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Form **990-PF**Department of the Treasury
Internal Revenue Service**Return of Private Foundation**

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

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▶ 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 **SEP 1, 2013**, and ending **AUG 31, 2014**

Name of foundation GEORGE W. MERGENS FOUNDATION		A Employer identification number 03-0345055
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX 633	Room/suite	B Telephone number (802) 893-4854
City or town, state or province, country, and ZIP or foreign postal code MILTON, VT 05468		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <div style="display: flex; justify-content: space-between;"> <div> <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change </div> <div> <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change </div> </div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 10,202,988.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(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			N/A	
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	259,403.	259,403.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	113,641.			STATEMENT 2
	b Gross sales price for all assets on line 6a 1,423,274.				
	7 Capital gain net income (from Part IV, line 2)		113,880.		
	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)					
11 Other income					
12 Total Add lines 1 through 11	373,044.	373,283.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	100,000.	35,000.		65,000.
	14 Other employee salaries and wages	175,000.	33,750.		102,500.
	15 Pension plans, employee benefits	50,752.	13,299.		31,502.
	16a Legal fees				
	b Accounting fees STMT 3	3,850.	1,925.		0.
	c Other professional fees STMT 4	30,114.	30,114.		0.
	17 Interest				
	18 Taxes STMT 5	48,898.	7,342.		12,814.
	19 Depreciation and depletion	1,600.	0.		
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	6,919.	0.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	417,133.	121,430.		211,816.
	25 Contributions, gifts, grants paid	180,230.			180,230.
26 Total expenses and disbursements Add lines 24 and 25	597,363.	121,430.		392,046.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-224,319.				
b Net investment income (if negative, enter -0-)		251,853.			
c Adjusted net income (if negative, enter -0-)			N/A		

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		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	466,113.	360,518.	360,518.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 7	57,756.	57,756.	61,342.
	b Investments - corporate stock			
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	8,788,564.	8,671,679.	9,777,461.
	14 Land, buildings, and equipment; basis ▶ 8,304.			
	Less accumulated depreciation STMT 9 ▶ 4,637.	5,506.	3,667.	3,667.
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	9,317,939.	9,093,620.	10,202,988.
	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			
	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 ▶ <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 checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	9,317,939.	9,093,620.	
	30 Total net assets or fund balances	9,317,939.	9,093,620.	
	31 Total liabilities and net assets/fund balances	9,317,939.	9,093,620.	

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	9,317,939.
2 Enter amount from Part I, line 27a	2	-224,319.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	9,093,620.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,093,620.

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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			
b SEE ATTACHED STATEMENTS			
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			
b			
c			
d			
e 1,423,274.		1,309,394.	113,880.

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			
b			
c			
d			
e			113,880.

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	113,880.
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). If (loss), enter -0- in Part I, line 8	}	3	N/A

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	358,790.	9,900,593.	.036239
2011	354,623.	9,613,689.	.036887
2010	414,698.	9,871,985.	.042008
2009	563,093.	9,506,093.	.059235
2008	620,586.	8,580,202.	.072328

2 Total of line 1, column (d)	2	.246697
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	.049339
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	9,941,464.
5 Multiply line 4 by line 3	5	490,502.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,519.
7 Add lines 5 and 6	7	493,021.
8 Enter qualifying distributions from Part XII, line 4	8	392,046.

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 <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)		1	5,037.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	5,037.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	5,037.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a 16,000.		
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d		7	16,000.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" 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	10,963.
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax 5,200. Refunded		11	5,763.

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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?	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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) VT		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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 ► N/A

14 The books are in care of ► PAUL MERGENS Telephone no. ► (802) 862-6770
 Located at ► PO BOX 633, MILTON, VT ZIP+4 ► 05468

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 N/A

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?
 See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►

16	Yes	No
		X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input 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)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ► _____, _____, _____, _____	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____, _____		
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)	N/A	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

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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)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
PAUL MERGENS	PRESIDENT			
PO BOX 718				
MILTON, VT 05468	40.00	100,000.	23,478.	0.
MARY MERGENS-LOUGHRAN	VICE PRESIDENT			
PO BOX 26				
SHELBURNE, VT 05482	5.00	0.	0.	0.
LENORA MERGENS	SECRETARY			
PO BOX 718				
MILTON, VT 05468	5.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
WILLIAM H WILTSHIRE - PO BOX 9338,	DIR OF OPERATIONS			
SOUTH BURLINGTON, VT 05407	40.00	100,000.	17,362.	0.
CECILIA PLUM - 410 HILDRED DRIVE,	DIR OF FINANCE			
BURLINGTON, VT 05401	40.00	75,000.	9,912.	0.

