Add lines 24 and 25		1,601,605.	150,973.	NONE	1,410,022.
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements		67,887.			
b Net investment income (if negative, enter -0-)			1,510,237.		
c Adjusted net income (if negative, enter -0-)					

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<b>Part II</b> <b>Balance Sheets</b>	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
1	Cash - non-interest-bearing . . . . .			
2	Savings and temporary cash investments . . . . .	829,332.	587,537.	587,537.
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►			
4	Pledges receivable ►			
	Less: allowance for doubtful accounts ►			
5	Grants receivable . . . . .			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use . . . . .			
9	Prepaid expenses and deferred charges . . . . .			
10 a	Investments - U.S. and state government obligations (attach schedule) . . . . .	1,554,877.	1,600,972.	1,637,306.
b	Investments - corporate stock (attach schedule) . . . . .	22,009,950.	26,877,028.	30,407,419.
c	Investments - corporate bonds (attach schedule) . . . . .	2,416,156.	1,662,840.	1,707,447.
11	Investments - land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
12	Investments - mortgage loans . . . . .			
13	Investments - other (attach schedule) . . . . .	3,777,870.	118,742.	138,299.
14	Land, buildings, and equipment basis ►			
	Less accumulated depreciation ► (attach schedule)			
15	Other assets (describe ►) . . . . .			
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	30,588,185.	30,847,119.	34,478,008.
17	Accounts payable and accrued expenses . . . . .			
18	Grants payable . . . . .			
19	Deferred revenue . . . . .			
20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
21	Mortgages and other notes payable (attach schedule) . . . . .			
22	Other liabilities (describe ►) . . . . .			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here ►</b> <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted . . . . .			
25	Temporarily restricted . . . . .			
26	Permanently restricted . . . . .			
<b>Net Assets or Fund Balances</b>	<b>Foundations that do not follow SFAS 117, . . . ►</b> <input checked="" type="checkbox"/> check here and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds . . . . .	27,990,903.	30,847,119.	
28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .	2,597,282.		
29	Retained earnings, accumulated income, endowment, or other funds . . . . .	30,588,185.	30,847,119.	
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	30,588,185.	30,847,119.	

**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	30,588,185.
2	Enter amount from Part I, line 27a . . . . .	2	67,887.
3	Other increases not included in line 2 (itemize) ► SEE STATEMENT 7 . . . . .	3	214,696.
4	Add lines 1, 2, and 3 . . . . .	4	30,870,768.
5	Decreases not included in line 2 (itemize) ► SEE STATEMENT 8 . . . . .	5	23,649.
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	30,847,119.

Form 990-PF (2013)

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
<b>b OTHER GAINS AND LOSSES</b>					
<b>c</b>					
<b>d</b>					
<b>e</b>					
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)		
a 17,266,985.		16,792,905.	474,080.		
b 6,355,267.		5,847,428.	507,839.		
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			474,080.		
b			507,839.		
c					
d					
e					
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	981,919.	
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . .			3		

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2012	880,536.	31,020,513.	0.028386
2011	1,113,707.	29,501,334.	0.037751
2010	1,435,850.	30,066,310.	0.047756
2009	1,156,006.	27,918,811.	0.041406
2008	1,418,749.	26,326,342.	0.053891
2 Total of line 1, column (d) . . . . .		2	0.209190
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .		3	0.041838
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5 . . . . .		4	32,954,951.
5 Multiply line 4 by line 3 . . . . .		5	1,378,769.
6 Enter 1% of net investment income (1% of Part I, line 27b) . . . . .		6	15,102.
7 Add lines 5 and 6 . . . . .		7	1,393,871.
8 Enter qualifying distributions from Part XII, line 4 . . . . . If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.		8	1,410,022.

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ► <input type="checkbox"/> and enter "N/A" on line 1 . . . Date of ruling or determination letter _____ (attach copy of letter if necessary - see instructions)	1	15,102.
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	15,102.
3	Add lines 1 and 2 . . . . .		
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .	4	NONE
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		
6	<b>Credits/Payments.</b>	6a 6b 6c 6d	41,148. NONE NONE 41,148.
a	2013 estimated tax payments and 2012 overpayment credited to 2013 . . . . .		
b	Exempt foreign organizations - tax withheld at source . . . . .		
c	Tax paid with application for extension of time to file (Form 8868) . . . . .		
d	Backup withholding erroneously withheld . . . . .		
7	Total credits and payments Add lines 6a through 6d . . . . .	7	41,148.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached . . . . .		
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .	8 9	10
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .		
11	Enter the amount of line 10 to be Credited to 2014 estimated tax ► 15,104. Refunded ► 10,942.	11	10,942.

**Part VII-A Statements Regarding Activities**

	Yes	No
1a	X	
1b	X	
1c	X	
2	X	
3	X	
4a	X	
4b	X	
5	X	
6	X	
7	X	
8a	X	
8b	X	
9	X	
10	X	

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? . . . . .

