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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

▶ **Do not enter Social Security numbers on this form as it may be made public. By law, the IRS cannot redact the information on the form.**

▶ **Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.**

OMB No 1545-0052

2013

Open to Public Inspection

For calendar year 2013, or tax year beginning 10-01-2013 , and ending 09-30-2014

Name of foundation
COOPER FAMILY CHARITABLE FOUNDATION INC

A Employer identification number
58-2433546

Number and street (or P O box number if mail is not delivered to street address)
170 WEST PACES FERRY ROAD NE

Room/suite

B Telephone number (see instructions)
(404) 467-0905

City or town, state or province, country, and ZIP or foreign postal code
ATLANTA, GA 30305

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 7,258,715

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ______ *(Part I, column (d) must be on cash basis.)*

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	45,948	45,948		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	406,456			
	b	Gross sales price for all assets on line 6a 1,780,428				
	7	Capital gain net income (from Part IV, line 2)		406,456		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	452,404	452,404		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	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)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	179,806	0		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	17,886	16,097		1,789
	24	**Total operating and administrative expenses.** Add lines 13 through 23	197,692	16,097		1,789
	25	Contributions, gifts, grants paid	307,525			307,525
	26	**Total expenses and disbursements.** Add lines 24 and 25	505,217	16,097		309,314
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-52,813			
	b	**Net investment income** (if negative, enter -0-)		436,307		
	c	**Adjusted net income** (if negative, enter -0-)				

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	240,459	240,847	240,847
	2	Savings and temporary cash investments			
	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)	1,268,513	1,992,987	1,992,987
	c	Investments—corporate bonds (attach schedule)	1,468,000	1,257,548	1,257,548
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	3,969,085	3,762,833	3,762,833
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)	4,500	4,500	4,500
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	6,950,557	7,258,715	7,258,715
Liabilities	17	Accounts payable and accrued expenses	32,500		
	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)	32,500	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	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	6,918,057	7,258,715	
	30	**Total net assets or fund balances** (see page 17 of the instructions)	6,918,057	7,258,715	
	31	**Total liabilities and net assets/fund balances** (see page 17 of the instructions)	6,950,557	7,258,715	

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	6,918,057
2	Enter amount from Part I, line 27a	2	-52,813
3	Other increases not included in line 2 (itemize) ▶	3	393,471
4	Add lines 1, 2, and 3	4	7,258,715
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	7,258,715

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 Additional Data Table			
b				
c				
d				
e				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	See Additional Data Table			
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	406,456
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see page 18 of 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	290,141	6,443,120	0 045031
2011	310,775	5,996,813	0 051823
2010	299,965	6,257,650	0 047936
2009	243,211	5,824,235	0 041758
2008	339,654	5,000,370	0 067926

2	**Total** of line 1, column (d).	2	0 254474
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 050895
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	7,077,545
5	Multiply line 4 by line 3.	5	360,212
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	4,363
7	Add lines 5 and 6.	7	364,575
8	Enter qualifying distributions from Part XII, line 4.	8	309,314

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 page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ____________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	8,726
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	8,726
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	8,726
6	Credits/Payments			
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a 175,160		
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	175,160
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached		8	19
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	166,415
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 8,760 **Refunded** ▶		11	157,655

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either ● By language in the governing instrument, or ● By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶GA			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶WELLONS MOOG Telephone no ▶(404) 467-0905

Located at ▶170 WEST PACES FERRY ROADNE ATLANTA GA ZIP+4 ▶30305

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 |

			Yes	No
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for Form TD F 90-22 1 If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☑ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☑ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☑ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☑ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☑ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ Yes ☑ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2013?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? ☑ Yes ☐ No			
	If "Yes," list the years ▶ 2012 , 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	Yes	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2013 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

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**		
	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**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		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	
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	
2	
All other program-related investments See page 24 of the instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	6,862,765
b	Average of monthly cash balances	1b	322,560
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	7,185,325
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	7,185,325
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	107,780
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	7,077,545
6	**Minimum investment return.** Enter 5% of line 5	6	353,877

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	353,877
2a	Tax on investment income for 2013 from Part VI, line 5 — 2a: 8,726		
b	Income tax for 2013 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	8,726
3	Distributable amount before adjustments Subtract line 2c from line 1	3	345,151
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	345,151
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	345,151

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	309,314
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	309,314
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	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	309,314

