



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation▶ Do not enter Social Security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No. 1545-0052

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning July 1, 2013, and ending June 30, 2014Name of foundation
Nibs & Edna Allen FoundationA Employer identification number
81-0480143Number and street (or P O box number if mail is not delivered to street address)
P O Box 1435

Room/suite

B Telephone number (see instructions)
509-534-3793City or town, state or province, country, and ZIP or foreign postal code
Miles City, MT 59301C If exemption application is pending, check here ☐G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name changeD 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ **2,620,370**
J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify) _____
(Part I, column (d) must be on cash basis.)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐**Part I Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments	540	540		
4 Dividends and interest from securities	58,338	58,338		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	50,808			
b Gross sales price for all assets on line 6a 346,500				
7 Capital gain net income (from Part IV, line 2)		50,808		
8 Net short-term capital gain			21,138	
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	109,686	109,686	21,138	
13 Compensation of officers, directors, trustees, etc.	6,750	675		6,075
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16a Legal fees (attach schedule)	2,867			2,867
b Accounting fees (attach schedule)	1,480			1,480
c Other professional fees (attach schedule)	27,057	21,646		5,411
17 Interest				
18 Taxes (attach schedule) (see instructions)	1,093			
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings	3,879	388		3,491
22 Printing and publications				
23 Other expenses (attach schedule)	1,183	118		1,065
24 Total operating and administrative expenses. Add lines 13 through 23	44,309	22,827		20,389
25 Contributions, gifts, grants paid	107,255			107,255
26 Total expenses and disbursements. Add lines 24 and 25	151,564	22,827		127,644
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	(41,878)			
b Net investment income (if negative, enter -0-)		86,859		
c Adjusted net income (if negative, enter -0-)			21,138	

Revenue
Operating and Administrative Expenses

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	24,729	11,155	11,155
	2 Savings and temporary cash investments	403,816	303,013	303,013
	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			
	10a Investments—U.S. and state government obligations (attach schedule)	1,570,685	1,591,282	2,127,106
	b Investments—corporate stock (attach schedule)	128,444	180,346	179,096
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
Liabilities	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	2,127,674	2,085,796	2,620,370
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	None	None	
	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.			
	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 Total net assets or fund balances (see instructions)	2,127,674	2,085,796	
	31 Total liabilities and net assets/fund balances (see instructions)	2,127,674	2,085,796	

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	2,127,674
2 Enter amount from Part I, line 27a	2	(41,878)
3 Other increases not included in line 2 (itemize) ▶	3	
4 Add lines 1, 2, and 3	4	2,085,796
5 Decreases not included in line 2 (itemize) ▶	5	
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,085,796

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	Schedule attached			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 346,500		295,692	50,808
b			
c			
d			
e			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			50,808
b			
c			
d			
e			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	50,808
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	21,138

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	120,790	2,354,396	.051304
2011	107,209	2,284,464	.046930
2010	149,071	2,415,051	.061726
2009	147,346	2,295,231	.064196
2008	43,443	2,158,377	.019664

2 Total of line 1, column (d)	2	.243820
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	.048764
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	2,529,988
5 Multiply line 4 by line 3	5	123,372
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	869
7 Add lines 5 and 6	7	124,241
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	127,644

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)			
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	1	869	
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		
3	Add lines 1 and 2	3	869	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	869	
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,293	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,293	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	424	
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax 424 Refunded	11		

Part VII-A Statements Regarding Activities

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?	Yes	No
1a			X
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?		X
1b			
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file Form 1120-POL for this year?		X
1c			
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ <u>None</u> (2) On foundation managers. ► \$ <u>None</u>		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ <u>None</u>		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.	2	X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.	5	X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► <u>Montana</u>		
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV	9	X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ None				
14	The books are in care of ▶ Charles Hand	Telephone no. ▶ 509-534-3793		
Located at ▶ 1015 E Rockwood Blvd., Spokane, WA		ZIP+4 ▶ 99203-3311		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here.	▶ <input type="checkbox"/>		
and enter the amount of tax-exempt interest received or accrued during the year		15		
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ▶				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 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)?	1b	X
Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>			
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		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	X
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) ☐ Yes ☒ No(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ Nob 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)? ☐ Yes ☒ NoOrganizations relying on a current notice regarding disaster assistance check here ☐c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No