1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . .  
*If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*

1c Did the foundation file Form 1120-POL for this year? . . . . .

2 Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .  
*If "Yes," attach a detailed description of the activities*

3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes . . . . .

4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .

b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .

5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .  
*If "Yes," attach the statement required by General Instruction T.*

6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either

- By language in the governing instrument, or
- By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument? . . . . .

7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV

8a Enter the states to which the foundation reports or with which it is registered (see instructions) ► VA

b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation. . . . .

9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV. . . . .

10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .

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

11		X
12		X
13	X	
Website address ► <b>N/A</b>		
14	The books are in care of ► <b>BANK OF AMERICA NA</b> Telephone no ► <b>(804) 887-8773</b>	
	Located at ► <b>1111 E MAIN STREET, RICHMOND, VA</b> ZIP+4 ► <b>23219</b>	
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here ► <b>15</b>	
16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-221. If "Yes," enter the name of the foreign country ►		

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

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

1a	During the year did the foundation (either directly or indirectly):	
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . .	<input 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)? . . . . .	
c	Organizations relying on a current notice regarding disaster assistance check here ► <b>1b</b>	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013? . . . . .	
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	
b	If "Yes," list the years ► <b>1c</b>	
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) . . . . .	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <b>2b</b>	
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013) . . . . .	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	
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? . . . . .	

## ired (continued)

5a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
5b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
6a	<input type="checkbox"/> Yes <input type="checkbox"/> No	
6b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	X
7a	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
7b	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
, Highly Paid Employees, instructions).		
Instructions.		
(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances	
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ne 1 - see instructions). If none, enter		
(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances	
NONE	NONE	
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413		
414		
415		
416		
417		
418		
419		
420		

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

5a	During the year did the foundation pay or incur any amount to:				
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . .	<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	If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .			5b	
	Organizations relying on a current notice regarding disaster assistance check here . . . . . ►				
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			6b	X
	If "Yes" to 6b, file Form 8870.				
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . . . .	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			7b	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors****1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		200,926.		
-----				
-----				
-----				
-----				
-----				

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

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

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

Form 990-PF (2013)

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total number of others receiving over \$50,000 for professional services . . . . . ►</b>		<b>NONE</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 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:	
a	Average monthly fair market value of securities	1a 32,247,493.
b	Average of monthly cash balances	1b 1,209,310.
c	Fair market value of all other assets (see instructions)	1c NONE
d	<b>Total</b> (add lines 1a, b, and c)	1d 33,456,803.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e
2	Acquisition indebtedness applicable to line 1 assets	2 NONE
3	Subtract line 2 from line 1d	3 33,456,803.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 501,852.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5 32,954,951.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6 1,647,748.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ►  and do not complete this part.)

1	Minimum investment return from Part X, line 6	1 1,647,748.
2a	Tax on investment income for 2013 from Part VI, line 5	2a 15,102.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 15,102.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 1,632,646.
4	Recoveries of amounts treated as qualifying distributions	4 15,968.
5	Add lines 3 and 4	5 1,648,614.
6	Deduction from distributable amount (see instructions)	6 NONE
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 1,648,614.

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

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:	
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a 1,410,022.
b	Program-related investments - total from Part IX-B	1b
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2 NONE
3	Amounts set aside for specific charitable projects that satisfy the:	
a	Suitability test (prior IRS approval required)	3a NONE
b	Cash distribution test (attach the required schedule)	3b NONE
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 1,410,022.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5 15,102.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 1,394,920.

**Note.** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

**Part XIII Undistributed Income (see instructions)**

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7 . . . . .				1,648,614.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only . . . . .			1,008,914.	
b Total for prior years 20 11,20 20 . . . . .		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008 . . . . .	NONE			
b From 2009 . . . . .	NONE			
c From 2010 . . . . .	NONE			
d From 2011 . . . . .	NONE			
e From 2012 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2013 from Part XII, line 4 ► \$ 1,410,022.				
a Applied to 2012, but not more than line 2a . . . . .			1,008,914.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .		NONE		
d Applied to 2013 distributable amount . . . . .				401,108.
e Remaining amount distributed out of corpus . . . . .	NONE			
5 Excess distributions carryover applied to 2013 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a))	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income Subtract line 4b from line 2b . . . . .		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed . . . . .			NONE	
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .			NONE	
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014 . . . . .				1,247,506.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions) . . . . .	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . . . .	NONE			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2009 . . . . .	NONE			
b Excess from 2010 . . . . .	NONE			
c Excess from 2011 . . . . .	NONE			
d Excess from 2012 . . . . .	NONE			
e Excess from 2013 . . . . .	NONE			

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

NOT APPLICABLE

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

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(1)(3) or

4942(1)(5)

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

**Part XV** **Supplementary Information** (Complete this part only if the 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).)

