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 8/1/2013 **, and ending** 7/31/2014

Name of foundation: BOWKER FOUNDATION TRUST

A Employer identification number: 35-6072377

Number and street (or P O box number if mail is not delivered to street address): Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041
Room/suite:

B Telephone number (see instructions): (888) 730-4933

City or town: Winston Salem
State: NC
ZIP code: 27101-3818

Foreign country name:
Foreign province/state/county:
Foreign postal code:

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 1,704,216

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	32,218	31,308		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	48,509			
	b	Gross sales price for all assets on line 6a 625,100				
	7	Capital gain net income (from Part IV, line 2)		48,509		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	80,727	79,817	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	25,003	18,752		6,251
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	1,459			1,459
	c	Other professional fees (attach schedule)	1,546			1,546
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	1,921	719		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	5	5		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	29,934	19,476	0	9,256
	25	Contributions, gifts, grants paid	81,000			81,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	110,934	19,476	0	90,256
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	-30,207			
	b	**Net investment income** (if negative, enter -0-)		60,341		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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Form **990-PF** (2013)

2nc

		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			
	2	Savings and temporary cash investments	15,168	68,556	68,556
	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)			
	b	Investments—corporate stock (attach schedule)	210,221	204,126	305,480
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment. basis ▶			
		Less. accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,234,443	1,156,718	1,330,180
	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)	1,459,832	1,429,400	1,704,216
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	1,459,832	1,429,400	
	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)	1,459,832	1,429,400	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,459,832	1,429,400	

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	1,459,832
2	Enter amount from Part I, line 27a	2	-30,207
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	1,429,625
5	Decreases not included in line 2 (itemize) ▶ COST BASIS ADJUSTMENT	5	225
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,429,400

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(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				0
b				0
c				0
d				0
e				0

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				0
b				0
c				0
d				0
e				0

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	48,509
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) 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	70,456	1,588,971	0 044341
2011	71,304	1,499,548	0.047550
2010	76,256	1,565,300	0 048717
2009	70,762	1,457,750	0 048542
2008	87,673	1,369,401	0 064023

2	**Total** of line 1, column (d)	2	0 253173
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 050635
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	1,660,339
5	Multiply line 4 by line 3	5	84,071
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	603
7	Add lines 5 and 6	7	84,674
8	Enter qualifying distributions from Part XII, line 4	8	90,256

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______________ **(attach copy of letter if necessary—see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			**1**	603
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			**2**	0
3	Add lines 1 and 2			**3**	603
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**	603
6	Credits/Payments				
a	2013 estimated tax payments and 2012 overpayment credited to 2013	**6a**	941		
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**	941
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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**	0
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			**10**	338
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax ▶** 338 **Refunded** ▶			**11**	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	**1a**		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	**1b**		X
	If the answer is "Yes" to **1a** *or* **1b**, *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c	Did the foundation file **Form 1120-POL** for this year?	**1c**		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: **(1)** On the foundation ▶ $ ______________ **(2)** On foundation managers. ▶$ ______________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______________			
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**	N/A	
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) ▶ IN			
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)*

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

Website address ▶ N/A

14 The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933

Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041**—Check here ▶ ☒

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 407

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

If "Yes" to 6b, file Form 8870

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation (If not paid, enter -0-)	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
Wells Fargo Bank N A Trust Tax Dept 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	TRUSTEE 4 00	25,003		

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

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1		Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes:			
	a	Average monthly fair market value of securities		1a	1,624,471
	b	Average of monthly cash balances		1b	61,152
	c	Fair market value of all other assets (see instructions)		1c	
	d	**Total** (add lines 1a, b, and c)		1d	1,685,623
	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	1,685,623
4		Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)		4	25,284
5		**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,660,339
6		**Minimum investment return.** Enter 5% of line 5		6	83,017

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	83,017
2a		Tax on investment income for 2013 from Part VI, line 5	2a	603		
	b	Income tax for 2013 (This does not include the tax from Part VI)	2b			
	c	Add lines 2a and 2b			2c	603
3		Distributable amount before adjustments Subtract line 2c from line 1			3	82,414
4		Recoveries of amounts treated as qualifying distributions			4	
5		Add lines 3 and 4			5	82,414
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	82,414

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	90,256
	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	90,256
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	603
6		**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	89,653

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				82,414
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			67,693	
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				
d From 2011				
e From 2012				
f **Total** of lines 3a through e	0			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ $ 90,256				
a Applied to 2012, but not more than line 2a			67,693	
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				22,563
e Remaining amount distributed out of corpus				
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:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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			0	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				59,851
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				
10 Analysis of line 9.				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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

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					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

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

WELLS FARGO BANK ATTN JENNIFER KING □□111 EAST WAYNE ST FORT FORT WAYNE, IN 46802 (260) 461-6458

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

LETTER

c Any submission deadlines:

NONE

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

WOMEN'S ORGANIZATIONS IN ALLEN COUNTY, INDIANA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Attached Statement				
Total			▶ **3a**	81,000
b *Approved for future payment* NONE				
Total			▶ **3b**	0

Part XVI-A Analysis of Income-Producing Activities

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					
4 Dividends and interest from securities			14	32,218	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	48,509	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		80,727	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 80,727

(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

(a) Line no	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements
		Not Applicable	

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

▶ SVP Wells Fargo Bank N A | 11/6/2014 | ▶ SVP Wells Fargo Bank N A.

Signature of officer or trustee | Date | 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	Preparer's signature	Date	Check ☒ if self-employed	PTIN
JOSEPH J CASTRIANO		11/6/2014		P01251603