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

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

If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ Nob If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No**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
Schedule attached		6,750		4,478

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 ☐

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

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

Expenses

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

Amount

Total. Add lines 1 through 3

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:		2,279,606
a	Average monthly fair market value of securities	1a	
b	Average of monthly cash balances	1b	285,910
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,568,516
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	
3	Subtract line 2 from line 1d	3	2,568,516
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	38,528
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,529,988
6	Minimum investment return. Enter 5% of line 5	6	126,499

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	126,499
2a	Tax on investment income for 2013 from Part VI, line 5	2a	869
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	869
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	125,630
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	125,630
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	125,630

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		127,644
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	
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	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	127,644
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	869
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	126,775

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				125,630
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010 6,169				
d From 2011				
e From 2012 4,312				
f Total of lines 3a through e	10,481			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 127,644				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				125,630
e Remaining amount distributed out of corpus	2,014			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:	12,495			
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
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				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	12,495			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010 6,169				
c Excess from 2011				
d Excess from 2012 4,312				
e Excess from 2013 2,014				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the 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).)
- None
- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.
- None
- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here ☐ 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:
- Address to the Foundation.
- b** The form in which applications should be submitted and information and materials they should include:
- Written application indicating name and address of applicant, description/purpose of request evidence of 501(c)(3) status or equivalent.
- c** Any submission deadlines: Foundation has two grant cycles per year, generally in May and September. Minimum two week review of request.
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: Preference is given to Southeast Montana.

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
Schedule attached	None are individuals			
Total			▶ 3a	107,255
b Approved for future payment				
Total			▶ 3b	None

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue:					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments					
3	Interest on savings and temporary cash investments					540
4	Dividends and interest from securities					58,338
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					50,808
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)					109,686
13	Total. Add line 12, columns (b), (d), and (e)					109,686

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

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

[illegible]

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

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

[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

13/6/14
Date

Treasurer
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name
Douglas H. Benge

Preparer's signature

Date _____

Check ☐ if self-employed

PTIN
P00640258

Firm's name ▶	Rowland, Thomas & Company
Firm's address ▶	Box 610, Miles City, MT 59301

Firm's EIN ▶	81-0189780
Phone no.	406-234-4241

Nibs & Edna Allen Foundation
June 30, 2014
81-0480143

Part I:	<u>Total</u>	<u>Investment</u>	<u>Charity</u>
Line 16a: Legal (re: tax & compliance)	\$ 2,867	\$	\$ 2,867
Line 16b: Accounting-(annual form 990PF)	1,480		1,480
Line 16c: Investment mgmt. & advisory	27,057	21,646	5,411
Line 23: Other expense:			
Postage & office	668	66	602
Sec. of State fees	15	2	13
Prof. membership	500	50	450
Line 18: Taxes:			
Sec. 4940 tax	700		
Foreign tax on investments	393		

Part VIII:				<u>Travel & Admin.</u>
<u>Name & Address</u>	<u>Title</u>	<u>Hours/Week</u>	<u>Compensation</u>	<u>Expense (Reimb.)</u>
Marilou Green 2019 15 th St West Billings, MT 59102	Director	1	\$ 750	\$ 327
William Hand 11704 Blue Smoke Trail Reston, VA 20191	Board Chmn.	1	750	262
Robert Lucas 200 Mississippi Miles City, MT 59301	Director	1	750	289
Edna Mae Jensen 808 S. Stacy Miles City, MT 59301	President	1	750	616
Linda Rutherford 3125 Ave. E. Billings, MT 59102	Director	1	750	
Carolyn Petersohn 806 Wyoming Billings, MT 59101	Director	1	None	
Rose Hand 1413 SW Logos Dr. Lee's Summit, MO 64081	Director	1	750	1,144
Charles Hand 1015 E Rockwood Blvd Spokane, WA 99203	Treasurer	1	750	1,790
Nancy Larson 5085 W 136 th Ave., Apt. 128 Broomfield, CO 80023	Director	1	750	
George Hand 58 Tanglewood Rd Newnan, GA 30263	Secretary	1	<u>750</u>	<u>50</u>
			\$ <u>6,750</u>	\$ <u>4,478</u>

