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Form **990-PF**

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

OMB No 1545-0052

2013

Department of the Treasury
Internal Revenue Service

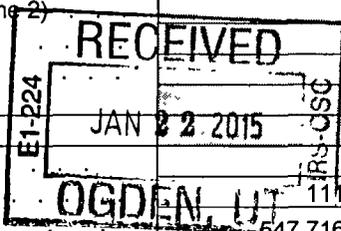
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Open to Public Inspection

For calendar year 2013 or tax year beginning 9/1/2013 **, and ending** 8/31/2014

Name of foundation THE SEXAUER FOUNDATION			A Employer identification number 13-6156256	
Number and street (or P O box number if mail is not delivered to street address) THOMAS J ABBAMONT - C/O BNY Mellon, N.A - P O Box 185		Room/suite	B Telephone number (see instructions) (914) 289-3037	
City or town Pittsburgh	State PA	ZIP code 15230-0185	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name	Foreign province/state/county	Foreign postal code	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), check here <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			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 11,221,950		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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 <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	329,517	329,757		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	218,088			
	b Gross sales price for all assets on line 6a 2,392,943				
	7 Capital gain net income (from Part IV, line 2)		218,088		
	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)			111		
12 Total. Add lines 1 through 11	647,716	547,956	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	78,500	31,400		47,100
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	65,943	65,943		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	890	890		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	8,180	2,045		6,135
	22 Printing and publications				
	23 Other expenses (attach schedule)	2,760			2,760
	24 Total operating and administrative expenses. Add lines 13 through 23	156,273	100,278	0	55,995
	25 Contributions, gifts, grants paid	492,500			492,500
26 Total expenses and disbursements. Add lines 24 and 25	648,773	100,278	0	548,495	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-101,057				
b Net investment income (if negative, enter -0-)		447,678			
c Adjusted net income (if negative, enter -0-)			0		



SCANNED JAN 27 2015

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	323,493	221,949	221,949
	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)			
	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)	9,502,768	9,504,612	11,000,001	
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)	9,826,261	9,726,561	11,221,950	
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 ▶ <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	9,826,261	9,726,561		
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)	9,826,261	9,726,561		
31	Total liabilities and net assets/fund balances (see instructions)	9,826,261	9,726,561		

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 9,826,261
2	Enter amount from Part I, line 27a	2 -101,057
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3 1,357
4	Add lines 1, 2, and 3	4 9,726,561
5	Decreases not included in line 2 (itemize) ▶	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 9,726,561

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) FMV 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	218,088
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	209,838

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	523,425	10,694,035	0.048946
2011	485,423	10,477,748	0.046329
2010	504,170	9,038,739	0.055779
2009	263,516	5,699,544	0.046235
2008	175,201	4,028,005	0.043496
2	Total of line 1, column (d)		2 0.240785
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 0.048157
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5		4 10,945,773
5	Multiply line 4 by line 3		5 527,116
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 4,477
7	Add lines 5 and 6		7 531,593
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8 548,495

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1		4,477
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		4,477
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		4,477
6	Credits/Payments:			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	2,362	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c	2,115	
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7		4,477
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		0
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
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. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		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?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>		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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ DE		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		
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 ▶ BNY MELLON, N.A. Telephone no. ▶ (914) 289-3037			
Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185				
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	<input type="checkbox"/>
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		Yes No 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? <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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 _____, 20 _____, 20 _____, 20 _____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2013 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013?	4b	X

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

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? 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
See Attached Statement		.00 0		
		.00 0		
		.00 0		
		.00 0		

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 **NONE**

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 ► NONE

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 ► NONE

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	10,881,986
b	Average of monthly cash balances	1b	230,474
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,112,460
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	11,112,460
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	166,687
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,945,773
6	Minimum investment return. Enter 5% of line 5	6	547,289

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	547,289
2a	Tax on investment income for 2013 from Part VI, line 5	2a	4,477
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4,477
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	542,812
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	542,812
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	542,812

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	548,495
b	Program-related investments—total from Part IX-B	1b	NONE
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	548,495
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	4,477
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	544,018

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				542,812
2 Undistributed income, if any, as of the end of 2013:				
a Enter amount for 2012 only			0	
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			2,497	
d From 2011				
e From 2012				
f Total of lines 3a through e	2,497			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ 548,495				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2013 distributable amount				542,812
e Remaining amount distributed out of corpus	5,683			
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	8,180			
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				0
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	8,180			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010			2,497	
c Excess from 2011				
d Excess from 2012				
e Excess from 2013			5,683	

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 <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)					
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2013	(b) 2012	(c) 2011	(d) 2010	
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:

NOT APPLICABLE

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

NOT APPLICABLE

c Any submission deadlines:

NOT APPLICABLE

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

NOT APPLICABLE

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)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total ▶</p>				<p>3a 492,500</p>
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total ▶</p>				<p>3b NONE</p>