Firm's name ▶ PricewaterhouseCoopers, LLP | Firm's EIN ▶ 13-4008324

Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777 | Phone no 412-355-6000

BOWKER FOUNDATION TRUST

Security Type	**Asset Name**	**FMV**	**Fed Cost**
Savings & Temp Inv	WF ADV GOVT MM FD-INSTL #1751	66,696.32	66,696.32
Savings & Temp Inv	WF ADV GOVT MM FD-INSTL #1751	1,870.09	1,870.09
Total Savings & Temporary Investments		**68,566.41**	**68,566.41**
Invest - Corp Stock	AFFILIATED MANAGERS GROUP, INC COM	6,973.75	3,060.03
Invest - Corp Stock	APACHE CORP	5,851.62	5,025.95
Invest - Corp Stock	APPLE INC	16,634.40	6,792.33
Invest - Corp Stock	BAXTER INTL INC	6,049.89	5,657.55
Invest - Corp Stock	BOEING CO	6,024.00	3,405.70
Invest - Corp Stock	CVS/CAREMARK CORPORATION	7,636.00	3,022.00
Invest - Corp Stock	CISCO SYSTEMS INC	8,250.21	5,623.34
Invest - Corp Stock	CUMMINS INC.	6,551.33	6,268.10
Invest - Corp Stock	DIAGEO PLC - ADR	4,568.36	2,852.28
Invest - Corp Stock	WALT DISNEY CO	11,851.44	5,705.48
Invest - Corp Stock	E M C CORP MASS	6,035.80	5,475.13
Invest - Corp Stock	GILEAD SCIENCES INC	8,514.15	1,811.58
Invest - Corp Stock	INTERNATIONAL BUSINESS MACHS CORP	4,408.41	4,720.30
Invest - Corp Stock	JOHNSON CONTROLS INC	6,519.12	4,357.94
Invest - Corp Stock	MICROSOFT CORP	6,171.88	4,225.65
Invest - Corp Stock	NATIONAL OILWELL INC COM	6,888.40	5,514.17
Invest - Corp Stock	NESTLE S.A. REGISTERED SHARES - ADR	5,116.35	3,477.60
Invest - Corp Stock	ORACLE CORPORATION	6,220.06	4,557.57
Invest - Corp Stock	SCHLUMBERGER LTD	8,454.42	6,948.20
Invest - Corp Stock	TJX COS INC NEW	5,329.00	2,879.47
Invest - Corp Stock	THERMO FISHER SCIENTIFIC INC	6,075.00	2,566.63
Invest - Corp Stock	TOTAL S.A. - ADR	6,772.50	5,336.33
Invest - Corp Stock	UNION PACIFIC CORP	9,437.76	4,726.18
Invest - Corp Stock	MCKESSON CORP	7,482.54	3,697.14
Invest - Corp Stock	GOOGLE INC-CL C	10,288.80	8,274.32
Invest - Corp Stock	GOLDMAN SACHS GROUP INC	5,186.10	4,191.65
Invest - Corp Stock	HSBC - ADR	8,542.40	8,449.05
Invest - Corp Stock	UNITED PARCEL SERVICE-CL B	4,757.41	3,200.98
Invest - Corp Stock	TARGET CORP	8,223.42	7,037.47
Invest - Corp Stock	UNITEDHEALTH GROUP INC	9,401.80	5,539.74
Invest - Corp Stock	BLACKROCK INC	4,266.22	4,358.56
Invest - Corp Stock	BHP BILLITON LIMITED - ADR	3,056.87	3,863.55
Invest - Corp Stock	JPMORGAN CHASE & CO	8,419.82	6,231.06
Invest - Corp Stock	US BANCORP DEL NEW	6,430.59	4,279.02
Invest - Corp Stock	ANHEUSER-BUSCH INBEV SPN ADR	6,370.82	3,123.98
Invest - Corp Stock	CHEVRON CORP	5,040.36	1,865.86
Invest - Corp Stock	3M CO	4,931.15	3,014.02
Invest - Corp Stock	BERKSHIRE HATHAWAY INC.	10,159.83	7,012.81
Invest - Corp Stock	COMCAST CORP CLASS A	8,972.91	3,697.38
Invest - Corp Stock	CELANESE CORP	4,249.33	3,045.71
Invest - Corp Stock	CITIGROUP INC.	7,336.50	7,490.26
Invest - Corp Stock	MONSTER BEVERAGE CORP	3,965.52	2,785.37
Invest - Corp Stock	EATON CORP PLC	5,705.28	4,339.10
Invest - Corp Stock	CME GROUP INC	6,358.84	4,619.08
Total Corporate Stock		**305,480.36**	**204,125.62**

BOWKER FOUNDATION TRUST

Security Type	Asset Name	FMV	Fed Cost
Invest - Other	ARTISAN INTERNATIONAL FUND #661	100,421.17	70,210.55
Invest - Other	DODGE & COX INCOME FD COM #147	55,878.38	54,816.93
Invest - Other	MERGER FD SH BEN INT #260	34,599.19	33,437.61
Invest - Other	PIMCO TOTAL RET FD-INST #35	55,662.16	55,879.02
Invest - Other	PIMCO FOREIGN BD FD USD H-INST #103	13,130.82	12,711.23
Invest - Other	T ROWE PRICE SHORT TERM BD FD #55	27,883.32	27,919.84
Invest - Other	ARTISAN MID CAP FUND-INS #1333	67,743.22	56,884.49
Invest - Other	FID ADV EMER MKTS INC- CL I #607	26,081.96	24,848.60
Invest - Other	DREYFUS INTERNATL BOND FD CL I #6094	13,055.02	12,966.00
Invest - Other	DODGE & COX INT'L STOCK FD #1048	102,105.33	72,428.67
Invest - Other	DREYFUS EMG MKT DEBT LOC C-I #6083	42,879.03	41,933.48
Invest - Other	DRIEHAUS ACTIVE INCOME FUND	34,757.20	34,790.94
Invest - Other	JP MORGAN MID CAP VALUE-I #758	68,666.77	48,384.54
Invest - Other	NUVEEN HIGH YIELD MUNI BD-R #1668	29,713.77	29,223.00
Invest - Other	ASG GLOBAL ALTERNATIVES-Y #1993	59,596.84	61,706.18
Invest - Other	VANGUARD REIT VIPER	69,956.60	27,959.82
Invest - Other	AQR MANAGED FUTURES STR-I #15213	25,702.08	26,031.80
Invest - Other	STRATTON SM-CAP VALUE FD #37	46,816.52	48,793.00
Invest - Other	JPMORGAN HIGH YIELD FUND SS #3580	30,756.11	30,758.00
Invest - Other	T ROWE PRICE INST FLOAT RATE #170	26,037.84	26,138.00
Invest - Other	OPPENHEIMER DEVELOPING MKT-I #799	175,140.98	149,695.90
Invest - Other	SPDR DJ WILSHIRE INTERNATIONAL REAL	69,004.62	57,398.08
Invest - Other	ROBECO BP LNG/SHRT RES-INS	25,865.12	23,327.28
Invest - Other	NEUBERGER BERMAN LONG SH-INS #1830	34,449.24	34,852.00
Invest - Other	KALMAR GR W/ VAL SM CAP-INS #4	44,311.95	39,117.30
Invest - Other	CREDIT SUISSE COMM RET ST-I #2156	49,964.76	54,506.14
Invest - Other		-	-
Total Other Investments		**1,330,180.00**	**1,156,718.40**

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
HOPE CENTER
Street
4705 ILLINOIS ROAD
City FORT WAYNE **State** IN **Zip Code** 46804 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 7,000

Name
HOPE HOUSE
Street
1129 GARDEN STREET
City FORT WAYNE **State** IN **Zip Code** 46802 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 7,500

Name
CEDAR'S HOPE
Street
527 W BERRY STREET
City FORT WAYNE **State** IN **Zip Code** 46802 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 7,500

Name
PARKVIEW FOUNDATION
Street
2200 RANDALLIA DRIVE
City FORT WAYNE **State** IN **Zip Code** 46805 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 5,000

Name
GIRL SCOUTS OF NORTHERN IN MICHIANA
Street
10008 DUPONT CIR DR E
City FORT WAYNE **State** IN **Zip Code** 46825 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 10,000

Name
CENTER FOR NON-VIOLENCE
Street
235 WEST CREIGHTON
City FORT WAYNE **State** IN **Zip Code** 46807 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 9,000

BOWKER FOUNDATION TRUST 35-6072377 Page 2 of 2

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name
INTERNATIONAL HOUSE
Street
429 E DUPONT ROAD
City FORT WAYNE **State** IN **Zip Code** 46825 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 5,000

Name
YWCA NORTHEAST INDIANA, INC
Street
1610 SPY RUN DRIVE
City FORT WAYNE **State** IN **Zip Code** 46805 **Foreign Country**
Relationship NONE **Foundation Status** PC
Purpose of grant/contribution GENERAL SUPPORT GRANT **Amount** 30,000

Name
Street
City **State** **Zip Code** **Foreign Country**
Relationship **Foundation Status**
Purpose of grant/contribution **Amount**