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				345,151
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.			311,974	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2013				
a From 2008.				
b From 2009.				
c From 2010.				
d From 2011.				
e From 2012.				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 309,314				
a Applied to 2012, but not more than line 2a			309,314	
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.				0
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).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		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 instructions			2,660	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				345,151
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	0			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

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

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 organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

FREDERICK E COOPER

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

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

COOPER FAMILY CHARITABLE FOUNDATION
170 WEST PACES FERRY ROAD NE
ATLANTA, GA 30305
(404) 467-0905

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

APPLICATIONS SHOULD INCLUDE PURPOSE FOR CONTRIBUTION AND AMOUNT

c Any submission deadlines

NONE

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

CHARITABLE CONTRIBUTIONS ARE GENERALLY RESERVED FOR EDUCATIONAL, ENVIRONMENTAL, AND POVERTY PURPOSES

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				307,525
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	45,948	
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	406,456	
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		452,404	0

13 **Total.** Add line 12, columns (b), (d), and (e). **13** 452,404

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		No
(2) Other assets	**1a(2)**		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	**1b(1)**		No
(2) Purchases of assets from a noncharitable exempt organization	**1b(2)**		No
(3) Rental of facilities, equipment, or other assets	**1b(3)**		No
(4) Reimbursement arrangements	**1b(4)**		No
(5) Loans or loan guarantees	**1b(5)**		No
(6) Performance of services or membership or fundraising solicitations	**1b(6)**		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	**1c**		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2014-12-17 | ******

Signature of officer or trustee | Date | 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	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
CBRADFORD JACKSON				P00105180

Firm's name ▶	LANIGAN & ASSOCIATES P C	Firm's EIN ▶ 58-1304721
Firm's address ▶	314 GORDON AVENUE THOMASVILLE, GA 31792	Phone no (229) 226-8320

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
223 909 SHRS CEMEX S A B SPONSORED PART CER	P	2007-06-07	2013-12-16
343 097 SHRS CEMEX S A B SPONSORED PART CER	P	2008-06-06	2013-12-16
253 064 SHRS CEMEX S A B SPONSORED PART CER	P	2006-06-08	2013-12-16
1411 318 SHRS CEMEX S A B SPONSORED PART CER	P	2005-08-04	2013-12-16
7299 918 SHRS CEMEX S A B SPONSORED PART CER	P	2005-01-25	2013-12-16
284 697 SHRS CEMEX S A B SPONSORED PART CER	P	2005-06-09	2013-12-16
1 291 SHRS DFA US SMALL CAP PORTFOLIO	P	2013-03-08	2014-03-10
13 249 SHRS DFA US SMALL CAP PORTFOLIO	P	2012-09-10	2014-03-10
13 878 SHRS DFA US SMALL CAP PORTFOLIO	P	2007-06-08	2014-03-10
4 248 SHRS DFA US SMALL CAP PORTFOLIO	P	2011-03-08	2014-03-10
2 166 SHRS DFA US SMALL CAP PORTFOLIO	P	2012-03-08	2014-03-10
321 491 SHRS DFA US SMALL CAP PORTFOLIO	P	2012-12-13	2014-03-10
60 972 SHRS DFA US SMALL CAP PORTFOLIO	P	2012-12-13	2014-03-10
11 64 SHRS DFA US SMALL CAP PORTFOLIO	P	2012-12-13	2014-03-10
10 106 SHRS DFA US SMALL CAP PORTFOLIO	P	2011-06-08	2014-03-10
24 668 SHRS DFA US SMALL CAP PORTFOLIO	P	2012-06-08	2014-03-10
4 087 SHRS DFA US SMALL CAP PORTFOLIO	P	2007-03-08	2014-03-10
1 453 SHRS DFA US SMALL CAP PORTFOLIO	P	2006-12-18	2014-03-10
223 07 SHRS DFA US SMALL CAP PORTFOLIO	P	2006-12-18	2014-03-10
70 724 SHRS DFA US SMALL CAP PORTFOLIO	P	2006-12-18	2014-03-10
18 384 SHRS DFA US SMALL CAP PORTFOLIO	P	2007-09-10	2014-03-10
24 574 SHRS DFA US SMALL CAP PORTFOLIO	P	2010-12-09	2014-03-10
8 597 SHRS DFA US SMALL CAP PORTFOLIO	P	2006-03-08	2014-03-10
26 233 SHRS DFA US SMALL CAP PORTFOLIO	P	2006-06-08	2014-03-10
27 483 SHRS DFA US SMALL CAP PORTFOLIO	P	2005-09-08	2014-03-10
28 918 SHRS DFA US SMALL CAP PORTFOLIO	P	2006-09-08	2014-03-10
21 555 SHRS DFA US SMALL CAP PORTFOLIO	P	2011-12-13	2014-03-10
670 755 SHRS DFA US SMALL CAP PORTFOLIO	P	2005-12-19	2014-03-10
210 747 SHRS DFA US SMALL CAP PORTFOLIO	P	2005-12-19	2014-03-10
0 727 SHRS DFA US SMALL CAP PORTFOLIO	P	2005-12-19	2014-03-10