Total number of other employees paid over \$50,000

0

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services

0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 THE GEORGE W. MERGENS FOUNDATION PROVIDES GRANTS TO 501(C)(3) ORGANIZATIONS FOR VARIOUS CHARITABLE PURPOSES.	0.
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3	0.

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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	10,037,444.
b Average of monthly cash balances	1b	55,413.
c Fair market value of all other assets	1c	
d Total (add lines 1a, b, and c)	1d	10,092,857.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	10,092,857.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	151,393.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	9,941,464.
6 Minimum investment return. Enter 5% of line 5	6	497,073.

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	497,073.
2a Tax on investment income for 2013 from Part VI, line 5	2a	5,037.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	5,037.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	492,036.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	492,036.
6 Deduction from distributable amount (see instructions)	6	0.
7 Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	492,036.

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	392,046.
b Program-related investments - total from Part IX-B	1b	0.
2 Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3 Amounts set aside for specific charitable projects that satisfy the:		
a Suitability test (prior IRS approval required)	3a	
b Cash distribution test (attach the required schedule)	3b	
4 Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	392,046.
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	5	0.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	392,046.

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.

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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				492,036.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013.				
a From 2008	195,892.			
b From 2009	97,932.			
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	293,824.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$	392,046.			
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				392,046.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	99,990.			99,990.
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	193,834.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2012. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2013. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2014				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	95,902.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	97,932.			
10 Analysis of line 9:				
a Excess from 2009	97,932.			
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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				
ALOHA FOUNDATION INC. 2968 LAKE MOREY ROAD FAIRLEE, VT 05045	NOT RELATED	PUBLIC	OPERATIONS	1,180.
ARTS BUS C/O KIMBALL LIBRARY 67 MAIN STREET RANDOLPH, VT 05060	NOT RELATED	PUBLIC	OPERATIONS	1,000.
BISHOP JOHN MARSHALL SCHOOL 680 LAPORTE ROAD MORRISVILLE , VT 05661	NOT RELATED	PUBLIC	OPERATIONS	20,000.
BSA BOY SCOUT TROOP 692 489 METCALF DRIVE WILLISTON, VT 05495	NOT RELATED	PUBLIC	OPERATIONS	4,300.
BSA GREEN MOUNTAIN COUNCIL P.O. BOX 557 WATERBURY, VT 05676	NOT RELATED	PUBLIC	OPERATIONS	20,000.
Total SEE CONTINUATION SHEET(S) ▶ 3a				180,230.
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
	(a) Business code	(b) Amount	(c) Exclu- sion 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	259,403.	
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	113,880.	-239.
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.		373,283.	-239.
13 Total. Add line 12, columns (b), (d), and (e)				13 373,044.	

(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).

N/A

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 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 | | 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 |
| N/A | | |
| | | |
| | | |
| | | |
| | | |

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

Date _____

PRESIDENT

Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

SANDRA K. ENMAN CPA
CFP

Preparer's signature

Sandra Kinner

Date _____

12/16/14

Check ☐ if
self-employed

PTIN

P00096212

Firm's name ► **ENMAN & ASSOCIATES PC**

Firm's address ► 147 KNIGHT LN STE 200
WILLISTON, VT 05495-9388

Firm's EIN ► 03-0359626

Phone no. 802-878-7156

Form **990-PF** (2013)