Name
Street
City **State** **Zip Code** **Foreign Country**
Relationship **Foundation Status**
Purpose of grant/contribution **Amount**

Name
Street
City **State** **Zip Code** **Foreign Country**
Relationship **Foundation Status**
Purpose of grant/contribution **Amount**

Name
Street
City **State** **Zip Code** **Foreign Country**
Relationship **Foundation Status**
Purpose of grant/contribution **Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	15,203
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	625 100	576,591	48,509
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	AQR MANAGED FUTURES ST	00203H859			7/22/2013		8/6/2013	1,027	1,010				0	17
2	X	AQR MANAGED FUTURES ST	00203H859			7/22/2013		10/14/2013	15,544	15,716				0	-172
3	X	AQR MANAGED FUTURES ST	00203H859			1/31/2014		7/8/2014	101	103				0	-2
4	X	ANHEUSER-BUSCH INBEV SP	03524A108			9/6/2011		1/28/2014	886	477				0	409
5	X	APACHE CORP	037411105			3/19/2010		1/28/2014	904	1,120				0	-216
6	X	APPLE INC	037833100			2/15/2013		10/14/2013	993	923				0	70
7	X	APPLE INC	037833100			2/15/2013		1/28/2014	1,015	923				0	92
8	X	ARTISAN INTERNATIONAL FU	04314H204			5/12/2008		8/6/2013	4,775	4,825				0	-50
9	X	ARTISAN MID CAP FUND-INS	04314H600			1/31/2014		5/1/2014	1,393	1,453				0	-60
10	X	ARTISAN MID CAP FUND-INS	04314H600			4/13/2012		5/1/2014	3,046	2,580				0	466
11	X	BERKSHIRE HATHAWAY INC	084670702			5/8/2008		10/14/2013	811	599				0	212
12	X	BOEING CO	097023105			3/17/2011		1/28/2014	824	409				0	415
13	X	CME GROUP INC	12572Q105			8/30/2012		1/28/2014	877	654				0	223
14	X	CVS/CAREMARK CORPORATI	126650100			11/15/2010		10/14/2013	717	363				0	354
15	X	CAPITAL ONE FINANCIAL COF	14040H105			3/19/2010		1/28/2014	851	482				0	369
16	X	CAPITAL ONE FINANCIAL COF	14040H105			3/19/2010		3/25/2014	5,499	2,933				0	2,566
17	X	CELANESE CORP	150870103			6/15/2011		6/11/2014	964	733				0	231
18	X	DREYFUS EMG MKT DEBT LO	261980494			1/18/2011		5/1/2014	777	801				0	-24
19	X	DREYFUS EMG MKT DEBT LO	261980494			3/5/2012		5/1/2014	166	171				0	-5
20	X	DREYFUS EMG MKT DEBT LO	261980494			3/5/2012		7/8/2014	8,540	8,429				0	111
21	X	DREYFUS EMG MKT DEBT LO	261980494			7/22/2013		7/8/2014	9,917	9,680				0	237
22	X	DRIEHAUS ACTIVE INCOME F	262028855			7/22/2013		8/6/2013	430	430				0	0
23	X	DRIEHAUS ACTIVE INCOME F	262028855			7/22/2013		1/28/2014	8,840	8,807				0	33
24	X	DRIEHAUS ACTIVE INCOME F	262028855			5/5/2014		7/8/2014	1,187	1,190				0	-3
25	X	DRIEHAUS ACTIVE INCOME F	262028855			7/22/2013		7/8/2014	6,235	6,235				0	0
26	X	CHEVRON CORP	166764100			8/16/2004		1/28/2014	934	383				0	551
27	X	CISCO SYSTEMS INC	17275R102			2/15/2013		1/28/2014	825	798				0	27
28	X	COACH INC	189754104			1/9/2013		1/28/2014	878	1,049				0	-171
29	X	COACH INC	189754104			1/9/2013		6/26/2014	1,340	2,274				0	-934
30	X	COACH INC	189754104			1/29/2013		6/26/2014	1,546	2,350				0	-804
31	X	COMCAST CORP CLASS A	20030N101			5/8/2008		10/14/2013	743	354				0	389
32	X	CREDIT SUISSE COMM RET S	22544R305			11/17/2010		10/14/2013	17,801	21,370				0	-3,569
33	X	CREDIT SUISSE COMM RET S	22544R305			11/17/2010		5/1/2014	4,847	5,520				0	-673
34	X	DODGE & COX INT'L STOCK F	256206103			11/7/2006		5/1/2014	3,457	3,246				0	211
35	X	DODGE & COX INCOME FD C(	256210105			2/19/2013		8/6/2013	879	901				0	-22
36	X	DODGE & COX INCOME FD C(	256210105			2/19/2013		1/28/2014	4,501	4,560				0	-59
37	X	DODGE & COX INCOME FD C(	256210105			2/19/2013		7/8/2014	12,109	12,100				0	9
38	X	DREYFUS EMG MKT DEBT LO	261980494			11/17/2010		8/6/2013	1,057	1,103				46	0
39	X	DREYFUS EMG MKT DEBT LO	261980494			11/17/2010		10/14/2013	17,609	18,126				0	-517
40	X	DREYFUS EMG MKT DEBT LO	261980494			11/2/2010		10/14/2013	1,072	1,120				0	-48
41	X	DREYFUS EMG MKT DEBT LO	261980494			1/18/2011		10/14/2013	7,085	7,199				0	-114
42	X	CREDIT SUISSE COMM RET S	22544R305			11/17/2010		7/8/2014	21,715	25,348				0	-3,633
43	X	DIAGEO PLC - ADR	25243Q205			11/15/2010		1/28/2014	888	525				0	363
44	X	AFLAC INC	001055102			11/18/2004		1/28/2014	873	524				0	349
45	X	AFLAC INC	001055102			11/18/2004		6/11/2014	5,310	3,182				0	2,128
46	X	WALT DISNEY CO	254687106			3/19/2010		10/14/2013	735	370				0	365
47	X	WALT DISNEY CO	254687106			3/19/2010		2/7/2014	830	370				0	460
48	X	DODGE & COX INT'L STOCK F	256206103			11/7/2006		8/6/2013	4,241	4,553				0	-312
49	X	DODGE & COX INT'L STOCK F	256206103			11/7/2006		10/14/2013	3,886	3,963				0	-77
50	X	DODGE & COX INT'L STOCK F	256206103			11/7/2006		1/28/2014	3,661	3,710				0	-49
51	X	ARTISAN INTERNATIONAL FU	04314H204			5/12/2008		10/14/2013	311	307				0	4
52	X	ARTISAN INTERNATIONAL FU	04314H204			6/8/2011		10/14/2013	1,128	889				0	239
53	X	ARTISAN INTERNATIONAL FU	04314H204			6/8/2011		1/28/2014	3,078	2,381				0	697
54	X	ARTISAN MID CAP FUND-INS	04314H600			2/19/2013		8/6/2013	3,626	3,136				0	490
55	X	ARTISAN MID CAP FUND-INS	04314H600			2/19/2013		10/14/2013	2,080	1,714				0	366
56	X	ARTISAN MID CAP FUND-INS	04314H600			2/19/2013		5/1/2014	3,529	3,074				0	455
57	X	FID ADV EMER MKTS INC- CL	315920702			10/17/2013		5/1/2014	458	451				0	7
58	X	FID ADV EMER MKTS INC- CL	315920702			10/17/2013		7/8/2014	318	301				0	17
59	X	JP MORGAN MID CAP VALUE-	339128100			11/17/2010		8/6/2013	1,714	1,106				0	608
60	X	GILEAD SCIENCES INC	375558103			12/8/2011		12/16/2013	1,717	468				0	1,249
61	X	GOOGLE INC	38259P508			8/30/2012		10/14/2013	875	684				0	191
62	X	GOOGLE INC	38259P508			1/24/2012		6/2/2014	1,704	871				0	833
63	X	GOOGLE INC	38259P508			8/30/2012		6/2/2014	2,840	1,713				0	1,127
64	X	HSBC - ADR	404280406			2/25/2013		1/28/2014	845	873				0	-28
65	X	INTERNATIONAL BUSINESS M	459200101			6/18/2013		10/14/2013	1,307	1,437				0	-130
66	X	JOHNSON CONTROLS INC	478366107			3/17/2011		11/14/2013	3,190	2,623				0	567
67	X	JOHNSON CONTROLS INC	478366107			3/28/2011		11/14/2013	98	77				0	21
68	X	KALMAR GR W/VAL SM CAP F	483438206			7/22/2013		8/6/2013	1,300	1,279				0	21