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5 859 SHRS DFA US SMALL CAP PORTFOLIO	P	2005-03-08	2014-03-10
13 194 SHRS DFA US SMALL CAP PORTFOLIO	P	2011-09-08	2014-03-10
0 218 SHRS DFA US SMALL CAP PORTFOLIO	P	2004-12-20	2014-03-10
320 489 SHRS DFA US SMALL CAP PORTFOLIO	P	2007-12-19	2014-03-10
22 3 SHRS DFA US SMALL CAP PORTFOLIO	P	2007-12-19	2014-03-10
3 717 SHRS DFA US SMALL CAP PORTFOLIO	P	2007-12-19	2014-03-10
151 127 SHRS DFA US SMALL CAP PORTFOLIO	P	2004-12-20	2014-03-10
16 542 SHRS DFA US SMALL CAP PORTFOLIO	P	2005-06-08	2014-03-10
13 617 SHRS DFA US SMALL CAP PORTFOLIO	P	2008-06-10	2014-03-10
4 341 SHRS DFA US SMALL CAP PORTFOLIO	P	2010-03-09	2014-03-10
18 97 SHRS DFA US SMALL CAP PORTFOLIO	P	2008-09-09	2014-03-10
19 003 SHRS DFA US SMALL CAP PORTFOLIO	P	2004-06-08	2014-03-10
12 591 SHRS DFA US SMALL CAP PORTFOLIO	P	2010-09-08	2014-03-10
12 455 SHRS DFA US SMALL CAP PORTFOLIO	P	2004-09-08	2014-03-10
8 64 SHRS DFA US SMALL CAP PORTFOLIO	P	2010-06-08	2014-03-10
62 617 SHRS DFA US SMALL CAP PORTFOLIO	P	2003-12-22	2014-03-10
14 177 SHRS DFA US SMALL CAP PORTFOLIO	P	2008-03-10	2014-03-10
20 017 SHRS DFA US SMALL CAP PORTFOLIO	P	2009-12-09	2014-03-10
7 288 SHRS DFA US SMALL CAP PORTFOLIO	P	2009-09-09	2014-03-10
215 164 SHRS DFA US SMALL CAP PORTFOLIO	P	2000-04-18	2014-03-10
418 303 SHRS DFA US SMALL CAP PORTFOLIO	P	1999-09-27	2014-03-10
5 801 SHRS DFA US SMALL CAP PORTFOLIO	P	2014-03-10	2014-04-24
558 9787 SHRS DFA US SMALL CAP PORTFOLIO	P	1999-09-27	2014-04-24
1061 229 SHRS DFA US SMALL CAP PORTFOLIO	P	2001-12-17	2014-04-24
634 879 SHRS FPA CAPITAL FUND	P	2005-06-20	2014-03-10
294 722 SHRS FPA CAPITAL FUND	P	2005-12-16	2014-03-10
18 836 SHRS FPA CAPITAL FUND	P	2005-12-16	2014-03-10
2281 537 SHRS FPA CAPITAL FUND	P	2005-06-29	2014-03-10
509 319 SHRS FPA CAPITAL FUND	P	2005-06-29	2014-04-24
9 665 SHRS FPA CAPITAL FUND	P	2013-01-02	2014-04-24