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CARE NET PREGNANCY CENTER 56 COLCHESTER AVENUE BURLINGTON, VT 05401	NOT RELATED	PUBLIC	OPERATIONS	2,000.
NCMEC 699 PRINCE STREET ALEXANDRIA, VA 22314	NOT RELATED	PUBLIC	OPERATIONS	2,000.
REHAB CENTER FOR CHILDREN & ADULTS INC. 300 ROYAL PALM WAY PALM BEACH, FL 33480	NOT RELATED	PUBLIC	OPERATIONS	5,000.
RESOURCE 266 PINE STREET BURLINGTON, VT 05401	NOT RELATED	PUBLIC	OPERATIONS	5,000.
RICE MEMORIAL HIGH SCHOOL 99 PROCTOR AVENUE SOUTH BURLINGTON, VT 05403	NOT RELATED	PUBLIC	OPERATIONS	2,500.
SAINT FRANCIS XAVIER SCHOOL 5 SAINT PETER STREET WINOOSKI, VT 05404	NOT RELATED	PUBLIC	OPERATIONS	15,000.
SAINT FRANCIS XAVIER SCHOOL 5 SAINT PETER STREET WINOOSKI, VT 05404	NOT RELATED	PUBLIC	OPERATIONS	15,000.
SAINT FRANCIS XAVIER SCHOOL 5 SAINT PETER STREET WINOOSKI, VT 05404	NOT RELATED	PUBLIC	OPERATIONS	15,000.
SAINT ISIDORE CATHOLIC SCHOOL 9970 SE 24TH AVENUE OWATONNA, MN 55060	NOT RELATED	PUBLIC	OPERATIONS	10,000.
SAINT JOSEPH CO-CATHEDRAL 85 ELMWOOD AVENUE BURLINGTON, VT 05401	NOT RELATED	PUBLIC	OPERATIONS	7,500.
Total from continuation sheets				133,750.

Part XV Supplementary Information

3. Grants and Contributions Paid During the Year (Continuation)

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
SAINT PAUL'S CATHOLIC SCHOOL 54 EASTERN AVENUE BARTON, VT 05822	NOT RELATED	PUBLIC	OPERATIONS	5,000.
VERMONT STATE MATHEMATICS COALITION 7 WALNUT LANE ESSEX JUNCTION, VT 05452	NOT RELATED	PUBLIC	OPERATIONS	3,500.
VERMONT YOUTH CONSERVATION CORPS 1949 EAST MAIN STREET RICHMOND, VT 05477	NOT RELATED	PUBLIC	OPERATIONS	26,250.
VERMONT YOUTH CONSERVATION CORPS 1949 EAST MAIN STREET RICHMOND, VT 05477	NOT RELATED	PUBLIC	OPERATIONS	10,000.
VERMONT YOUTH ORCHESTRA ASSOCIATION 223 ETHAN ALLEN AVENUE COLCHESTER, VT 05446	NOT RELATED	PUBLIC	OPERATIONS	10,000.
Total from continuation sheets				

GEORGE W. MERGENS FOUNDATION

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 778.816 SHS ARBITRAGE FUNDS CLASS I	P	07/25/13	02/18/14
b 2,901.921 SHS PIMCO EMERGING LOCAL BD FD	P	07/25/13	04/08/14
c 17,772.512 SHS ARBITRAGE FUNDS CLASS I	P	06/04/10	02/18/14
d 10,258.38 SHS EATON VANCE PARAMETRIC STRUCT EM MK	P	12/20/12	02/18/14
e 1,334.376 SHS VANGUARD EMERGING MKTS STOCK IDX SI	P	12/20/12	02/18/14
f 27,149.351 SHS PIMCO EMERGING LOCAL BD FD	P	08/12/09	04/08/14
g 327.869 SHS EATON VANCE PARAMETRIC STRUCT EM MKTS	P	12/20/12	04/08/14
h 151.791 SHS VANGUARD EMERGING MKTS STOCK IDX SIGN	P	12/20/12	04/08/14
i 593.648 SHS VANGUARD TOTAL INTL STOCK INDEX SIGNA	P	12/17/12	04/08/14
j 457.703 SHS BBH CORE SELECT N	P	08/09/11	04/08/14
k 685.557 SHS TOUCHSTONE SANDS CAP INSTL GROWTH FD	P	05/22/08	04/08/14
l 574.072 SHS VANGUARD GROWTH INDEX SIGNAL	P	12/17/12	04/08/14
m 1,283.470 SHS VANGUARD TOTAL STOCK MKT IDX SIGNAL	P	12/17/12	04/08/14
n 868.151 SHS VANGUARD VALUE INDEX SIGNAL	P	12/17/12	04/08/14
o 1,201.923 SHS VIRTUS PREMIUM ALPHASECTOR I	P	08/19/11	04/08/14

(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 10,000.		10,000.	0.
b 27,655.		28,700.	-1,045.
c 228,199.		225,000.	3,199.
d 149,157.		154,924.	-5,767.
e 41,579.		46,850.	-5,271.
f 258,733.		256,018.	2,715.
g 5,000.		4,952.	48.
h 5,000.		5,329.	-329.
i 20,000.		17,815.	2,185.
j 9,928.		6,422.	3,506.
k 15,000.		8,323.	6,677.
l 25,196.		19,593.	5,603.
m 58,000.		44,459.	13,541.
n 27,269.		20,940.	6,329.
o 20,000.		13,738.	6,262.