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount
Long Term CG Distributions	15,203
Short Term CG Distributions	

Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	625,100	576,591	48,509
Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
69	X	KALMAR GR W/VAL SM CAP F	483438206			2/19/2013		8/6/2013	638	548				0	90
70	X	KALMAR GR W/VAL SM CAP F	483438206			2/19/2013		10/14/2013	1,943	1,558				0	385
71	X	KALMAR GR W/ VAL SM CAP-I	483438305			2/19/2013		1/28/2014	1,039	841				0	198
72	X	KALMAR GR W/ VAL SM CAP-I	483438305			5/5/2014		7/8/2014	1,109	1,091				0	18
73	X	JPMORGAN CHASE & CO	46625H100			3/19/2010		1/28/2014	1,003	782				0	221
74	X	KEELEY SMALL CAP VAL FD C	487300808			7/22/2013		8/6/2013	1,410	1,413				0	-3
75	X	KEELEY SMALL CAP VAL FD C	487300808			7/22/2013		10/14/2013	513	493				0	20
76	X	KEELEY SMALL CAP VAL FD C	487300808			11/17/2010		10/14/2013	112	68				0	44
77	X	KEELEY SMALL CAP VAL FD C	487300808			11/17/2010		1/28/2014	1,747	1,058				0	689
78	X	KEELEY SMALL CAP VAL FD C	487300808			11/17/2010		7/8/2014	35,044	20,110				0	14,934
79	X	KEELEY SMALL CAP VAL FD C	487300808			10/13/2011		7/8/2014	13,509	7,700				0	5,809
80	X	KEELEY SMALL CAP VAL FD C	487300808			5/5/2014		7/8/2014	1,153	1,098				0	55
81	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			1/18/2011		8/6/2013	271	292				0	-21
82	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			1/18/2011		5/1/2014	4,421	4,686				0	-265
83	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			3/5/2012		5/1/2014	3,973	4,200				0	-227
84	X	LAUDUS MONDRIAN INTL FI-II	51855Q655			1/31/2014		5/1/2014	4,290	4,161				0	129
85	X	MCKESSON CORP	58155Q103			11/7/2012		10/14/2013	830	569				0	261
86	X	MCKESSON CORP	58155Q103			11/7/2012		1/28/2014	875	474				0	401
87	X	MERGER FD SH BEN INT #260	589509108			11/17/2010		8/6/2013	562	558				0	4
88	X	MERGER FD SH BEN INT #260	589509108			11/17/2010		10/14/2013	260	255				0	5
89	X	MONSTER BEVERAGE CORP	611740101			1/22/2013		1/28/2014	894	626				0	268
90	X	NOW INC/SH	67011P100			7/3/2013		6/11/2014	349	292				0	57
91	X	NOW INC/SH	67011P100			7/3/2013		6/17/2014	8	7				0	1
92	X	OPPENHEIMER DEVELOPING	683974505			2/19/2013		8/6/2013	3,824	3,929				106	1
93	X	OPPENHEIMER DEVELOPING	683974505			2/19/2013		10/14/2013	14,508	13,716				0	792
94	X	OPPENHEIMER DEVELOPING	683974505			2/19/2013		5/1/2014	1,980	1,911				0	69
95	X	OPPENHEIMER DEVELOPING	683974505			2/4/2013		5/1/2014	2,128	2,051				0	77
96	X	OPPENHEIMER DEVELOPING	683974505			6/8/2011		7/8/2014	2,478	2,205				0	273
97	X	OPPENHEIMER DEVELOPING	683974505			7/22/2013		7/8/2014	5,763	5,009				0	754
98	X	OPPENHEIMER DEVELOPING	683974505			2/4/2013		7/8/2014	2,098	1,873				0	225
99	X	OPPENHEIMER DEVELOPING	683974505			1/31/2014		7/8/2014	1,286	1,114				0	172
100	X	PIMCO TOTAL RET FD-INST #	693390700			7/10/2012		8/6/2013	864	911				0	-47
101	X	PIMCO TOTAL RET FD-INST #	693390700			7/10/2012		1/28/2014	3,474	3,668				0	-194
102	X	PIMCO TOTAL RET FD-INST #	693390700			7/10/2012		7/8/2014	12,460	12,985				0	-525
103	X	ROBECO BP LNG/SHRT RES-I	74925K581			7/22/2013		8/6/2013	1,002	1,006				0	-4
104	X	NATIONAL OILWELL INC COM	637071101			7/5/2013		10/14/2013	1,519	1,357				0	162
105	X	ASG GLOBAL ALTERNATIVES	63872T885			7/22/2013		8/6/2013	864	866				0	-2
106	X	ASG GLOBAL ALTERNATIVES	63872T885			10/17/2013		1/28/2014	396	412				0	-16
107	X	ASG GLOBAL ALTERNATIVES	63872T885			7/22/2013		1/28/2014	6,248	6,484				0	-236
108	X	ASG GLOBAL ALTERNATIVES	63872T885			7/22/2013		7/8/2014	788	808				0	-20
109	X	NESTLE S A REGISTERED SH	641069406			3/19/2010		1/28/2014	888	605				0	283
110	X	NOW INC/SH	67011P100			7/5/2013		6/11/2014	298	253				0	45
111	X	ROBECO BP LNG/SHRT RES-I	74925K581			7/22/2013		10/14/2013	481	470				0	11
112	X	ROBECO BP LNG/SHRT RES-I	74925K581			7/22/2013		1/28/2014	10,609	9,984				0	625
113	X	ROBECO BP LNG/SHRT RES-I	74925K581			7/22/2013		7/8/2014	17,384	15,594				0	1,790
114	X	RIDGEWORTH SEIX HY BD-I #	76628T645			7/22/2013		8/6/2013	803	815				0	-12
115	X	RIDGEWORTH SEIX HY BD-I #	76628T645			7/22/2013		1/28/2014	18,393	19,125				0	-732
116	X	RIDGEWORTH SEIX HY BD-I #	76628T645			10/17/2013		1/28/2014	248	255				0	-7
117	X	RIDGEWORTH SEIX HY BD-I #	76628T645			11/17/2010		1/28/2014	21,265	21,374				0	-109
118	X	RIDGEWORTH SEIX HY BD-I #	76628T645			11/17/2010		5/1/2014	35,880	35,457				0	423
119	X	RIDGEWORTH SEIX HY BD-I #	76628T645			10/13/2011		5/1/2014	4,335	4,000				0	335
120	X	RIDGEWORTH SEIX HY BD-I #	76628T645			4/13/2012		5/1/2014	1,666	1,611				0	55
121	X	T ROWE PRICE SHORT TERM	77957P105			3/5/2012		8/6/2013	384	388				4	0
122	X	T ROWE PRICE SHORT TERM	77957P105			3/5/2012		5/1/2014	6,381	6,447				0	-66
123	X	T ROWE PRICE SHORT TERM	77957P105			12/7/2012		5/1/2014	787	795				0	-8
124	X	T ROWE PRICE SHORT TERM	77957P105			2/19/2012		5/1/2014	384	388				0	-4
125	X	T ROWE PRICE SHORT TERM	77957P105			2/19/2013		5/1/2014	1,501	1,514				0	-13
126	X	T ROWE PRICE SHORT TERM	77957P105			2/19/2013		7/8/2014	5,944	6,006				0	-62
127	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/13/2013		8/6/2013	820	835				16	1
128	X	SPDR DJ WILSHIRE INTERNA	78463X863			2/13/2013		10/14/2013	471	459				0	12
129	X	SPDR DJ WILSHIRE INTERNA	78463X863			1/24/2013		10/14/2013	857	840				0	17
130	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/17/2013		10/14/2013	1,156	1,113				0	43
131	X	SPDR DJ WILSHIRE INTERNA	78463X863			7/17/2013		5/1/2014	384	371				0	13
132	X	SPDR DJ WILSHIRE INTERNA	78463X863			6/7/2011		5/1/2014	2,005	1,916				0	89
133	X	SPDR DJ WILSHIRE INTERNA	78463X863			6/7/2011		7/8/2014	1,447	1,345				0	102
134	X	SCHLUMBERGER LTD	806857108			5/8/2008		1/28/2014	877	1,048				0	-171
135	X	TJX COS INC NEW	872540109			10/10/2011		1/28/2014	873	432				0	441
136	X	TARGET CORP	87612E106			8/30/2013		1/28/2014	869	950				0	-81