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

Check "X" to include in Part IV	Description	CUSIP #	Amount	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Cost, Other Basis and Expenses		Net Gain or Loss
									Capital Gains/Losses	Other sales	Gross Sales	Valuation Method	
1	ANALOG DEVICES INC	032654105	9,250			11/17/2011		7/30/2014	25,320	17,648			7,672
2	APPLE INC	037833100	5,243			2/5/2010		10/17/2013	10,067	3,855			6,212
3	BNY MELLON INC MULTI-STR	05969M509				12/14/2010		6/23/2014	38,321	30,000			8,321
4	BNY MELLON INTL	05569M509				10/20/2010		6/23/2014	11,679	8,211			3,468
5	BNY MELLON INTERNATIONAL	05569M871				10/20/2010		6/23/2014	12,196	10,000			2,196
6	BNY MELLON INTERNATIONAL	05569M871				4/5/2011		6/23/2014	28,974	25,000			3,974
7	BNY MELLON INTERNATIONAL	05569M871				6/3/2011		6/23/2014	6,491	5,641			850
8	BNY MELLON INTERNATIONAL	05569M871				8/9/2010		6/23/2014	2,338	1,809			529
9	BEAM INC	073730103				7/23/2013		4/30/2014	16,700	13,046			3,654
10	BELLSOUTH CORP 5.2%	079860A07				4/21/2008		7/15/2014	50,412	50,582			-170
11	BOTTLING GROUP LLC 5.0	10138MAF2				3/8/2007		11/15/2013	50,000	50,000			0
12	COCA-COLA CO	191218100				10/5/2010		2/18/2014	14,944	11,876			3,068
13	COCA-COLA CO	191218100				8/8/2011		2/18/2014	7,472	6,601			871
14	COLGATE-PALMOLIVE CO 1	194160EA4				1/9/2013		3/5/2014	45,258	48,451			-3,193
15	CORNING INC	219350105				1/27/2014		8/6/2014	3,952	3,640			312
16	CORNING INC	219350105				2/18/2014		8/6/2014	5,928	5,732			196
17	DEERE & CO 6.95% 4/2	244198B60				11/17/2008		3/5/2014	100,810	104,483			-3,673
18	WALT DISNEY CO/THE	254687106				11/2/2010		7/30/2014	8,659	3,095			5,564
19	WALT DISNEY CO/THE	254687106				1/12/2010		7/30/2014	6,611	3,095			3,516
20	EXPRESS SCRIPTS HOLDING	30219G108				6/28/2012		10/17/2013	14,583	10,846			3,737
21	EXPRESS SCRIPTS HOLDING	30219G108				12/18/2012		4/9/2014	7,292	5,550			1,742
22	FAMILY DLR STORES INC	307000109				8/16/2012		4/28/2014	11,746	12,978			-1,232
23	FAMILY DLR STORES INC	307000109				4/18/2013		4/28/2014	5,873	6,164			-291
24	FN F V GROUP	31620R402				12/11/2013		7/18/2014	11	10			1
25	GENERAL ELEC CAP CORP	36962G4C5				7/6/2009		5/13/2014	100,000	103,319			-3,319
26	INTERNATIONAL BUSINESS	459200101				7/20/2011		11/16/2013	31,366	32,101			-735
27	JOHNSON CONTROLS INC	478366107				5/11/2010		2/18/2014	4,889	3,167			1,722
28	JOHNSON CONTROLS INC	478366107				5/11/2010		7/30/2014	4,850	3,167			1,683
29	KLA-TENCOR CORP	482480100				11/6/2013		1/8/2014	12,473	12,942			-469
30	KNOWLES CORP	49926D109				8/8/2011		3/27/2014	1,156	1,800			-644
31	MARATHON OIL CORP	565849106				1/5/2012		3/27/2014	17,285	15,309			1,976
32	MERRILL LYNCH & CO 5.45%	59018YTZA				4/18/2008		7/15/2014	50,000	50,000			0
33	METLIFE INC	59156R108				1/5/2012		6/13/2014	16,344	9,713			6,631
34	MORGAN STANLEY 6.0%	61747YCF0				8/25/2008		5/13/2014	50,000	51,191			-1,191
35	MORGAN STANLEY 6.0%	61747YCF0				5/20/2009		5/13/2014	50,000	50,442			-442
36	NATIONAL RURAL UTILS 4.7%	63743ZDC6				5/30/2008		12/16/2013	12,114	11,985			129
37	NATIONAL RURAL UTILS 4.7%	63743ZDC6				5/30/2008		3/1/2014	26,000	26,000			0
38	AT&T INC	00206R102				3/2/2001		2/18/2014	3,277	4,309			-1,032
39	ACTAVIS INC CORP ACTION	09507K103				1/5/2012		10/1/2013	28,802	12,062			16,740
40	NATIONAL RURAL UTILS 4.7%	63743ZDC6				5/30/2008		3/1/2014	12,000	12,000			0
41	NOW INC/IDE	67011P100				5/16/2013		7/23/2014	1,670	1,329			341
42	QUALCOMM INC	747525103				11/30/2011		11/6/2013	20,700	16,371			4,329
43	QUALCOMM INC	747525103				3/28/2012		11/6/2013	6,900	6,772			128
44	SBC COMM 5.625% 6/1	78387GAL7				8/13/2008		12/4/2013	55,866	49,955			5,931
45	SBC COMM 5.625% 6/1	78387GAL7				4/16/2009		12/4/2013	55,886	51,850			4,036
46	SEMPRA ENERGY	816851109				3/1/2011		1/2/2014	8,446	5,331			3,115
47	THE TRAVELERS COMPANIE	89417E109				7/25/2012		12/11/2013	17,486	12,289			5,197
48	US TSY INFL INDX 1.125%	912828FP9				4/9/2011		11/15/2013	115,020	109,036			5,984
49	US TSY INFL INDX 1.125%	912828FP9				2/4/2011		11/15/2013	80	73			7
50	VALERO ENERGY CORP NEW	91913Y100				7/28/2008		1/8/2014	10,254	5,853			4,401
51	VALERO ENERGY CORP NEW	91913Y100				12/7/2014		1/2/2014	4,884	1,690			3,194
52	VERIZON COMMUNICATIONS	92343V104				1/30/2009		2/18/2014	4,593	2,798			1,795
53	VERIZON COMMUNICATIONS	92343V104				9/30/2013		3/17/2014	54,681	50,550			4,131
54	ACTAVIS PLC	G0083B108				9/30/2013		10/4/2013	14,787	14,401			386
55	ALLEGION PLC	G0176J109				2/16/2012		12/26/2013	4,465	2,451			2,014
56	COVIDIEN PLC	G2554F113				9/28/2010		1/2/2014	20,221	10,848			9,373
57	COVIDIEN PLC	G2554F113				11/2/2011		1/2/2014	6,740	4,143			2,597
58	3-D SYSTEMS CORP DELA NE	88554D205				11/5/2012		3/11/2014	6,193	6,193			0
59	ACTAVIS INC COM *MERGER	00507K103				5/1/2012		10/1/2014	36,720	19,114			17,606
60	ALLIANGGI CONVERTIBLE FU	01900C680				5/21/2013		1/13/2014	30,318	28,642			1,676
61	ANADARKO PETROLEUM CO	032511107				10/9/2013		12/13/2013	15,205	18,202			-2,997
62	CALAMOS MARKET NEUTRAL	128119Z03				12/23/2009		1/13/2014	50,000	44,814			5,186
63	CONAGRA FOOD INC	205887102				4/8/2013		10/9/2013	18,229	20,870			-2,641
64	FIDELITY ADVISOR FLOATING	315807552				3/24/2011		7/30/2014	8,091	8,000			91
65	FIRST TRUST MID CAP CORE	33758P108				3/12/2012		7/31/2014	974	686			288
66	GOOGLE INC CL C	38259P706				12/23/2009		4/23/2014	10,611	6,082			4,529
67	GOOGLE INC CL C	38259P706				4/22/2010		4/23/2014	5,306	2,720			2,586
68	ISHARES IND/OFFICE REAL	46428B554				3/12/2012		3/10/2014	174,457	150,467			23,990
69	ISHARES TIPS BOND ETF	46428T176				5/13/2013		10/8/2013	5,618	5,313			305