N/A

**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

N/A

**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:

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

**6. Any submission deadlines:**

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**Part XV      Supplementary Information (continued)**

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>Name and address (home or business)</b>				
<b>a Paid during the year</b>				
SEE STATEMENT 20				1,166,000.
<b>Total</b>			► 3a	1,166,000.
<b>b Approved for future payment</b>				
<b>Total</b>			► 3b	

## Analysis of Income-Producing Activities

## **Relationship of Activities to the Accomplishment of Exempt Purposes**

plain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)

NOT APPLICABLE

**Part XVI-A Analysis of Income-Producing Activities**

Enter gross amounts unless otherwise indicated.

**1 Program service revenue:**

a \_\_\_\_\_  
 b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_  
 f \_\_\_\_\_

g Fees and contracts from government agencies \_\_\_\_\_

2 Membership dues and assessments . . . . .

3 Interest on savings and temporary cash investments . . . . .

4 Dividends and interest from securities . . . . .

5 Net rental income or (loss) from real estate

a Debt-financed property . . . . .  
 b Not debt-financed property . . . . .

6 Net rental income or (loss) from personal property . . . . .

7 Other investment income . . . . .

8 Gain or (loss) from sales of assets other than inventory . . . . .

9 Net income or (loss) from special events . . . . .

10 Gross profit or (loss) from sales of inventory . . . . .

11 Other revenue: a \_\_\_\_\_

b \_\_\_\_\_  
 c \_\_\_\_\_  
 d \_\_\_\_\_  
 e \_\_\_\_\_

12 Subtotal Add columns (b), (d), and (e) . . . . .

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

(See worksheet in line 13 instructions to verify calculations )

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

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

▼

NOT APPLICABLE

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
(1)	Cash . . . . .	1a(1)	X
(2)	Other assets . . . . .	1a(2)	X
b	Other transactions:		
(1)	Sales of assets to a noncharitable exempt organization . . . . .	1b(1)	X
(2)	Purchases of assets from a noncharitable exempt organization . . . . .	1b(2)	X
(3)	Rental of facilities, equipment, or other assets . . . . .	1b(3)	X
(4)	Reimbursement arrangements . . . . .	1b(4)	X
(5)	Loans or loan guarantees . . . . .	1b(5)	X
(6)	Performance of services or membership or fundraising solicitations . . . . .	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees . . . . .	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

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>b</b> If Yes, complete the following schedule:		
<b>(a)</b> Name of organization	<b>(b)</b> Type of organization	<b>(c)</b> Description of relationship

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

**Sign  
Here**

Karen J. Kiser

10/15/2014

Date \_\_\_\_\_

SVP Tax

---

**Title**

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

Signature of preparer (or trustee)		Date	(See instructions):		<input type="checkbox"/> Yes	<input type="checkbox"/> No
<b>BANK OF AMERICA, NA</b>						
<b>Paid Preparer Use Only</b>	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ►			Firm's EIN ►		
	Firm's address ►			Phone no.		

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	6,740.	6,740.
FOREIGN DIVIDENDS	103,027.	103,027.
NONDIVIDEND DISTRIBUTIONS	14,232.	
DOMESTIC DIVIDENDS	237,189.	237,189.
OTHER INTEREST	90,627.	90,627.
FOREIGN INTEREST	6,624.	6,624.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE NON-TAXABLE FOREIGN INCOME NONDISTRIBUTIVE U.S. GOVERNMENT INTEREST MARKET DISCOUNT &% OTHER INTEREST US GOVERNMENT INTEREST REPORTED AS QUALI NONQUALIFIED FOREIGN DIVIDENDS NONQUALIFIED DOMESTIC DIVIDENDS	25,457. -5,865. 560. 3,158. 4,907. 26,388. 174,529.	25,457. -5,865. 560. 3,158. 4,907. 26,388. 174,529.
TOTAL	687,573.	679,206.

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PARTNERSHIP INCOME	-----	-----
TOTALS	-----	85.

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	2,300.			2,300.
TOTALS	2,300.	NONE	NONE	2,300.

## FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA INVESTMENT ADVISORY FEES	80,272. 13,264.	13,264.	80,272.
TOTALS	93,536.	13,264.	80,272.

## FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	10,857.	10,857.
EXCISE TAX - PRIOR YEAR	2,186.	
EXCISE TAX ESTIMATES	41,148.	
FOREIGN TAXES ON QUALIFIED FOR	2,296.	2,296.
FOREIGN TAXES ON NONQUALIFIED	1,174.	1,174.
TOTALS	57,661.	14,327.

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	72,783.		72,783.
OTHER INVESTMENT FEE	103.		
PARTNERSHIP EXPENSES		2,723.	
TOTALS	72,886.	2,826.	72,783.

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

DESCRIPTION	AMOUNT
ADJUST FOR YEAR END SALES	98.
RECOVERED GRANTS	15,968.
ACCRUED INTEREST PAID FROM PRIOR YEAR	973.
ROUNDING	14.
COMMON TRUST FUND ADJUSTMENT	172,889.
PARTNERSHIP ADJUSTMENT	24,754.
TOTAL	214,696.