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

	Amount	Totals	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss
Long Term CG Distributions	15,203	Capital Gains/Losses	625,100	576,591	48 509
Short Term CG Distributions		Other sales	0	0	0

	Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
137	X	VANGUARD FTSE EMERGING	922042858			2/13/2013		10/14/2013	12,376	13,050				0	-674
138	X	VANGUARD FTSE EMERGING	922042858			11/7/2006		1/28/2014	35,334	33,879				0	1,455
139	X	VANGUARD FTSE EMERGING	922042858			10/11/2011		1/28/2014	19,014	19,464				0	-450
140	X	VANGUARD FTSE EMERGING	922042858			4/11/2012		1/28/2014	2,429	2,710				0	-281
141	X	VANGUARD FTSE EMERGING	922042858			9/25/2012		1/28/2014	1,328	1,479				0	-151
142	X	VANGUARD FTSE EMERGING	922042858			2/13/2013		1/28/2014	6,148	7,215				0	-1,067
143	X	VANGUARD FTSE EMERGING	922042858			7/17/2013		1/28/2014	12,183	12,882				0	-699
144	X	VANGUARD REIT VIPER	922908553			10/14/2013		5/1/2014	3,127	2,906				0	221
145	X	VANGUARD REIT VIPER	922908553			1/28/2014		5/1/2014	582	529				0	53
146	X	VANGUARD REIT VIPER	922908553			11/28/2012		5/1/2014	364	313				0	51
147	X	VANGUARD REIT VIPER	922908553			11/28/2012		7/8/2014	375	313				0	62
148	X	TEVA PHARMACEUTICAL IND	881624209			3/19/2010		8/19/2013	2,460	3,918				0	-1,458
149	X	TEVA PHARMACEUTICAL IND	881624209			10/10/2011		8/19/2013	1,547	1,468				0	79
150	X	THERMO FISHER SCIENTIFIC	883556102			3/19/2010		8/30/2013	1,508	848				0	660
151	X	3M CO	88579Y101			12/17/2010		1/28/2014	908	603				0	305
152	X	3M CO	88579Y101			12/17/2010		2/7/2014	2,081	1,378				0	703
153	X	TOTAL S A - ADR	89151E109			7/5/2012		1/28/2014	875	677				0	198
154	X	US BANCORP DEL NEW	902973304			2/7/2011		1/28/2014	850	587				0	263
155	X	UNION PACIFIC CORP	907818108			11/15/2010		10/14/2013	785	461				0	324
156	X	UNITED PARCEL SERVICE-CL	911312106			8/12/2011		1/28/2014	859	588				0	271
157	X	UNITEDHEALTH GROUP INC	91324P102			5/15/2013		10/14/2013	75	61				0	14
158	X	UNITEDHEALTH GROUP INC	91324P102			8/30/2005		10/14/2013	672	430				0	242
159	X	VANGUARD FTSE EMERGING	922042858			6/6/2011		8/6/2013	1,169	1,442				273	0
160	X	VANGUARD FTSE EMERGING	922042858			2/13/2013		8/6/2013	623	713				89	-1
161	X	VANGUARD FTSE EMERGING	922042858			5/17/2011		10/14/2013	1,267	1,477				0	-210
162	X	VANGUARD FTSE EMERGING	922042858			1/24/2013		10/14/2013	676	731				0	-55

Part I, Line 16b (990-PF) - Accounting Fees

		1,459	0	0	1,459
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,459			1,459

Part I, Line 16c (990-PF) - Other Professional Fees

		1,546	0	0	1,546
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	GRANT ADMININSTRATION FEE	1,546			1,546

Part I, Line 18 (990-PF) - Taxes

		1,921	719	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	719	719		
2	PY EXCISE TAXES PAID	261			
3	ESTIMATED EXCISE TAXES PAID	941			

Part I, Line 23 (990-PF) - Other Expenses

		5	5	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	5	5		

Part II, Line 10b (990-PF) - Investments - Corporate Stock

			210,221	204,126	0	305,480
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
1	SEE ATTACHED		210,221	204,126		305,480

Part II, Line 13 (990-PF) - Investments - Other

			1,234,443	1,156,718	1,330,180
	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1	SEE ATTACHED		1,234,443	1,156,718	1,330,180