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			0.
b			-1,045.
c			3,199.
d			-5,767.
e			-5,271.
f			2,715.
g			48.
h			-329.
i			2,185.
j			3,506.
k			6,677.
l			5,603.
m			13,541.
n			6,329.
o			6,262.

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 }

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).
If (loss), enter "-0-" in Part I, line 8

2

3

GEORGE W. MERGENS FOUNDATION

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 8,799.744 SHS PIMCO TOTAL RETURN FUND		P	04/16/03	04/08/14
b 7,388.970 SHS PIMCO TOTAL RETURN FUND		P	08/16/11	04/08/14
c 1,703.811 SHS VANGUARD EMERGING MKTS STOCK IDX AD		P	07/25/13	08/05/14
d 5,827.524 SHS VANGUARD EMERGING MKTS STOCK IDX AD		P	12/20/12	08/05/14
e CAPITAL GAINS DIVIDENDS				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(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 95,125.		94,914.	211.
b 79,875.		81,796.	-1,921.
c 62,087.		56,800.	5,287.
d 212,355.		212,821.	-466.
e 73,116.			73,116.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			211.
b			-1,921.
c			5,287.
d			-466.
e			73,116.
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

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	113,880.
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). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
MERCHANTS BANK CHECKING INTEREST	37.	0.	37.	37.	
MERCHANTS TRUST COMPANY CAPITAL GAIN DISTRIBUTIONS	73,116.	73,116.	0.	0.	
MERCHANTS TRUST COMPANY DIVIDENDS	255,163.	0.	255,163.	255,163.	
MERCHANTS TRUST COMPANY MONEY MARKET INTEREST	215.	0.	215.	215.	
MERCHANTS TRUST COMPANY U.S. GOV'T. INTEREST	3,988.	0.	3,988.	3,988.	
TO PART I, LINE 4	332,519.	73,116.	259,403.	259,403.	

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 2

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
778.816 SHS ARBITRAGE FUNDS CLASS I	10,000.	10,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,901.921 SHS PIMCO EMERGING LOCAL BD FD	27,655.	28,700.	0.	0.	-1,045.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
17,772.512 SHS ARBITRAGE FUNDS CLASS I	228,199.	225,000.	0.	0.	3,199.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
10,258.38 SHS EATON VANCE PARAMETRIC STRUCT EM MKTS I	PURCHASED	12/20/12	02/18/14		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
149,157.	154,924.	0.	0.	-5,767.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
1,334.376 SHS VANGUARD EMERGING MKTS STOCK IDX SIGNAL	PURCHASED	12/20/12	02/18/14		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
41,579.	46,850.	0.	0.	-5,271.	

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD		
27,149.351 SHS PIMCO EMERGING LOCAL BD FD	PURCHASED	08/12/09	04/08/14		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
258,733.	256,018.	0.	0.	2,715.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
327.869 SHS EATON VANCE PARAMETRIC STRUCT EM MKTS I	5,000.	4,952.	0.	0.	48.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
151.791 SHS VANGUARD EMERGING MKTS STOCK IDX SIGNAL	5,000.	5,329.	0.	0.	-329.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
593.648 SHS VANGUARD TOTAL INTL STOCK INDEX SIGNAL SHARES	20,000.	17,815.	0.	0.	2,185.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
457.703 SHS BBH CORE SELECT N	9,928.	6,422.	0.	0.	3,506.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
685.557 SHS TOUCHSTONE SANDS CAP INSTL GROWTH FD	15,000.	8,323.	0.	0.	6,677.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
574.072 SHS VANGUARD GROWTH INDEX SIGNAL	25,196.	19,593.	0.	0.	5,603.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,283.470 SHS VANGUARD TOTAL STOCK MKT IDX SIGNAL	58,000.	44,459.	0.	0.	13,541.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
868.151 SHS VANGUARD VALUE INDEX SIGNAL	27,269.	20,940.	0.	0.	6,329.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,201.923 SHS VIRTUS PREMIUM ALPHASECTOR I	20,000.	13,738.	0.	0.	6,262.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
8,799.744 SHS PIMCO TOTAL RETURN FUND	95,125.	94,914.	0.	0.	211.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
7,388.970 SHS PIMCO TOTAL RETURN FUND	79,875.	81,796.	0.	0.	-1,921.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,703.811 SHS VANGUARD EMERGING MKTS STOCK IDX ADM	62,087.	56,800.	0.	0.	5,287.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
5,827.524 SHS VANGUARD EMERGING MKTS STOCK IDX ADM	212,355.	212,821.	0.	0.	-466.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
	0.	1,196.	0.	957.	-239.