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

DESCRIPTION	AMOUNT
COST ADJUSTMENTS	21,553.
ACCRUED INTEREST PAID CARRIED OVER	550.
ADJUST FOR PRIOR YEAR END SALES	447.
SALES ADJUSTMENT	1,099.
TOTAL	23,649.

STATEMENT 8

TR U-W ROBERT M JEFFRESS-RES TR  
Schedule D Detail of Short-term Capital Gains and Losses

54-6094925

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Short-term Gain/Loss
<b>OTHER GAINS AND LOSSES</b>					
22859.162 SMALL CAP GROWTH LEADERS CTF	06/07/2013	08/09/2013	440,000.00	412,124.00	27,876.00
1746.568 SMALL CAP GROWTH LEADERS CTF	06/07/2013	09/30/2013	35,000.00	31,635.00	3,365.00
308.388 EMERGING MARKETS STOCK COMMON TRUST FUND	03/22/2013	12/06/2013	14,580.00	14,345.00	235.00
17634.709 MID CAP VALUE CTF	06/07/2013	08/09/2013	425,000.00	415,114.00	9,886.00
20057.895 SMALL CAP VALUE CTF	06/07/2013	08/09/2013	440,000.00	424,800.00	15,200.00
19542.532 MID CAP GROWTH CTF	06/07/2013	08/09/2013	450,000.00	430,619.00	19,381.00
1059.278 MID CAP GROWTH CTF	06/07/2013	09/30/2013	25,000.00	23,652.00	1,348.00
33.034 EXCELSIOR MULTI-STRATEGY HEDGE FUND OF FUNDS LLC	12/27/2012	08/05/2013	57,199.00	54,105.00	3,094.00
<b>TOTAL OTHER GAINS AND LOSSES</b>					
			1,886,779.00	1,806,394.00	80,385.00
<b>Totals</b>					
			1,886,779.00	1,806,394.00	80,385.00

JSA  
3F09711000

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
<b>OTHER GAINS AND LOSSES</b>					
6777.166 EMERGING MARKETS STOCK COMMON TRUST FUND	09/30/2012	12/06/2013	320,420.00	299,150.00	21,270.00
808.16 SMALL CAP VALUE CTF	06/07/2013	06/13/2014	20,000.00	18,119.00	1,881.00
1445.943 EXCELSIOR MULTI-STRATEGY HEDGE FUND OF FUNDS LLC	07/01/2008	08/05/2013	2,503,693.00	2,325,860.00	177,833.00
869.051 EXCELSIOR MULTI-STRATEGY HEDGE FUND OF FUNDS LLC	07/01/2008	11/05/2013	1,525,135.00	1,397,905.00	127,230.00
<b>TOTAL OTHER GAINS AND LOSSES</b>			<b>4,369,248.00</b>	<b>4,041,034.00</b>	<b>328,214.00</b>

## GAINS AND LOSSES FROM PASS-THRU ENTITIES

=====

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	17,610.00
	-----
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)	17,610.00
	=====

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS  
AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	106,384.00
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-24,754.00
	-----
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)	81,630.00
	=====

## FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

## =====

## OFFICER NAME:

BANK OF AMERICA

## ADDRESS:

1111 E MAIN STREET  
RICHMOND, VA 23219

## TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

COMPENSATION ..... 200,926.

## OFFICER NAME:

VA ACADEMY OF SCIENCE MEMBER

## ADDRESS:

1111 E MAIN ST (VA2-300-12-92)  
RICHMOND, VA 23219

## TITLE:

ALLOCATION COMMITTEE

## OFFICER NAME:

MEDICAL SOCIETY OF VA MEMBER

## ADDRESS:

1111 E MAIN ST (VA2-300-12-92)  
RICHMOND, VA 23219

## TITLE:

ALLOCATION COMMITTEE

## OFFICER NAME:

ERIC KAUDERS (BANK OF AMERICA)

## ADDRESS:

1111 E MAIN ST (VA2-300-12-92)  
RICHMOND, VA 23219

## TITLE:

ALLOCATION COMMITTEE

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

SARAH KAY (BANK OF AMERICA)

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)  
RICHMOND, VA 23219

TITLE:

SECRETARY, ALLOCATION COMM.

OFFICER NAME:

EXEC COMM BAR ASSOC RICHMOND MEMBER

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)  
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

OFFICER NAME:

VA STATE CHAMBER OF COMMERCE MEMBER

ADDRESS:

1111 E MAIN ST (VA2-300-12-92)  
RICHMOND, VA 23219

TITLE:

ALLOCATION COMMITTEE

TOTAL COMPENSATION:

200,926.