Nibs & Edna Allen Foundation
Schedule of Investments
June 30, 2014
81-0480143

Part II, Lines 10(b) & (c):

Corporate stock:

	Book Value	FMV
8809.129 Putnam Fltg. Rate Fd.	\$ 78,164	\$ 79,370
6542.4087 Ridgeworth Seiz Hi-Yld. Fd.	61,302	66,013
1006.711 Dreyfus Emerging Mkts.	15,000	14,718
1653.088 Pimco Foreign Bd. Fd.	17,754	18,002
9384.621 Western Asset Emerg. Mkt.	49,506	51,240
300 Comcast	11,417	16,104
275 Johnson Controls	7,896	13,731
200 Target	12,592	11,590
175 TJX	7,845	9,301
200 Walt Disney	10,456	17,148
150 CVS/Caremark	7,218	11,306
100 Monster Bev.	5,611	7,103
75 Apache	6,469	7,546
75 Chevron	8,743	9,791
150 National Oilwell	10,963	12,353
75 Affiliated Managers	9,211	15,405
100 Berkshire Hathaway	8,812	12,656
25 Blackrock	7,861	7,990
250 Citigroup	12,142	11,775
150 CME Group	8,609	10,642
75 Goldman Sachs	8,553	12,558
275 JP Morgan Chase	11,913	15,846
250 US Bancorp	8,577	10,830
150 Baxter	10,348	10,845
175 Gilead Sciences	6,514	14,509
75 McKesson	9,303	13,966
100 Thermo Fisher	5,897	11,800
175 United Health	9,730	14,306
150 Boeing	10,476	19,084
100 Cummins	13,256	15,429
300 Union Pacific	17,755	29,925
100 United Parcel	7,176	10,266
100 3M	9,258	14,324
315 Apple	30,235	29,273
700 Cisco	13,475	17,395
400 EMC Corp.	10,801	10,536
15 Google Cl-A	5,687	8,770
15 Google Cl-C	5,668	8,629
50 IBM	9,229	9,064
300 Microsoft	8,973	12,510
250 Oracle	7,875	10,133
150 Celanese	6,381	9,642
100 Anheuser Busch	8,536	11,494
75 BHP Billiton	5,146	5,134
75 Diageo	8,430	9,545
129 Eaton	6,696	9,956
275 HSBC	14,726	13,970
100 Nestle	6,333	7,767
100 Schlumberger	7,597	11,795
150 Total S.A.	7,509	10,830
4885 Russell Ishares	276,367	444,193
515 S & P Midcap Ishares 400 Gr.	40,111	80,896
534 S & P Midcap Ishares 400 Val.	35,968	67,775
6431 S & P Smallcap Ishares 600 Gr.	39,758	77,668
500 S & P Smallcap Ishares 600 Val.	30,192	57,715

1875 MSCI Eafe Ishares	113,418	128,194
3105.335 Tweedy Browne	76,515	86,577
1196.732 Diamond Hill L/S Fd.	18,430	28,518
1388.183 Merger Fd.	22,139	22,863
2500 Powershares Listed Private Eq.	22,650	30,825
3177 Powershares DB Commodity	75,231	84,445
1407 SPDR Wilshire Int'l	54,198	62,246
1065 Vanguard REIT Viper	56,681	79,705
1968.504 AQR Mgd. Fut. Fd.	20,000	19,764
1746.725 ASG Global Alternatives	20,000	19,703
1862.197 Driehaus Active	20,000	19,981
1484.781 Robeco Boston Ptr L/S	20,000	22,123
	<u>\$ 1,591,282</u>	<u>\$ 2,127,106</u>

Corporate bonds:

25,000 PB Capital Mkts.	\$ 26,147	\$ 25,776
50,000 EI DuPont DeNemour	51,034	50,807
50,000 General Electric	51,263	50,650
25,000 Bank of Montreal	25,879	26,007
25,000 Medtronic	26,023	25,856
	<u>\$ 180,346</u>	<u>\$ 179,096</u>