NET GAIN OR LOSS FROM SALE OF ASSETS	40,525.
CAPITAL GAINS DIVIDENDS FROM PART IV	73,116.
TOTAL TO FORM 990-PF, PART I, LINE 6A	113,641.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ENMAN & ASSOCIATES	3,850.	1,925.		0.
TO FORM 990-PF, PG 1, LN 16B	3,850.	1,925.		0.

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MERCHANTS TRUST COMPANY	30,114.	30,114.			0.
TO FORM 990-PF, PG 1, LN 16C	30,114.	30,114.			0.

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
2013 FEDERAL EXCISE TAX	25,777.	0.			0.
PAYROLL TAXES	21,038.	5,259.			12,814.
FOREIGN TAXES	2,083.	2,083.			0.
TO FORM 990-PF, PG 1, LN 18	48,898.	7,342.			12,814.

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TELEPHONE EXPENSE	1,828.	0.			0.
OFFICE SUPPLIES & SERVICES	77.	0.			0.
COMPUTER SERVICES & SUPPLIES	523.	0.			0.
INSURANCE	1,016.	0.			0.
GAS	1,376.	0.			0.
MILEAGE & OUT-OF-POCKET EXPENSE	1,373.	0.			0.
MEALS & ENTERTAINMENT	706.	0.			0.
STATE BIENNIAL REPORT FEE	20.	0.			0.
TO FORM 990-PF, PG 1, LN 23	6,919.	0.			0.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	7
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
US GOVT OBLIGATIONS	X		57,756.	61,342.	
TOTAL U.S. GOVERNMENT OBLIGATIONS			57,756.	61,342.	
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			57,756.	61,342.	

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS-MTC	COST	8,671,679.	9,777,461.
TOTAL TO FORM 990-PF, PART II, LINE 13		8,671,679.	9,777,461.

FORM 990-PF	DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT	STATEMENT	9
DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
STORCENTER PRO NETWORK ATTACHED STORAGE	657.	657.	0.
MY BOOK ESSENTIAL EXTERNAL HARD DRIVES (2)	250.	250.	0.
LAPTOP COMPUTER	1,501.	1,350.	151.
ROUTER	74.	67.	7.
HP PAVILION ELITE 380T COMPUTER	1,179.	826.	353.
HP 23" LCD MONITOR	180.	126.	54.
SCANNER	107.	53.	54.
HP PC/MONITOR(PAUL)	1,455.	437.	1,018.
HP OFFICEJET PRO X476DN PRINTER	695.	209.	486.
SYNOLOGY NAS SERVER (2 BAY)	300.	90.	210.
WESTERN DIGITAL HARD DRIVES (2)	300.	90.	210.
HP COMPAQ ELITE 8300 (BILL)	803.	241.	562.
HP COMPAQ ELITE 8300 (CECILIA)	803.	241.	562.
TOTAL TO FM 990-PF, PART II, LN 14	8,304.	4,637.	3,667.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 10

NAME OF MANAGER

PAUL MERGENS
MARY MERGENS-LOUGHRAN

FORM 990-PF

GRANT APPLICATION SUBMISSION INFORMATION
PART XV, LINES 2A THROUGH 2D

STATEMENT 11

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTEDPAUL MERGENS
PO BOX 633
MILTON, VT 05468TELEPHONE NUMBER

802-862-6770

FORM AND CONTENT OF APPLICATIONSANY FORM OF APPLICATION IS ACCEPTABLE. INCLUDE ORGANIZATIONAL INFORMATION
AND INFORMATION ON THE CHARITABLE USE OF FUNDS.ANY SUBMISSION DEADLINES

NONE

RESTRICTIONS AND LIMITATIONS ON AWARDS

NONE