=====

STATEMENT 13

TR U-W ROBERT M JEFFRESS-RES TR  
FORM 990PF, PART XV - LINES 2a - 2d  
=====

54-6094925

RECIPIENT NAME:

SARAH KAY, BANK OF AMERICA

ADDRESS:

P.O. BOX 26688

RICHMOND, VA 23261-6688

RECIPIENT'S PHONE NUMBER: 804-887-8773

FORM, INFORMATION AND MATERIALS:

AVAILABLE FROM CONTACT

SUBMISSION DEADLINES:

AVAILABLE FROM CONTACT

RESTRICTIONS OR LIMITATIONS ON AWARDS:

AVAILABLE FROM CONTACT

STATEMENT 14

TR U-W ROBERT M JEFFRESS-RES TR 54-6094925  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

RECIPIENT NAME:  
RANDOLPH-MACON COLLEGE  
ADDRESS:  
P.O. BOX 5005  
ASHLAND, VA 23005  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 60,000.

RECIPIENT NAME:  
UNIVERSITY OF VIRGINIA  
MEDICAL SCHOOL  
ADDRESS:  
P.O. BOX 400195  
CHARLOTTESVILLE, VA 22904  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
VIRGINIA COMMONWEALTH  
UNIVERSITY  
ADDRESS:  
P.O. BOX 842519  
RICHMOND, VA 23284  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 206,000.

STATEMENT 15

TR U-W ROBERT M JEFFRESS-RES TR  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

54-6094925

=====

RECIPIENT NAME:

VIRGINIA POLYTECHNIC  
INSTITUTE & STATE UNIV

ADDRESS:

100 SANDY HALL  
BLACKSBURG, VA 24061

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 50,000.

RECIPIENT NAME:

VIRGINIA MILITARY INSTITUTE

ADDRESS:

304 LETCHER AVE.  
LEXINGTON, VA 24450

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 60,000.

RECIPIENT NAME:

UNIVERSITY OF RICHMOND

ADDRESS:

28 WESTHAMPTON WAY  
RICHMOND, VA 23173

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 60,000.

STATEMENT 16

TR U-W ROBERT M JEFFRESS-RES TR  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

54-6094925

RECIPIENT NAME:  
COLLEGE OF WILLIAM & MARY  
ADDRESS:  
P.O. BOX 8795  
WILLIAMSBURG, VA 23187  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 80,000.

RECIPIENT NAME:  
OLD DOMINION UNIVERSITY  
ADDRESS:  
P.O. BOX 6369  
NORFOLK, VA 23508  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
GEORGE MASON UNIVERSITY  
ADDRESS:  
4400 UNIVERSITY DRIVE  
FAIRFAX, VA 22030  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 160,000.

STATEMENT 17

TR U-W ROBERT M JEFFRESS-RES TR  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

54-6094925

RECIPIENT NAME:  
SWEET BRIAR COLLEGE  
ADDRESS:  
BOX D  
SWEET BRIAR, VA 24595  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 50,000.

RECIPIENT NAME:  
EASTERN VIRGINIA MEDICAL  
SCHOOL  
ADDRESS:  
700 OLNEY ROAD  
NORFOLK, VA 23507  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

RECIPIENT NAME:  
RADFORD UNIVERSITY  
ADDRESS:  
801 EAST MAIN ST.  
RADFORD, VA 24242  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 10,000.

STATEMENT 18

TR U-W ROBERT M JEFFRESS-RES TR  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID  
=====

54-6094925

RECIPIENT NAME:  
JAMES MADISON UNIVERSITY  
ADDRESS:  
800 S. MAIN ST.  
HARRISONBURG, VA 22807  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 100,000.

RECIPIENT NAME:  
WASHINGTON AND LEE UNIVERSITY  
ADDRESS:  
204 W. WASHINGTON  
LEXINGTON, VA 22450  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 70,000.

RECIPIENT NAME:  
HAMPDEN-SYDNEY COLLEGE  
ADDRESS:  
1 COLLEGE RD.  
HAMPDEN-SYDNEY, VA 23943  
RELATIONSHIP:  
N/A  
PURPOSE OF GRANT:  
SCIENTIFIC RESEARCH  
FOUNDATION STATUS OF RECIPIENT:  
PC  
AMOUNT OF GRANT PAID ..... 20,000.

STATEMENT 19

TR U-W ROBERT M JEFFRESS-RES TR  
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

54-6094925

=====

RECIPIENT NAME:

VIRGINIA TECH

ADDRESS:

902 PRICES FORK RD, STE 4400  
BLACKSBURG, VA 24061

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 20,000.

RECIPIENT NAME:

VIRGINIA INSTITUTE OF MARINE  
SCIENCE

ADDRESS:

PO BOX 1346  
GLOUCESTER PT, VA 23062-1346

RELATIONSHIP:

N/A

PURPOSE OF GRANT:

SCIENTIFIC RESEARCH

FOUNDATION STATUS OF RECIPIENT:

PC

AMOUNT OF GRANT PAID ..... 10,000.

TOTAL GRANTS PAID:

1,166,000.