Nibs & Edna Allen Foundation
Grants and Contributions
June 30, 2014
81-0480143

<u>Name and address</u>	<u>Recipient</u>	<u>Purpose</u>	<u>Amount</u>
Range Riders, Inc. Miles City, MT	501(c) (3) Charity	Roof Repairs	\$ 9,500
Garfield Elementary School, Miles City, MT	Gov't Entity	Educational Materials	1,400
Lincoln Elementary School, Miles City, MT	Gov't Entity	Playground Support	1,000
Custer County Historical Society, Inc., Miles City, MT	501(c) (3) Charity	Historical Publ. Support	3,000
Kinsey Elementary School, Kinsey, MT	Gov't Entity	Classroom Support	215
Custer County Comm. Table, Miles City, MT	501 (c) (3) Charity	Operational Support	2,500
Miles City Unified School Dist., Miles City, MT	Gov't Entity	School Band Support	3,000
Miles City Convent Keepers, Miles City, MT	501 (c) (3) Charity	Facility Support	3,000
Outlaw Baseball Club, Miles City, MT	501 (c) (3) Charity	Transportation Support	5,000
First Lutheran Church Fdn. of Miles City, Miles City, MT	501 (c) (3) Charity	Childcare Playground Equipment	5,000
Miles Community College Endowment, Miles City, MT	Gov't Entity	Facility Support	5,000
Highland Park School, Miles City, MT	Gov't Entity	Educational Materials	1,100
Jefferson Elementary School, Miles City, MT	Gov't Entity	Educational Materials	1,050
Keep Miles City Beautiful, Miles City, MT	501 (c) (3) Charity	Pine Hills Park Project	5,000
Miles City Bluegrass Festival, Inc., Miles City, MT	501 (c) (3) Charity	Festival Support	1,500
Range Riders, Inc., Miles City, MT	501 (c) (3) Charity	Facility Repair	8,900
Miles City Unified School Dist., Miles City, MT	Gov't Entity	Educational Materials	500
Miles Community College Endowment, Miles City, MT	501 (c) (3) Charity	Basketball Program	1,000
Miles Community College Endowment, Miles City, MT	501 (c) (3) Charity	Rodeo Scholarships (Selected by Grantee)	2,760
Miles Community College Endowment, Miles City, MT	501 (c) (3) Charity	Basketball Scholar- ships (selected by Grantee)	8,280
Waterworks Art Museum, Miles City, MT	501 (c) (3) Charity	Art Education	7,000
Garfield Elementary School, Miles City, MT	Gov't Entity	Playground Equipment	5,000
Garfield Elementary School, Miles City, MT	Gov't Entity	Educational Materials	1,650
Lincoln Elementary School, Miles City, MT	Gov't Entity	Developmental Reading Program	2,000
Developmental Educational Assistance Program of Southeastern, Miles City, MT	501 (c) (3) Charity	Educational Materials	800
Sacred Heart School, Miles City, MT	501 (c) (3) Charity	Facility Support	3,000

Knights of Columbus Montana-Lineth Dakota Allstar Football Game, Miles City, MT	501 (c) (3) Charity	Badlands Bowl Game Support	1,600
Custer County Food Bank, Inc. Miles City, MT	501 (c) (3) Charity	Operational Support	1,500
Custer County Educational Foundation, Inc., Miles City, MT	501 (c) (3) Charity	Scholarships (selected by Grantee)	<u>16,000</u>
			\$ <u><u>107,255</u></u>

Nibs and Edna Allen Foundation
Schedule of Gains and Losses
June 30, 2014
81-0480143