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	15,203
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						609,897	0	534	577,125	33,306	0	0	0	33,306
1	AQR MANAGED FUTURES STR-I #1521	00203H859		7/22/2013	8/6/2013	1 027		0	1 010	17	0	0	0	17
2	AQR MANAGED FUTURES STR-I #1521	00203H859		7/22/2013	10/14/2013	15 544		0	15,716	-172	0	0	0	-172
3	AQR MANAGED FUTURES STR-I #1521	00203H859		1/31/2014	7/8/2014	101		0	103	-2	0	0	0	-2
4	ANHEUSER-BUSCH INBEV SPN ADR	03524A108		9/6/2011	1/28/2014	886		0	477	409	0	0	0	409
5	APACHE CORP	037411105		3/19/2010	1/28/2014	904		0	1,120	-216	0	0	0	-216
6	APPLE INC	037833100		2/15/2013	10/14/2013	993		0	923	70	0	0	0	70
7	APPLE INC	037833100		2/15/2013	1/28/2014	1 015		0	923	92	0	0	0	92
8	ARTISAN INTERNATIONAL FUND #661	04314H204		5/12/2008	8/6/2013	4 775		0	4 825	-50	0	0	0	-50
9	ARTISAN MID CAP FUND-INS #1333	04314H600		1/31/2014	5/1/2014	1 393		0	1 453	-60	0	0	0	-60
10	ARTISAN MID CAP FUND-INS #1333	04314H600		4/13/2012	5/1/2014	3 046		0	2,580	466	0	0	0	466
11	BERKSHIRE HATHAWAY INC	084670702		5/8/2008	10/14/2013	811		0	599	212	0	0	0	212
12	BOEING CO	097023105		3/17/2011	1/28/2014	824		0	409	415	0	0	0	415
13	CME GROUP INC	12572Q105		8/30/2012	1/28/2014	877		0	654	223	0	0	0	223
14	CVS/CAREMARK CORPORATION	126650100		11/15/2010	10/14/2013	717		0	363	354	0	0	0	354
15	CAPITAL ONE FINANCIAL CORP	14040H105		3/19/2010	1/28/2014	851		0	482	369	0	0	0	369
16	CAPITAL ONE FINANCIAL CORP	14040H105		3/19/2010	3/25/2014	5,499		0	2 933	2 566	0	0	0	2,566
17	CELANESE CORP	150870103		6/15/2011	6/11/2014	964		0	733	231	0	0	0	231
18	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		1/18/2011	5/1/2014	777		0	801	-24	0	0	0	-24
19	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		3/5/2012	5/1/2014	166		0	171	-5	0	0	0	-5
20	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		3/5/2012	7/8/2014	8,540		0	8,429	111	0	0	0	111
21	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		7/22/2013	7/8/2014	9 917		0	9,680	237	0	0	0	237
22	DRIEHAUS ACTIVE INCOME FUND	262028855		7/22/2013	8/6/2013	430		0	430	0	0	0	0	0
23	DRIEHAUS ACTIVE INCOME FUND	262028855		7/22/2013	1/28/2014	8,840		0	8,807	33	0	0	0	33
24	DRIEHAUS ACTIVE INCOME FUND	262028855		5/5/2014	7/8/2014	1,187		0	1,190	-3	0	0	0	-3
25	DRIEHAUS ACTIVE INCOME FUND	262028855		7/22/2013	7/8/2014	6,235		0	6,235	0	0	0	0	0
26	CHEVRON CORP	166764100		8/16/2004	1/28/2014	934		0	383	551	0	0	0	551
27	CISCO SYSTEMS INC	17275R102		2/15/2013	1/28/2014	825		0	798	27	0	0	0	27
28	COACH INC	189754104		1/9/2013	1/28/2014	878		0	1 049	-171	0	0	0	-171
29	COACH INC	189754104		1/9/2013	6/26/2014	1 340		0	2,274	-934	0	0	0	-934
30	COACH INC	189754104		1/29/2013	6/26/2014	1 546		0	2,350	-804	0	0	0	-804
31	COMCAST CORP CLASS A	20030N101		5/8/2008	10/14/2013	743		0	354	389	0	0	0	389
32	CREDIT SUISSE COMM RET ST-I #2156	22544R305		11/17/2010	10/14/2013	17,801		0	21,370	-3,569	0	0	0	-3,569
33	CREDIT SUISSE COMM RET ST-I #2156	22544R305		11/17/2010	5/1/2014	4,847		0	5,520	-673	0	0	0	-673
34	DODGE & COX INT'L STOCK FD #1048	256206103		11/7/2006	5/1/2014	3,457		0	3,246	211	0	0	0	211
35	DODGE & COX INCOME FD COM #147	256210105		2/19/2013	8/6/2013	879		0	901	-22	0	0	0	-22
36	DODGE & COX INCOME FD COM #147	256210105		2/19/2013	1/28/2014	4,501		0	4 560	-59	0	0	0	-59
37	DODGE & COX INCOME FD COM #147	256210105		2/19/2013	7/8/2014	12 109		0	12 100	9	0	0	0	9
38	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		11/17/2010	8/6/2013	1 057		46	1,103	0	0	0	0	0
39	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		11/17/2010	10/14/2013	17,609		0	18 126	-517	0	0	0	-517
40	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		11/2/2010	10/14/2013	1 072		0	1 120	-48	0	0	0	-48
41	DREYFUS EMG MKT DEBT LOC C-I #608	261980494		1/18/2011	10/14/2013	7 085		0	7,199	-114	0	0	0	-114