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STATEMENT 20

## FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

TR U-W ROBERT M JEFFRESS-RES TR  
**54-6094925**  
**Balance Sheet**  
**06/30/2014**

**Bank of America**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
	Cash/Cash Equivalent	587537 220	587,537.22	587,537.22
00206RAM4	AT&T INC	45000 000	47,715.74	51,273.00
002824100	ABBOTT LABS	1383.000	46,998.88	56,564.70
002824AU4	ABBOTT LABS	44000.000	48,750.94	50,068.48
018490102	ALLERGAN INC	268 000	20,662.02	45,350.96
023135106	AMAZON COM INC	403 000	95,766.74	130,886.34
03027X100	AMERICAN TOWER CORP	1537.000	118,742.47	138,299.26
042068106	ARM HLDGS PLC	1765.000	76,869.67	79,848.60
04685W103	ATHENAHEALTH INC	576.000	69,118.86	72,074.88
05531FAG8	BB&T CORP	65000.000	67,484.85	67,600.65
06406HCE7	BANK NEW YORK INC UNSECD	75000.000	74,970.75	74,275.50
084664BE0	BERKSHIRE HATHAWAY FIN CORP	45000.000	49,420.65	51,467.85
09061G101	BIOMARIN PHARMACEUTICAL INC	1007.000	66,625.29	62,645.47
097023AZ8	BOEING CO	55000.000	59,835.39	62,705.50
126650100	CVS CAREMARK CORP	886.000	37,190.29	66,777.82
149123BX8	CATERPILLAR INC	55000.000	55,272.04	53,655.25
151020104	CELGENE CORP	1098.000	71,556.43	94,296.24
156782104	CERNER CORP	2109.000	104,202.25	108,782.22
166764100	CHEVRON CORP	355 000	27,367.91	46,345.25
166764AE0	CHEVRON CORP NEW	55000.000	53,944.00	55,431.75
169656105	CHIPOTLE MEXICAN GRILL INC	103.000	55,736.92	61,028.53
17275RAC6	CISCO SYS INC	65000.000	64,305.15	70,248.10
191216AM2	COCA COLA CO	45000.000	50,361.92	51,219.00
19765N245	COLUMBIA DIVIDEND INCOME FUND	125358.789	1,849,498.93	2,414,410.28
20030N200	COMCAST CORP	1038.000	34,977.38	55,356.54
207543877	SMALL CAP GROWTH LEADERS CTF	33649.567	639,577.92	725,400.54
20825CAR5	CONOCOPHILLIPS	35000.000	34,867.35	40,750.85
22160K105	COSTCO WHSL CORP NEW	571.000	61,935.91	65,756.36
228368106	CROWN HLDGS INC	475.000	22,835.04	23,636.00
235851102	DANAHER CORP DEL	414.000	22,227.22	32,594.22
24422ERR2	DEERE JOHN CAP CORP	55000.000	55,452.98	55,625.35
25243Q205	DIAGEO PLC	212.000	22,650.67	26,981.24
25244SAF8	DIAGEO FIN BV	50000.000	53,045.24	50,777.00
254687106	DISNEY WALT CO	419.000	20,933.37	35,925.06

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

Balance Sheet

06/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
262037104	DRIL-QUIP INC	569.000	61,406.92	62,157.56
26442CAJ3	DUKE ENERGY CAROLINAS LLC	65000.000	72,227.76	71,813.30
29099J109	EMERGING MARKETS STOCK	49400.691	2,284,323.50	2,444,296.79
29444U502	EQUINIX INC	477.000	95,190.79	100,212.93
30219G108	EXPRESS SCRIPTS HLDG CO	530.000	34,331.40	36,744.90
30231G102	EXXON MOBIL CORP	485.000	40,627.74	48,829.80
302993993	MID CAP VALUE CTF	42103.219	1,099,458.84	1,245,362.69
303995997	SMALL CAP VALUE CTF	28574.185	643,201.57	720,043.75
311900104	FASTENAL CO	1260.000	60,417.81	62,357.40
3128M1K65	FEDERAL HOME LN MTG CORP	8639.610	8,666.63	9,338.99
3128MBAX5	FEDERAL HOME LN MTG CORP	5681.380	5,570.41	6,137.54
3128MBAZ0	FEDERAL HOME LN MTG CORP	19962.990	19,909.96	21,798.99
3128MBYB7	FEDERAL HOME LN MTG CORP	2671.430	2,624.67	2,906.14
3128PHGA3	FEDERAL HOME LN MTG CORP	7561.874	7,739.11	8,324.41
31331KHW3	FEDERAL FARM CR BKS	30000.000	30,700.69	30,172.20
313379DD8	FEDERAL HOME LN BKS	110000.000	111,463.84	110,364.10
3133XHZK1	FEDERAL HOME LN BKS	60000.000	59,598.96	65,929.80
3134A4VC5	FEDERAL HOME LN MTG CORP	50000.000	48,767.80	52,184.00
3135G0JA2	FEDERAL NATL MTG ASSN	100000.000	100,905.17	100,504.00
3135G0NV1	FEDERAL NATL MTG ASSN	65000.000	65,147.40	65,217.10
3137EADB2	FEDERAL HOME LN MTG CORP	70000.000	67,233.25	69,862.10
3137EADJ5	FEDERAL HOME LN MTG CORP	150000.000	151,834.78	150,091.50
3138EG6D1	FEDERAL NATL MTG ASSN	97637.980	101,360.42	103,601.71
3138LVWU3	FEDERAL NATL MTG ASSN	66239.350	69,297.75	68,891.57
31411ELX3	FEDERAL NATL MTG ASSN	8882.298	8,576.98	9,607.98
31417D5D1	FEDERAL NATL MTG ASSN	54412.190	56,835.23	55,344.27
31620M106	FIDELITY NATL INFORMATION SVCS	751.000	36,383.47	41,109.74
323991307	MID CAP GROWTH CTF	47648.339	1,171,129.58	1,236,236.16
354613101	FRANKLIN RES INC	856.000	43,543.65	49,511.04
36962G5J9	GENERAL ELEC CAP CORP	65000.000	67,242.45	72,282.60
370334104	GENERAL MLS INC	1079.000	41,837.72	56,690.66
38141G104	GOLDMAN SACHS GROUP INC	438.000	47,276.60	73,338.72
38145C646	GOLDMAN SACHS STRATEGIC	270637.899	2,885,000.00	2,863,348.97
38259P706	GOOGLE INC	270.000	122,304.65	155,325.60