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

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	Totals	
															Capital Gains/Losses	Other sales
	Long Term CG Distributions	8,250													2,392,943	218,068
	Short Term CG Distributions	5,243													0	0
70	X SHARES TIPS BOND ETF	464287176			5/13/2012		1/13/2014	5,575	5,313					262		
71	X SHARES TRUST CORE S&P	464287804			3/12/2012		8/4/2014	50,668	35,774					14,894		
72	X JOHNSON CONTROLS INC	478366107			12/13/2013		4/23/2014	13,914	14,837					-923		
73	X MCDONALDS CORP	580135101			3/12/2012		8/4/2014	14,618	15,059					-441		
74	X MCDONALDS CORP	580135101			6/6/2014		8/4/2014	660	713					-53		
75	X PIMCO COMMODITY REAL RE	722005584			9/16/2013		1/13/2014	16,278	17,005					-727		
76	X SMUCKER J.M.CO NEW	832696405			3/12/2012		6/3/2014	25,057	18,550					6,507		
77	X SPDR GOLD TRUST	78463V107			9/16/2013		1/13/2014	11,096	11,663					-567		
78	X SPDR S&P 500 ETF TR	78462F103			8/7/2013		9/16/2013	425,496	422,046					3,450		
79	X TOUCHSTONE MERGER ARB	89151730			10/13/2011		1/13/2014	55,038	52,000					3,038		
80	X TOUCHSTONE MERGER ARB	89151730			1/6/2012		1/13/2014	10,359	10,000					359		
81	X TRANSAMERICA MULTI-MAN	893962654			8/6/2012		1/13/2014	32,446	31,294					1,152		
82	X TRANSAMERICA MULTI-MAN	893962654			1/17/2013		1/13/2014	32,513	32,000					513		
83	X YUM BRANDS INC	989499101			4/12/2012		10/9/2013	12,718	13,968					-1,250		
84														0		
85														0		

Part I, Line 11 (990-PF) - Other Income

		111	111	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	PPL CORPORATION DIVIDEND RECEIVED	111	111	