42	CREDIT SUISSE COMM RET ST-I #2156	22544R305		11/17/2010	7/8/2014	21,715		0	25,348	-3 633	0	0	0	-3 633
43	DIAGEO PLC - ADR	25243Q205		11/15/2010	1/28/2014	888		0	525	363	0	0	0	363
44	AFLAC INC	001055102		11/18/2004	1/28/2014	873		0	524	349	0	0	0	349
45	AFLAC INC	001055102		11/18/2004	6/11/2014	5 310		0	3,182	2 128	0	0	0	2,128
46	WALT DISNEY CO	254687106		3/19/2010	10/14/2013	735		0	370	365	0	0	0	365
47	WALT DISNEY CO	254687106		3/19/2010	2/7/2014	830		0	370	460	0	0	0	460
48	DODGE & COX INT'L STOCK FD #1048	256206103		11/7/2006	8/6/2013	4 241		0	4 553	-312	0	0	0	-312
49	DODGE & COX INT'L STOCK FD #1048	256206103		11/7/2006	10/14/2013	3,886		0	3,963	-77	0	0	0	-77
50	DODGE & COX INT'L STOCK FD #1048	256206103		11/7/2006	1/28/2014	3 661		0	3 710	-49	0	0	0	-49
51	ARTISAN INTERNATIONAL FUND #661	04314H204		5/12/2008	10/14/2013	311		0	307	4	0	0	0	4
52	ARTISAN INTERNATIONAL FUND #661	04314H204		6/8/2011	10/14/2013	1 128		0	889	239	0	0	0	239
53	ARTISAN INTERNATIONAL FUND #661	04314H204		6/8/2011	1/28/2014	3,078		0	2,381	697	0	0	0	697
54	ARTISAN MID CAP FUND-INS #1333	04314H600		2/19/2013	8/6/2013	3,626		0	3,136	490	0	0	0	490
55	ARTISAN MID CAP FUND-INS #1333	04314H600		2/19/2013	10/14/2013	2 080		0	1,714	366	0	0	0	366
56	ARTISAN MID CAP FUND-INS #1333	04314H600		2/19/2013	5/1/2014	3,529		0	3,074	455	0	0	0	455
57	FID ADV EMER MKTS INC- CL I #607	315920702		10/17/2013	5/1/2014	458		0	451	7	0	0	0	7
58	FID ADV EMER MKTS INC- CL I #607	315920702		10/17/2013	7/8/2014	318		0	301	17	0	0	0	17
59	JP MORGAN MID CAP VALUE-I #758	339128100		11/17/2010	8/6/2013	1,714		0	1,106	608	0	0	0	608
60	GILEAD SCIENCES INC	375558103		12/8/2011	12/16/2013	1,717		0	468	1,249	0	0	0	1,249
61	GOOGLE INC	38259P508		8/30/2012	10/14/2013	875		0	684	191	0	0	0	191
62	GOOGLE INC	38259P508		1/24/2012	6/2/2014	1,704		0	871	833	0	0	0	833
63	GOOGLE INC	38259P508		8/30/2012	6/2/2014	2 840		0	1 713	1,127	0	0	0	1,127
64	HSBC - ADR	404280406		2/25/2013	1/28/2014	845		0	873	-28	0	0	0	-28
65	INTERNATIONAL BUSINESS MACHS CO	459200101		6/18/2013	10/14/2013	1 307		0	1,437	-130	0	0	0	-130
66	JOHNSON CONTROLS INC	478366107		3/17/2011	11/14/2013	3 190		0	2,623	567	0	0	0	567
67	JOHNSON CONTROLS INC	478366107		3/28/2011	11/14/2013	98		0	77	21	0	0	0	21
68	KALMAR GR W/VAL SM CAP FD #2	483438206		7/22/2013	8/6/2013	1 300		0	1 279	21	0	0	0	21
69	KALMAR GR W/VAL SM CAP FD #2	483438206		2/19/2013	8/6/2013	638		0	548	90	0	0	0	90
70	KALMAR GR W/VAL SM CAP FD #2	483438206		2/19/2013	10/14/2013	1,943		0	1,558	385	0	0	0	385
71	KALMAR GR W/ VAL SM CAP-INS #4	483438305		2/19/2013	1/28/2014	1,039		0	841	198	0	0	0	198
72	KALMAR GR W/ VAL SM CAP-INS #4	483438305		5/5/2014	7/8/2014	1,109		0	1 091	18	0	0	0	18
73	JPMORGAN CHASE & CO	46625H100		3/19/2010	1/28/2014	1,003		0	782	221	0	0	0	221
74	KEELEY SMALL CAP VAL FD CL I #2251	487300808		7/22/2013	8/6/2013	1,410		0	1,413	-3	0	0	0	-3
75	KEELEY SMALL CAP VAL FD CL I #2251	487300808		7/22/2013	10/14/2013	513		0	493	20	0	0	0	20
76	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/17/2010	10/14/2013	112		0	68	44	0	0	0	44
77	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/17/2010	1/28/2014	1 747		0	1,058	689	0	0	0	689
78	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/17/2010	7/8/2014	35 044		0	20,110	14 934	0	0	0	14,934
79	KEELEY SMALL CAP VAL FD CL I #2251	487300808		10/13/2011	7/8/2014	13 509		0	7,700	5 809	0	0	0	5 809
80	KEELEY SMALL CAP VAL FD CL I #2251	487300808		5/5/2014	7/8/2014	1 153		0	1 098	55	0	0	0	55
81	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		1/18/2011	8/6/2013	271		0	292	-21	0	0	0	-21
82	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		1/18/2011	5/1/2014	4,421		0	4 686	-265	0	0	0	-265
83	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		3/5/2012	5/1/2014	3,973		0	4,200	-227	0	0	0	-227
84	LAUDUS MONDRIAN INTL FI-INST #2940	51855Q655		1/31/2014	5/1/2014	4 290		0	4,161	129	0	0	0	129