	How Acq'd	Purchase Date	Sale Date	Sale Price	Cost	S.T. Gain (Loss) \$	L.T. Gain (Loss) \$
100 Abbott Labs	P	9-28-12	9-12-13	3,358	3,299	59	
100 Abbvie	P	9-28-12	9-12-13	4,393	3,577	816	
25 Affiliated Mgrs. Grp.	P	9-28-12	9-12-13	4,497	3,070	1,427	
100 Aflac	P	9-28-12	9-12-13	5,866	4,776	1,090	
200 Aflac	P	9-28-12	6-13-14	12,648	9,552		3,096
5 Apple	P	9-28-12	2-13-14	2,651	3,359		(708)
25 BHP Billiton	P	9-28-12	9-12-13	1,642	1,715	(73)	
50 Boeing	P	9-28-12	9-12-13	5,346	3,492	1,854	
100 Capital One	P	9-28-12	4-4-14	7,669	5,690		1,979
200 Cisco	P	9-28-12	9-12-13	4,756	3,850	906	
50 CME Group	P	9-28-12	9-12-13	3,614	2,869	745	
125 Coach	P	9-9-13	6-30-14	4,256	6,677	(2,421)	
25 Diaeco	P	9-28-12	9-12-13	3,099	2,810	289	
422.297 Diamond Hill Fd.	P	7-14-10	6-25-14	10,000	6,503		3,497
200 EMC Corp.	P	9-28-12	9-12-13	5,326	5,448	(122)	
25 Eaton Corp.	P	12-03-12	9-12-13	1,687	1,298	389	
25 Goldman Sachs	P	9-28-12	9-12-13	3,968	2,851	1,117	
5 Google	P	9-28-12	11-19-13	5,194	3,785		1,409
5 Google	P	9-28-12	2-13-14	5,858	3,785		2,073
500 Intel	P	9-28-12	9-12-13	11,457	11,370	87	
50 IBM	P	9-9-13	12-18-13	8,672	9,229	(557)	
200 Ishares Russell 1000	P	9-28-12	9-12-13	15,370	13,366	2,004	
75 Ishares Russell 1000	P	9-28-12	6-27-14	6,811	5,012		1,799
100 Ishares S & P Midcap	P	9-28-12	9-12-13	13,576	11,189	2,387	
100 Ishares S & P Midcap	P	11-14-11	9-12-13	10,547	7,577		2,970
100 Ishares S & P Smcap	P	9-28-12	9-12-13	10,482	8,386	2,096	
50 Ishares S & P Smcap	P	9-28-12	9-12-13	4,931	3,969	962	
25 JP Morgan Chase	P	9-28-12	9-12-13	1,316	1,011	305	
100 Microsoft	P	9-28-12	9-12-13	3,156	2,991	165	
100 Novartis	P	9-28-12	9-12-13	7,566	6,130	1,436	
25 Nov	P	9-9-13	6-13-14	818	792	26	
150 Oracle	P	9-28-12	9-12-13	4,902	4,725	177	
125 Powershares DB Comm	P	5-7-12	9-12-13	3,314	3,384	(70)	
350 Powershares DB Comm	P	9-28-12	9-12-13	9,278	10,038	(760)	
275 Powershares DB Comm	P	2-17-10	9-12-13	7,290	6,512		778
985 Powershares DB listed	P	8-31-12	9-12-13	11,465	9,080		2,385
980 Powershares DB Listed	P	9-15-10	9-12-13	10,476	8,451		2,025
115 Powershares DB Listed	P	8-31-12	6-27-14	1,405	1,060		345
1385 Powershares DB Listed	P	2-17-10	6-27-14	16,926	12,548		4,378
1331.853 Putnam Fltg. Rate	P	6-14-13	6-25-14	12,000	11,920		80
108.393 Ridgeworth	P	11-14-11	9-10-13	1,077	1,020		57
394.625 Ridgeworth	P	7-14-10	9-10-13	3,923	3,698		225
200 Teva Pharm.	P	9-28-12	9-12-13	7,638	8,314	(676)	
953.107 Tweedy Browne	P	9-28-12	9-10-13	25,000	23,485	1,515	
50 Union Pacific	P	9-28-12	9-12-13	7,788	5,919	1,869	

50 United Parcel	P	9-28-12	9-12-13	4,347	3,588	759	1,491
50 United Parcel	P	9-28-12	12-18-13	5,079	3,588		
50 Unitedhealth	P	9-28-12	9-12-13	3,701	2,780	921	
150 Vodaphone	P	9-28-12	9-12-13	4,962	4,282	680	
50 Walt Disney	P	9-28-12	9-12-13	3,073	2,614	459	
50 3M	P	9-28-12	9-12-13	5,836	4,629	1,207	
50 3M	P	9-28-12	2-13-14	6,490	4,629		1,861
				<u>\$ 346,500</u>	<u>\$ 295,692</u>	<u>\$ 21,138</u>	<u>\$ 29,670</u>