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

		65,943	65,943	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	INVESTMENT MGMT FEES - BNY MELLON	43,858	43,858		
2	INVESTMENT MGMT FEES - UBS	22,085	22,085		

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

		890	890	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	890	890		

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

		2,760	0	0	2,760
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	MEMBERSHIP RENEWAL DUES	725			725
2	INSURANCE EXPENSES	765			765
3	CT CORP ANNUAL SERVICE CHARGE	568			568
4	OFFICE SUPPLIES	347			347
5	ANNUAL STATE FILING FEE	126			126
6	POST OFFICE MAILBOX RENEWAL	229			229
7					
8					

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

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			9,502,768	9,504,612	11,000,001
2	EATON CORP PLC		0	20,410	27,925
3	INGERSOLL-RAND PLC		0	9,616	18,060
4	INVENCO LTD		0	17,718	36,756
5	SEAGATE TECHNOLOGY		0	22,139	25,032
6	TE CONNECTIVITY LTD		0	23,672	25,072
7	AVAGO TECHNOLOGIES LTD		0	13,517	24,627
8	AT&T INC		0	14,853	20,976
9	ABBOTT LABORATORIES		0	26,775	29,568
10	ABBVIE INC		0	16,001	16,584
11	ADOBE SYS INC COM		0	15,593	28,760
12	AMGEN INC		0	11,324	13,938
13	ANHEUSER BUSCH INBEV SPN ADR		0	21,238	22,356
14	APPLE COMPUTER INC COM		0	12,529	46,638
15	BNY MELLON INTL EQUITY INCOME FUND		0	96,000	98,884
16	BNY MELLON MID CAP STK FD CL M		0	71,789	105,898
17	BNY MELLON SMALL CAP STK FD CL M S		0	40,000	66,761
18	BNY MELLON EMERGING MKTS FD CL M		0	65,000	70,560
19	BNY MELLON INTL FD CL M SHSS		0	78,191	101,441
20	BRISTOL MYERS SQUIBB CO COM		0	22,623	25,325
21	CAPITAL ONE FINL CORP COM		0	10,570	16,412
22	CARDINAL HEALTH INC COM		0	16,995	18,425
23	CENTERPOINT ENERGY INC		0	19,410	24,840
24	CHEVRONTXACO CORP		0	21,527	25,890
25	COMCAST CORP NEW CLA		0	18,280	32,832
26	ACTAVIS PLC		0	14,401	22,698
27	ACCENTURE PLC IRELAND SHS CLA		0	18,886	32,424
28	COSTCO WHSL CORP NEW		0	8,875	18,162
29	DISNEY (WALT) COMPANY HOLDING CO.		0	9,284	26,964
30	DOVER CORPORATION		0	8,869	17,574
31	DREYFUS/NEWTON INTERN EQTY-Y		0	10,000	10,156
32	EXXON MOBIL CORP		0	17,235	29,838
33	FNF GROUP		0	4,983	5,662
34	FNFV GROUP		0	1,009	989
35	GENERAL ELECTRIC CO		0	13,288	12,990
36	GLAXO SMITHKLINE PLC		0	18,260	19,640
37	HALLIBURTON COMPANY COM		0	10,258	21,973
38	HARLEY DAVIDSON INC		0	12,674	12,712
39	HOME DEPOT INC USD 0.05		0	12,185	28,050
40	HONEYWELL INTL INC		0	8,062	19,046
41	INTERCONTINENTALEXCHANGE GRO		0	13,143	18,900
42	J P MORGAN CHASE & CO		0	16,775	23,780
43	JOHNSON CONTROLS INC		0	15,539	24,405
44	LAS VEGAS SANDS CORP		0	19,542	26,604
45	MERCK & CO INC		0	5,648	6,011
46	METLIFE INC		0	9,489	16,422