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

Balance Sheet

06/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
438516106	HONEYWELL INTL INC	616 000	38,707.13	57,257 20
452308109	ILLINOIS TOOL WKS INC	458 000	38,302.63	40,102 48
452327109	ILLUMINA INC	426.000	60,374.44	76,058 04
453142101	IMPERIAL TOBACCO GROUP PLC	249.000	21,188.44	22,394.56
459200101	INTERNATIONAL BUSINESS MACHS	215 000	26,245.05	38,973.05
464287507	ISHARES CORE S&P MID CAP ETF	4875.000	602,160.00	697,515 00
464287614	ISHARES RUSSELL 1000 GROWTH ETF	21055.000	1,899,914.77	1,914,531.15
464287655	ISHARES RUSSELL 2000 ETF	5730 000	596,493.00	680,781.30
466001864	IVY ASSET STRATEGY FUND	58035 776	1,805,000.00	1,865,850.20
46625H100	J P MORGAN CHASE & CO	2017.000	74,581.41	116,219.54
46625HHQ6	JPMORGAN CHASE & CO	45000.000	45,930.25	50,672.25
478160104	JOHNSON & JOHNSON	753 000	48,740.79	78,778.86
478366107	JOHNSON CTLS INC	654.000	16,227.67	32,654.22
53578A108	LINKEDIN CORP	414.000	57,928.71	70,988.58
539830109	LOCKHEED MARTIN CORP	347 000	30,938.86	55,773.31
544147101	LORILLARD INC	584 000	24,049.38	35,606.48
580135101	MCDONALDS CORP	150.000	13,573.24	15,111 00
582839106	MEAD JOHNSON NUTRITION CO	890.000	70,796.02	82,921 30
59156R108	METLIFE INC	1156.000	38,591.09	64,227 36
59156RAU2	METLIFE INC	55000.000	62,217.95	61,119.30
631103108	NASDAQ OMX GROUP	842.000	32,422.04	32,518.04
641069406	NESTLE S A	771 000	48,203.03	59,729.37
66989HAD0	NOVARTIS CAP CORP	40000 000	47,253.46	44,452.40
674599105	OCCIDENTAL PETE CORP DEL	462 000	21,862.34	47,415 06
675232102	OCEANEERING INTL INC	948.000	64,862.60	74,067.24
68389X105	ORACLE CORP	1034.000	27,784.13	41,908.02
68389XAP0	ORACLE CORP	60000 000	56,198.40	57,403 20
693390841	PIMCO HIGH YIELD FD	70534.914	657,078.19	689,126 11
693476BF9	PNC FDG CORP	40000.000	39,844.40	48,385.60
713448CK2	PEPSICO INC	55000 000	55,749.10	56,097.80
717081103	PFIZER INC	2697.000	51,672.92	80,046.96
718172109	PHILIP MORRIS INTL INC	981.000	85,652.73	82,708.11
73935S105	POWERSHARES DB COMMODITY	52840.000	1,377,922.06	1,404,487 20
740189105	PRECISION CASTPARTS CORP	450 000	73,175.15	113,580.00

TR U-W ROBERT M JEFFRESS-RES TR  
**54-6094925**  
**Balance Sheet**  
**06/30/2014**