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

	Amount
Long Term CG Distributions	15,203
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	How Acquired	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						609,897	0	534	577,125	33,306	0	0	0	33,306
85	MCKESSON CORP	58155Q103		11/7/2012	10/14/2013	830		0	569	261	0	0	0	261
86	MCKESSON CORP	58155Q103		11/7/2012	1/28/2014	875		0	474	401	0	0	0	401
87	MERGER FD SH BEN INT #260	589509108		11/17/2010	8/6/2013	562		0	558	4	0	0	0	4
88	MERGER FD SH BEN INT #260	589509108		11/17/2010	10/14/2013	260		0	255	5	0	0	0	5
89	MONSTER BEVERAGE CORP	611740101		1/22/2013	1/28/2014	894		0	626	268	0	0	0	268
90	NOW INC/SH	67011P100		7/3/2013	6/11/2014	349		0	292	57	0	0	0	57
91	NOW INC/SH	67011P100		7/3/2013	6/17/2014	8		0	7	1	0	0	0	1
92	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/19/2013	8/6/2013	3 824		106	3 929	1	0	0	0	1
93	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/19/2013	10/14/2013	14 508		0	13,716	792	0	0	0	792
94	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/19/2013	5/1/2014	1,980		0	1,911	69	0	0	0	69
95	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/4/2013	5/1/2014	2,128		0	2 051	77	0	0	0	77
96	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		6/8/2011	7/8/2014	2 478		0	2 205	273	0	0	0	273
97	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		7/22/2013	7/8/2014	5 763		0	5 009	754	0	0	0	754
98	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		2/4/2013	7/8/2014	2 098		0	1 873	225	0	0	0	225
99	OPPENHEIMER DEVELOPING MKT-Y #7	683974505		1/31/2014	7/8/2014	1 286		0	1,114	172	0	0	0	172
100	PIMCO TOTAL RET FD-INST #35	693390700		7/10/2012	8/6/2013	864		0	911	-47	0	0	0	-47
101	PIMCO TOTAL RET FD-INST #35	693390700		7/10/2012	1/28/2014	3 474		0	3,668	-194	0	0	0	-194
102	PIMCO TOTAL RET FD-INST #35	693390700		7/10/2012	7/8/2014	12 460		0	12,985	-525	0	0	0	-525
103	ROBECO BP LNG/SHRT RES-INS	74925K581		7/22/2013	8/6/2013	1 002		0	1,006	-4	0	0	0	-4
104	NATIONAL OILWELL INC COM	637071101		7/5/2013	10/14/2013	1,519		0	1,357	162	0	0	0	162
105	ASG GLOBAL ALTERNATIVES-Y #1993	63872T885		7/22/2013	8/6/2013	864		0	866	-2	0	0	0	-2
106	ASG GLOBAL ALTERNATIVES-Y #1993	63872T885		10/17/2013	1/28/2014	396		0	412	-16	0	0	0	-16
107	ASG GLOBAL ALTERNATIVES-Y #1993	63872T885		7/22/2013	1/28/2014	6 248		0	6 484	-236	0	0	0	-236
108	ASG GLOBAL ALTERNATIVES-Y #1993	63872T885		7/22/2013	7/8/2014	788		0	808	-20	0	0	0	-20
109	NESTLE S A REGISTERED SHARES - A	641069406		3/19/2010	1/28/2014	888		0	605	283	0	0	0	283
110	NOW INC/SH	67011P100		7/5/2013	6/11/2014	298		0	253	45	0	0	0	45
111	ROBECO BP LNG/SHRT RES-INS	74925K581		7/22/2013	10/14/2013	481		0	470	11	0	0	0	11
112	ROBECO BP LNG/SHRT RES-INS	74925K581		7/22/2013	1/28/2014	10,609		0	9,984	625	0	0	0	625
113	ROBECO BP LNG/SHRT RES-INS	74925K581		7/22/2013	7/8/2014	17,384		0	15 594	1,790	0	0	0	1,790
114	RIDGEWORTH SEIX HY BD-I #5855	76628T645		7/22/2013	8/6/2013	803		0	815	-12	0	0	0	-12
115	RIDGEWORTH SEIX HY BD-I #5855	76628T645		7/22/2013	1/28/2014	18 393		0	19 125	-732	0	0	0	-732
116	RIDGEWORTH SEIX HY BD-I #5855	76628T645		10/17/2013	1/28/2014	248		0	255	-7	0	0	0	-7
117	RIDGEWORTH SEIX HY BD-I #5855	76628T645		11/17/2010	1/28/2014	21 265		0	21 374	-109	0	0	0	-109
118	RIDGEWORTH SEIX HY BD-I #5855	76628T645		11/17/2010	5/1/2014	35 880		0	35,457	423	0	0	0	423
119	RIDGEWORTH SEIX HY BD-I #5855	76628T645		10/13/2011	5/1/2014	4 335		0	4,000	335	0	0	0	335
120	RIDGEWORTH SEIX HY BD-I #5855	76628T645		4/13/2012	5/1/2014	1 666		0	1,611	55	0	0	0	55
121	T ROWE PRICE SHORT TERM BD FD #5	77957P105		3/5/2012	8/6/2013	384		4	388	0	0	0	0	0
122	T ROWE PRICE SHORT TERM BD FD #5	77957P105		3/5/2012	5/1/2014	6 381		0	6,447	-66	0	0	0	-66
123	T ROWE PRICE SHORT TERM BD FD #5	77957P105		12/7/2012	5/1/2014	787		0	795	-8	0	0	0	-8
124	T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/19/2012	5/1/2014	384		0	388	-4	0	0	0	-4
125	T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/19/2013	5/1/2014	1,501		0	1,514	-13	0	0	0	-13
126	T ROWE PRICE SHORT TERM BD FD #5	77957P105		2/19/2013	7/8/2014	5,944		0	6 006	-62	0	0	0	-62
127	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		2/13/2013	8/6/2013	820		16	835	1	0	0	0	1
128	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		2/13/2013	10/14/2013	471		0	459	12	0	0	0	12
129	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		1/24/2013	10/14/2013	857		0	840	17	0	0	0	17
130	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/17/2013	10/14/2013	1 156		0	1,113	43	0	0	0	43
131	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		7/17/2013	5/1/2014	384		0	371	13	0	0	0	13
132	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		6/7/2011	5/1/2014	2 005		0	1,916	89	0	0	0	89
133	SPDR DJ WILSHIRE INTERNATIONAL R	78463X863		6/7/2011	7/8/2014	1,447		0	1,345	102	0	0	0	102
134	SCHLUMBERGER LTD	806857108		5/8/2008	1/28/2014	877		0	1,048	-171	0	0	0	-171
135	TJX COS INC NEW	872540109		10/10/2011	1/28/2014	873		0	432	441	0	0	0	441
136	TARGET CORP	87612E106		8/30/2013	1/28/2014	869		0	950	-81	0	0	0	-81
137	VANGUARD FTSE EMERGING MARKET	922042858		2/13/2013	10/14/2013	12,376		0	13 050	-674	0	0	0	-674
138	VANGUARD FTSE EMERGING MARKET	922042858		11/7/2006	1/28/2014	35,334		0	33 879	1 455	0	0	0	1 455
139	VANGUARD FTSE EMERGING MARKET	922042858		10/11/2011	1/28/2014	19 014		0	19,464	-450	0	0	0	-450
140	VANGUARD FTSE EMERGING MARKET	922042858		4/11/2012	1/28/2014	2 429		0	2,710	-281	0	0	0	-281
141	VANGUARD FTSE EMERGING MARKET	922042858		9/25/2012	1/28/2014	1 328		0	1 479	-151	0	0	0	-151
142	VANGUARD FTSE EMERGING MARKET	922042858		2/13/2013	1/28/2014	6,148		0	7,215	-1,067	0	0	0	-1 067
143	VANGUARD FTSE EMERGING MARKET	922042858		7/17/2013	1/28/2014	12,183		0	12,882	-699	0	0	0	-699
144	VANGUARD REIT VIPER	922908553		10/14/2013	5/1/2014	3 127		0	2,906	221	0	0	0	221
145	VANGUARD REIT VIPER	922908553		1/28/2014	5/1/2014	582		0	529	53	0	0	0	53
146	VANGUARD REIT VIPER	922908553		11/28/2012	5/1/2014	364		0	313	51	0	0	0	51
147	VANGUARD REIT VIPER	922908553		11/28/2012	7/8/2014	375		0	313	62	0	0	0	62
148	TEVA PHARMACEUTICAL INDUSTRIES	881624209		3/19/2010	8/19/2013	2,460		0	3,918	-1,458	0	0	0	-1,458
149	TEVA PHARMACEUTICAL INDUSTRIES	881624209		10/10/2011	8/19/2013	1,547		0	1 468	79	0	0	0	79
150	THERMO FISHER SCIENTIFIC INC	883556102		3/19/2010	8/30/2013	1,508		0	848	660	0	0	0	660
151	3M CO	88579Y101		12/17/2010	1/28/2014	908		0	603	305	0	0	0	305
152	3M CO	88579Y101		12/17/2010	2/7/2014	2,081		0	1,378	703	0	0	0	703
153	TOTAL S A - ADR	89151E109		7/5/2012	1/28/2014	875		0	677	198	0	0	0	198
154	US BANCORP DEL NEW	902973304		2/7/2011	1/28/2014	850		0	587	263	0	0	0	263
155	UNION PACIFIC CORP	907818108		11/15/2010	10/14/2013	785		0	461	324	0	0	0	324
156	UNITED PARCEL SERVICE-CL B	911312106		8/12/2011	1/28/2014	859		0	588	271	0	0	0	271
157	UNITEDHEALTH GROUP INC	91324P102		5/15/2013	10/14/2013	75		0	61	14	0	0	0	14
158	UNITEDHEALTH GROUP INC	91324P102		8/30/2005	10/14/2013	672		0	430	242	0	0	0	242
159	VANGUARD FTSE EMERGING MARKET	922042858		6/6/2011	8/6/2013	1,169		273	1 442	0	0	0	0	0
160	VANGUARD FTSE EMERGING MARKET	922042858		2/13/2013	8/6/2013	623		89	713	-1	0	0	0	-1
161	VANGUARD FTSE EMERGING MARKET	922042858		5/17/2011	10/14/2013	1,267		0	1 477	-210	0	0	0	-210
162	VANGUARD FTSE EMERGING MARKET	922042858		1/24/2013	10/14/2013	676		0	731	-55	0	0	0	-55

Part VII-A, Line 8b (990-PF) - Copy of Form 990-PF to Attorney General

INDIANA ATTORNEY GENERAL DOES NOT REQUIRE AND PREFERS THAT WE DO NOT FURNISH A COPY OF FORM 990 TC

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

									25,003	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	25,003		

Part VI, Line 6a (990-PF) - Estimated Tax Payments

		Date		Amount
1	Credit from prior year return		1	0
2	First quarter estimated tax payment	12/10/2013	2	235
3	Second quarter estimated tax payment	1/9/2014	3	235
4	Third quarter estimated tax payment	4/10/2014	4	235
5	Fourth quarter estimated tax payment	7/9/2014	5	236
6	Other payments		6	
7	Total		7	941

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2012 that remained undistributed at the beginning of the 2013 tax year	1	67,693
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	67,693