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
47	MONDELEZ INTERNATIONAL INC		0	11,092	21,714
48	NATIONAL-OILWELL INC		0	12,220	17,286
49	NUCOR CORP		0	25,866	32,592
50	OCCIDENTAL PETROLEUM CORPORATIO		0	15,588	20,746
51	PNC FINANCIAL SERVICES GROUP INC		0	19,412	29,662
52	PPL CORP		0	10,487	11,220
53	PEPSICO INC		0	19,500	36,996
54	PFIZER INC COM		0	18,847	17,634
55	PHILIP MORRIS INTERNATIONAL		0	9,808	17,116
56	PROCTER & GAMBLE CO COM		0	19,318	24,933
57	SALESFORCE COM INC		0	16,414	23,636
58	SCHLUMBERGER LIMITED COM		0	8,672	10,964
59	SEMPRA ENERGY		0	9,979	21,194
60	SOUTHWESTERN ENERGY CO		0	10,736	12,354
61	STATE ST CORP COM		0	17,284	28,812
62	DREYFUS INTENATION STOCK-Y		0	15,000	15,308
63	DREYFUS SELECT MGER S/C VL-Y		0	40,000	56,492
64	TAIWAN SEMICONDUCTOR ADR		0	16,830	20,940
65	TEVA PHARMACEUTICAL INDS ADR		0	24,572	31,512
66	UNION PACIFIC CORP		0	11,265	31,581
67	UNITED TECHNOLOGIES CORP		0	6,195	21,596
68	VALERO ENERGY CORP NEW		0	3,379	10,828
69	VERIZON COMMUNICATIONS INC		0	11,193	19,928
70	WELLS FARGO & CO NEW		0	24,875	41,152
71	YUM BRANDS INC		0	10,131	21,729
72	ANHEUSER BUSCH COS INC		0	51,639	50,862
73	APPLE INC 3.45% 5/06/24		0	100,875	102,820
74	ASTRAZENECA PLC		0	56,376	56,606
75	B P CAPITAL MARKETS 3.814% 2/10/24		0	102,759	104,924
76	BNP PARIBAS 3.6% 2/23/16		0	151,398	155,985
77	BLACKROCK INC		0	113,419	114,185
78	BLACKROCK INC 3.5% 3/18/24		0	100,411	102,450
79	CATERPILLAR FINANCIAL 2.75% 6/24/15		0	102,226	101,912
80	CATERPILLAR FINL SE 2.85% 6/01/22		0	101,209	100,264
81	CISCO SYSTEMS INC		0	102,867	111,118
82	BERKSHIRE HATHAWAY FI 4.25% 1/15/21		0	100,674	110,236
83	BERKSHIRE HATHAWAY IN 3.75% 8/15/21		0	104,597	107,577
84	COCA-COLA CO/THE		0	78,025	75,557
85	CONSOLIDATED EDISON CO N Y INC		0	50,758	53,063
86	COOPERATIEVE CENTRALE RAIFFEIS		0	97,148	102,851
87	CREDIT SUISSE FIRST BOSTON USA		0	50,964	52,194
88	DEUTSCHE BK AG LONDON		0	111,410	112,838
89	DU PONT E I DE NEMOURS & CO		0	52,232	58,040
90	GENERAL ELEC CAP CORP M/T/N		0	48,648	54,648
91	GENERAL ELEC CAP COR 4.375% 9/16/20		0	104,451	109,978
92	GEORGIA PWR CO SR NT SER Z		0	51,020	52,860

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	9,502,768	9,504,612	11,000,001
				Book Value End of Year	FMV End of Year	
93	GLAXOSMITHKLINE CAPITAL PLC		0	50,849	50,541	
94	GOLDMAN SACHS GROUP INC		0	50,614	50,513	
95	GOLDMAN SACHS GROUP 3.625% 1/22/2		0	98,676	101,445	
96	GOLDMAN SACHS GROUP INC MTN		0	52,530	50,183	
97	INTEL CORP		0	130,752	128,040	
98	IBM CORP 3.375% 8/01/23		0	99,714	102,715	
99	JP MORGAN CHASE & CO		0	26,457	25,541	
100	JPMORGAN CHASE & CO		0	78,388	81,143	
101	JPMORGAN CHASE & CO		0	102,757	109,561	
102	MERCK & CO INC		0	49,650	51,105	
103	MERRILL LYNCH & CO INC MEDIUM		0	51,442	56,806	
104	MICROSOFT CORP		0	52,262	52,311	
105	MICROSOFT CORP 4.0% 2/08/21		0	100,149	110,198	
106	NORTHERN TRUST CORP 2.375% 8/02/22		0	50,049	48,728	
107	NOVARTIS SECS INVEST LTD		0	107,545	113,430	
108	OCCIDENTAL PETROLEUM 2.7% 2/15/2		0	51,258	49,016	
109	ORACLE CORP		0	113,354	114,426	
110	PEPSICO INC 3.1% 1/15/15		0	75,691	75,770	
111	PRAXAIR INC 4.5% 8/15/19		0	104,809	110,857	
112	PRUDENTIAL FINL INC 4.75% 9/17/15		0	49,755	52,092	
113	ROYAL BK SCOTLND GRP 6.4% 10/21/19		0	100,670	117,595	
114	SBC COMMUNICATIONS INC		0	50,744	50,074	
115	SHELL INTERNATIONAL 3.25% 9/22/15		0	51,828	51,503	
116	SHELL INTERNATIONAL FI 4.3% 9/22/19		0	101,850	110,877	
117	SHELL INTERNATIONAL FI 3.4% 8/12/23		0	98,828	103,316	
118	STATE STREET CORP 3.7% 11/20/23		0	99,825	105,060	
119	TOTAL CAPITAL INTL 2.875% 2/17/22		0	52,096	50,537	
120	TOTAL CAPTL INTL SA 3.7% 1/15/24		0	151,628	158,076	
121	US BANCORP 3.0% 3/15/22		0	78,560	76,104	
122	U S TREASURY NOTE		0	201,520	213,938	
123	U S TREASURY NOTE 2.75% 11/30/16		0	101,414	104,719	
124	US TREAS-CPI INFLATION INDEX		0	110,467	119,408	
125	U S TREASURY NOTE		0	101,641	105,609	
126	U S TREASURY NOTES		0	49,996	51,244	
127	U S TREASURY NOTE		0	100,200	105,242	
128	US TREAS-CPI INFLAT		0	107,504	116,830	
129	U S TREASURY NOTES		0	100,000	105,289	
130	UNITED STATES TREAS NT		0	99,758	105,750	
131	US TREASURY NOTE 1.375% 11/30/18		0	51,145	49,828	
132	VERIZON GLOBAL FDG CORP		0	49,778	52,246	
133	WACHOVIA CORP NEW		0	26,552	27,345	
134	WAL-MART STORES INC		0	104,982	105,215	
135	WELLS FARGO & COMPANY		0	99,681	111,663	
136	WELLS FARGO & COMPAN 4.125% 8/15/2		0	96,232	105,079	
137	WESTPAC BANKING CORP		0	50,216	50,926	
138	SEE ATTACHED UBS STATEMENT			2,614,852	3,304,654	