**Bank of America**



<b>Cusip</b>	<b>Asset</b>	<b>Units</b>	<b>Basis</b>	<b>Market Value</b>
741503403	PRICELINE GROUP INC	92.000	45,512.59	110,676.00
742718DN6	PROCTER & GAMBLE CO	55000.000	54,168.40	62,117.55
744320102	PRUDENTIAL FINL INC	305.000	16,097.29	27,074.85
747525103	QUALCOMM INC	1282.000	75,807.92	101,534.40
790849103	ST JUDE MED INC	196.000	7,399.86	13,573.00
79466L302	SALESFORCE COM INC	2703.000	102,386.02	156,990.24
806857108	SCHLUMBERGER LTD	1287.000	104,737.86	151,801.65
808513105	SCHWAB CHARLES CORP NEW	2220.000	43,254.97	59,784.60
81762P102	SERVICENOW INC	1184.000	70,832.36	73,360.64
822582AR3	SHELL INTL FIN B V	75000.000	75,557.68	74,847.00
842400FR9	SOUTHERN CA EDISON CO	55000.000	60,159.19	59,387.35
848637104	SPLUNK INC	1264.000	66,821.78	69,937.12
855244109	STARBUCKS CORP	1588.000	98,166.75	122,879.44
857477103	STATE STR CORP	370.000	22,011.02	24,886.20
87612E106	TARGET CORP	559.000	29,534.96	32,394.05
87612EAZ9	TARGET CORP	50000.000	50,831.08	50,181.50
883556102	THERMO FISHER SCIENTIFIC CORP	302.000	12,088.69	35,636.00
88579Y101	3M CO	392.000	39,245.11	56,150.08
886547108	TIFFANY & CO NEW	901.000	70,714.72	90,325.25
887317303	TIME WARNER INC	545.000	37,528.41	38,286.25
89417E109	TRAVELERS COS INC	764.000	53,267.64	71,869.48
911312106	UNITED PARCEL SVC INC	435.000	33,925.07	44,657.10
912828B66	UNITED STATES TREAS NT	35000.000	35,403.49	35,795.55
912828EE6	UNITED STATES TREAS NT	30000.000	28,601.95	31,374.60
912828GH7	UNITED STATES TREAS NT	85000.000	81,905.47	93,672.55
912828HH6	UNITED STATES TREAS NT	75000.000	75,282.87	82,968.75
912828JR2	UNITED STATES TREAS NT	10000.000	10,142.32	10,999.20
912828LY4	UNITED STATES TREAS NT	20000.000	19,485.23	21,731.20
912828QN3	UNITED STATES TREAS NT	50000.000	53,902.80	53,379.00
912828RF9	UNITED STATES TREAS NT	70000.000	70,571.12	70,721.70
912828RM4	UNITED STATES TREAS NT	75000.000	75,868.74	75,703.50
912828SF8	UNITED STATES TREAS NTS	40000.000	41,055.58	39,378.00
912828TY6	UNITED STATES TREAS NT	100000.000	97,511.72	94,508.00
912828VS6	UNITED STATES TREAS NT	30000.000	29,730.47	30,178.20

TR U-W ROBERT M JEFFRESS-RES TR

54-6094925

Balance Sheet

06/30/2014

Bank of America



Cusip	Asset	Units	Basis	Market Value
912828WE6	UNITED STATES TREAS NT	65000.000	65,276.88	66,619.80
913017109	UNITED TECHNOLOGIES CORP	475.000	18,305.41	54,838.75
913017BH1	UNITED TECHNOLOGIES CORP	45000.000	43,930.35	46,721.70
921943858	VANGUARD FTSE DEVELOPED	32710 000	1,160,572.99	1,393,118.90
922908553	VANGUARD REIT	27615.000	1,815,145.83	2,066,706.60
92343V104	VERIZON COMMUNICATIONS INC	1609.000	78,144.22	78,728.37
92345Y106	VERISK ANALYTICS INC	1218.000	75,544.73	73,104.36
92826C839	VISA INC	550 000	66,362.32	115,890.50
928563402	VMWARE INC	736 000	61,069.24	71,252.16
92857W308	VODAFONE GROUP PLC NEW	329 000	16,668.59	10,985.31
92976GAD3	WACHOVIA BK NATL ASSN	75000.000	72,519.75	76,946.25
931142CZ4	WAL-MART STORES INC	60000.000	63,556.64	63,007.20
949746101	WELLS FARGO & CO	2370.000	89,675.62	124,567.20
961214BH5	WESTPAC BKG CORP	75000.000	80,026.00	76,914.00
99Z466197	INTERNATIONAL FOCUSED EQUITY	225652 008	2,385,041.86	2,813,767.71
G1151C101	ACCENTURE PLC	1069.000	70,251.24	86,417.96
G2554F113	COVIDIEN PLC	646.000	41,192.72	58,256.28
G27823106	DELPHI AUTOMOTIVE PLC	464.000	13,089.30	31,895.36
G29183103	EATON CORP PLC	325.000	23,062.32	25,083.50
H0023R105	ACE LTD	1441.000	115,954.95	149,431.70
Totals:		30,847,119.36	34,478,008.91	