Balance Sheet Detail
The Sexauer Foundation
FYE 6/30/2014

Wustip ID / Symbol	Description	Quantity	Price	Value	Local Cost
AAPL	APPLE INC	343,000	^102.500	35,157.50	22,861.15
AAJ	ISHARES MSCI ALL CTRY	2,000,000	^65.720	131,440.00	118,414.60
ABC	ASIA EX JAPAN ETF	547,000	^77.390	42,332.33	21,513.93
ACT	AMERISOURCEBERGEN CORP	264,000	^226.980	59,922.72	38,600.37
AMGN	ACTAVIS PLC	245,000	^139.360	34,148.10	20,451.32
AMT	AMGEN INC	323,000	^98.600	31,847.80	24,220.92
BWA	AMERICAN TOWER CORP REIT	268,000	^62.190	16,666.92	13,263.55
CELG	BORGWARNER INC	534,000	^95.020	50,740.68	20,994.15
CF	CELGENE CORP	89,000	^257.670	22,932.63	16,385.62
CI	CF INDUSTRIES HOLDINGS	229,000	^94.600	21,663.40	15,161.82
CL	CIGNA CORP	386,000	^64.730	24,985.78	18,526.56
CSCO	COLGATE PALMOLIVE CO	608,000	^24.990	15,193.92	14,301.83
CVX	CISCO SYSTEMS INC	260,000	^129.450	33,657.00	28,715.50
DFS	CHEVRON CORP	301,000	^62.370	18,773.37	9,572.73
DHR	DISCOVER FINANCIAL	485,000	^76.610	37,155.85	26,443.82
DIS	SERVICES	254,000	^89.880	22,829.52	13,001.00
DOW	DANAHER CORP	299,000	^53.550	16,011.45	15,311.79
EFA	WALT DISNEY CO (HOLDING CO) DISNEY COM	2,300,000	^66.710	153,433.00	126,887.07
EL	DOW CHEMICAL	516,000	^76.830	39,644.28	31,058.46
EMC	ISHARES MSCI EAFE ETF	474,000	^29.530	13,997.22	12,728.46
FB	LAUDER ESTEE COS CL A	92,000	^74.820	6,883.44	6,574.83
FBT	EMC CORP MASS	2,470,002	^23.750	58,662.54	49,949.99
FLS	FACEBOOK INC CL A	97,000	^75.890	7,361.33	5,199.10
FNX	FIDELITY ADVISOR	2,731,000	^53.190	145,261.89	98,634.74
GHAYX	BIOTECHNOLOGY FUND CLASS 1	631,179	^54.970	34,695.90	31,111.56
GIS	FLOWERVE CORP	515,000	^53.380	27,490.70	19,502.47
GOOGL	FIRST TRUST MID CAP CORE ALPHADEX FD	62,000	^582.360	36,106.32	26,239.85
HAL	VAN ECK GLOBAL HARD ASSETS CL Y	402,000	^67.610	27,179.22	26,174.71
HD	GENL MILLS INC	317,000	^93.500	29,639.50	20,937.73
HON	GOOGLE INC CL A	288,000	^95.230	27,426.24	22,343.41
IBM	HALLIBURTON CO (HOLDING COMPANY)	286,000	^192.300	54,997.80	55,146.50
IJR	HONEYWELL INTL INC	1,120,000	^110.360	123,603.20	83,472.03
INTC	INTEL CORP	1,324,000	^34.920	46,234.08	31,248.82
IWR	ISHARES RUSSELL MIDCAP ETF	1,425,000	^164.350	234,198.75	155,178.23
JNU	JOHNSON & JOHNSON COM	353,000	^103.730	36,616.69	22,961.50
KO	COCA COLA CO COM	511,000	^41.720	21,318.92	17,986.86
MA	MASTERCARD INC CL A	519,000	^75.810	39,345.39	22,464.84

Stocks

MCK	MCKESSON CORP	255 000	^195 030	49,732.65	23,013 95
MLPOX	OPPENHEIMER STEELPATH	1,266.101	^14 010	17,738 07	15,501 91
MMM	MIP ALPHA FUND Y	274 000	^144 000	32,256 00	20,349 60
MSFT	3M CO	799 000	^45 430	36,298.57	26,524 06
MXAIX	MICROSOFT CORP	13,079 015	^6,040	78,997 25	75,000 00
NEE	TOUCHSTONE SMALL CAP	250 000	^98 450	24,612 50	14,906 25
ORCL	GROWTH RUND CLASS Y	962 000	^41 530	39,951.86	29,710 92
ORLY	NEXTERA ENERGY INC COM	258 000	^155 980	40,242 84	27,266 29
PEP	O REILLY AUTOMOTIVE INC	193 000	^92 490	17,850 57	12,999 63
PFE	PEPSICO INC	838 000	^29 390	24,628 82	17,949 83
PG	PRZER INC	356 000	^83 110	29,587 16	24,123 28
PPG	PROCTER & GAMBLE CO	73 000	^205.860	15,027 78	14,453 18
QCOM	PPG INDUSTRIES INC	283 000	^76 100	21,536 30	18,473.43
SRUX	QUALCOMM INC	387 000	^77 810	30,112 47	20,310 45
T	STARBUCKS CORP	742 000	^34 960	25,940 32	23,482 04
TIX	AT&T INC	364 000	^59 610	21,698 04	14,713 46
UNP	TIX COS INC NEW	134 000	^105.270	14,106 18	7,394 00
USB	UNION PACIFIC CORP	177 000	^42 280	7,483 56	4,996 92
VZ	US BANCORP DEL (NEW)	386 000	^49 820	19,230 52	14,655 77
WFC	VERZON COMMUNICATIONS	426 000	^51 440	21,913 44	14,092.60
WMT	WELLS FARGO & CO NEW	288 000	^75 500	21,744 00	17,645.94
XLF	WAL MART STORES INC	1,631 000	^23 360	38,100 16	28,735 90
XOM	FINANCIAL SECTOR SPDR	573 000	^99 460	56,990 58	51,044 79
	TRUST ETF				
	EXXON MOBIL CORP				

Bonds

ANAYX	ALLIANCEBERNSTEIN GLOBAL	1,626 949	^8 560	13,926 68	13,260.27
FHIX	BOND FUND ADVISOR CLASS	5,511 678	^7 900	43,542 25	40,000 00
FFRIX	FEDERATED HIGH INCOME	812.161	^9 930	8,064 75	8,000 00
FSRIX	BOND FUND CL A	1,857 890	^12 690	23,576 62	23,062 33
JSOX	FIDELITY ADVISOR	1,313.524	^11 860	15,578 39	15,623 99
WOBDX	FLOATING RATE	4,115.758	^11 760	48,401 31	47,495 85
NELYX	INSTITUTIONAL	8,353.573	^11 680	97,569 73	97,479 58
LIFX	FIDELITY ADVISOR	1,552.003	^13 990	21,712 52	22,000 00
MYFRX	STRATEGIC INCOME FUND	4,970 184	^10 060	50,000 05	50,000 00
ANGX	CLASS I	3,276.036	^12 190	39,934 87	40,000 00
	JP MORGAN STRATEGIC				
	INCOME OPPORTUNITIES				
	FUND CLASS S				
	JP MORGAN CORE BOND				
	FUND				
	LOOMIS SAYLES LTD TERM				
	GOVT AND AGENCY CL Y				
	LORD ABBETT INELNT				
	FOCUSED CLASS F				
	PIONEER MULTI-ASSET				
	ULTRASHORT INCOME				
	FUND CLASS Y				
	ANGEL OAK MULTI-STRATEGY				
	INCOME CLASS INSTL				

Alternatives

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FEDERAL TAX REFUND	1	1,276
2	TAX COST ADJUSTMENT	2	81
3	Total	3	1,357

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

▶ **File a separate application for each return.**
 ▶ **Information about Form 8868 and its instructions is at www.irs.gov/form8868.**

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box **X**
 - If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form).
- Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions THE SEXAUER FOUNDATION	Employer identification number (EIN) or 13-6156256
	Number, street, and room or suite no. If a P.O. box, see instructions THOMAS J ABBAMONT - C/O BNY Mellon, N.A. - P O Box 185	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions Pittsburgh, PA 15230-0185	

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

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

- The books are in the care of ▶ **BNY MELLON, N A**

Telephone No. ▶ **412-234-8833**

Fax No. ▶

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 4/15/2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ calendar year _____ or

▶ tax year beginning 9/1/2013, and ending 8/31/2014

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions	3a	\$	4,477
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	2,362
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	3c	\$	2,115

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

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

Recipient(s) paid during the year

Name

PROJECT RETURN (H.E.A.L.)

Street

333 HURLBUTT ST

City

WILTON

State

CT

Zip Code

06897

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

22,000

Name

CYSTIC FIBROSIS FOUNDATION

Street

205 E 42ND STREET #1821

City

NEW YORK

State

NY

Zip Code

10017

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

20,000

Name

ST CHRISTOPHER'S INC

Street

71 S BROADWAY

City

DOBBS FERRY

State

NY

Zip Code

10522

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

17,500

Name

ASPETUCK LAND TRUST

Street

22 GREEN ACRE LN

City

WESTPORT

State

CT

Zip Code

06880

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

5,000

Name

WESTCHESTER CHILDREN'S ASSOCIATION

Street

470 MAMORONECK, SUITE 304

City

WHITE PLAINS

State

NY

Zip Code

10605

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

15,000

Name

SOUTHERN CT SCIENCE & ENGINEERING FOUNDATION, INC

Street

PO BOX 5208

City

WESTPORT

State

CT

Zip Code

06881

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

10,000

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

Recipient(s) paid during the year

Name QUANTUM HOUSE				
Street 901 45TH STREET				
City WEST PALM BEACH		State FL	Zip Code 33407	Foreign Country
Relationship NONE		Foundation Status PC		
Purpose of grant/contribution				Amount 65,000
Name ENACT				
Street 630 NINTH AVENUE, SUITE 301				
City NEW YORK		State NY	Zip Code 10036	Foreign Country
Relationship NONE		Foundation Status PC		
Purpose of grant/contribution				Amount 30,000
Name WESTCHESTER JEWISH COMMUNITY SERVICE				
Street 141 NORTH CENTRAL AVE				
City HARTSDALE		State NY	Zip Code 10530	Foreign Country
Relationship NONE		Foundation Status PC		
Purpose of grant/contribution				Amount 25,000
Name EDVENTURE CHARTER SCHOOL				
Street 113 E COAST AVE				
City HYPOLYXO		State FL	Zip Code 33436	Foreign Country
Relationship NONE		Foundation Status PC		
Purpose of grant/contribution				Amount 20,000
Name DEAF SERVICE CENTER				
Street 3111 SOUTH DIXIE HW, SUITE 237				
City WEST PALM BEACH		State FL	Zip Code 33405	Foreign Country
Relationship NONE		Foundation Status PC		
Purpose of grant/contribution				Amount 25,000
Name BREATH MATTERS				
Street 7101 JAHNKE RD				
City RICHMOND		State VA	Zip Code 23225	Foreign Country
Relationship NONE		Foundation Status PC		
Purpose of grant/contribution				Amount 1,000

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

Recipient(s) paid during the year

Name THE SCOTTY FUND			
Street PO BOX 1080			
City BETHEL	State CT	Zip Code 06801	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution			Amount 15,000
Name FRANCISCAN FRIARS OF THE ATONEMENT-GRAYMOOR			
Street 1350 ROUTE 9, PO BOX 300			
City GARRISON	State NY	Zip Code 10524	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution			Amount 20,000
Name WATERSIDE SCHOOL			
Street 770 PACIFIC STREET			
City STAMFORD	State CT	Zip Code 06902	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution			Amount 25,000
Name KIDS IN CRISIS			
Street 1 SALEM STREET			
City COS COB	State CT	Zip Code 06807	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution			Amount 20,000
Name YMCA, BETHEL CT			
Street 2 HUCKLEBERRY HILL ROAD			
City BROOKFIELD	State CT	Zip Code 06804	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution			Amount 30,000
Name ST JOHNS SQUARE			
Street 4 FOUNTAIN SQUARE			
City LARCHMONT	State NY	Zip Code 10538	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution			Amount 1,000

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

Recipient(s) paid during the year

Name ST MARY'S HEALTHCARE SYSTEM				
Street 29-01 216TH ST				
City BAYSIDE	State NY	Zip Code 11360	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution				Amount 30,000
Name CAROLINE HOUSE, INC				
Street 574 STILLMAN ST				
City BRIDGEPORT	State CT	Zip Code 06608	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution				Amount 20,000
Name HOPE'S DOOR				
Street PO BOX 203				
City PLEASANTVILLE	State NY	Zip Code 10570	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution				Amount 32,000
Name CHILD CARE COUNCIL OF WESTCHESTER				
Street 470 MAMORONECH AVE				
City WHITE PLAINS	State NY	Zip Code 10605	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution				Amount 20,000
Name NON PROFIT COORDINATING COMMITTEE				
Street 1350 BROADWAY, SUITE 1801				
City NEW YORK	State NY	Zip Code 10018	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution				Amount 1,000
Name THE CHURCH OF ST MICHAEL AND ST PETER				
Street 4782 W SENECA TRNPKE				
City SYRACUSE	State NY	Zip Code 13215	Foreign Country	
Relationship NONE	Foundation Status PC			
Purpose of grant/contribution				Amount 2,500

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

Recipient(s) paid during the year

Name

HOSPICE AND PALLIATIVE CARE OF WESTCHESTER

Street

311 N ST #204

City

WHITE PLAINS

State

NY

Zip Code

10605

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

15,000

Name

PALM BEACH ATLANTIC UNIVERSITY

Street

901 S FLAGLER DR

City

WEST PALM BEACH

State

FL

Zip Code

33401

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

1,000

Name

EQUALITY CHARTER SCHOOL

Street

4140 HUTCHINSON RIVER PKWAY E

City

BRONX

State

NY

Zip Code

10475

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

2,000

Name

ST RAPHAEL PARISH

Street

35-20 GREENPOINT AVE

City

LONG ISLAND

State

NY

Zip Code

11101

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

Amount

2,500

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