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
98 03 SHRS FPA CAPITAL FUND	P	2013-01-02	2014-04-24
342 414 SHRS FPA CAPITAL FUND	P	2013-01-02	2014-04-24
0 572 SHRS FPA CAPITAL FUND	P	2005-07-01	2014-04-24
4 642 SHRS FPA CAPITAL FUND	P	2005-07-01	2014-04-24
76 09 SHRS FPA CAPITAL FUND	P	2005-07-01	2014-04-24
9 381 SHRS FPA CAPITAL FUND	P	2005-07-01	2014-04-24
251 049 SHRS FPA CAPITAL FUND	P	2006-12-18	2014-04-24
31 225 SHRS FPA CAPITAL FUND	P	2006-12-18	2014-04-24
133 182 SHRS FPA CAPITAL FUND	P	2006-07-03	2014-04-24
46 008 SHRS FPA CAPITAL FUND	P	2006-07-03	2014-04-24
115 622 SHRS FPA CAPITAL FUND	P	2012-07-02	2014-04-24
5 119 SHRS FPA CAPITAL FUND	P	2004-12-16	2014-04-24
35 834 SHRS FPA CAPITAL FUND	P	2008-07-01	2014-04-24
1 629 SHRS FPA CAPITAL FUND	P	2008-07-01	2014-04-24
263 638 SHRS FPA CAPITAL FUND	P	2004-07-08	2014-04-24
206 992 SHRS FPA CAPITAL FUND	P	2007-12-17	2014-04-24
229 937 SHRS LONGLEAF PARTNERS	P	2011-11-08	2014-03-10
151 789 SHRS LONGLEAF PARTNERS	P	2011-12-29	2014-03-10
326 SHRS LONGLEAF PARTNERS	P	2012-12-28	2014-03-10
2856 278 SHRS LONGLEAF PARTNERS	P	2012-11-08	2014-03-10
15 273 SHRS LONGLEAF PARTNERS SMALL-CAP	P	2012-12-28	2014-04-24
919 15 SHRS LONGLEAF PARTNERS SMALL-CAP	P	2012-11-08	2014-04-24
70 591 SHRS LONGLEAF PARTNERS SMALL-CAP	P	2012-11-08	2014-04-24
473 401 SHRS LONGLEAF PARTNERS SMALL-CAP	P	1999-05-05	2014-04-24
75 141 SHRS SELECTED AMERICAN FUND CLASS D	P	2007-12-03	2014-03-10
52,369 SHRS SELECTED AMERICAN FUND CLASS D	P	2006-12-01	2014-03-10
8 965 SHRS SELECTED AMERICAN FUND CLASS D	P	2012-12-18	2014-03-10
313 92 SHRS SELECTED AMERICAN FUND CLASS D	P	2012-12-18	2014-03-10
106 836 SHRS SELECTED AMERICAN FUND CLASS D	P	2012-12-18	2014-03-10
53 324 SHRS SELECTED AMERICAN FUND CLASS D	P	2005-12-01	2014-03-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
91 827 SHRS SELECTED AMERICAN FUND CLASS D	P	2010-12-01	2014-03-10
46 332 SHRS SELECTED AMERICAN FUND CLASS D	P	2011-12-21	2014-03-10
60 941 SHRS SELECTED AMERICAN FUND CLASS D	P	2009-12-01	2014-03-10
53 227 SHRS SELECTED AMERICAN FUND CLASS D	P	2004-12-01	2014-03-10
2044 658 SHRS SELECTED AMERICAN FUND CLASS D	P	2003-07-22	2014-03-10
130 271 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2006-12-28	2014-03-10
106 202 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2006-12-28	2014-03-10
917 221 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2007-12-28	2014-03-10
151 807 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2007-12-28	2014-03-10
126 86 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2005-12-28	2014-03-10
135 721 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2010-12-30	2014-03-10
29 388 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2010-12-30	2014-03-10
202 248 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2012-12-27	2014-03-10
41 605 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2012-12-27	2014-03-10
1279 363 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2012-12-27	2014-03-10
106 383TWEEDY BROWNE GLOBAL VALUE FUND	P	2004-12-28	2014-03-10
1585 121 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2000-08-23	2014-03-10
333 868 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2011-12-29	2014-03-10
248 625 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2011-12-29	2014-03-10
860 793 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2000-06-13	2014-03-10
701 223 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	1999-07-08	2014-03-10
428 348 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2000-05-11	2014-03-10
122 461 SHRS TWEEDY BROWNE GLOBAL VALUE FUND	P	2009-12-30	2014-03-10
23 42 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2012-09-21	2013-12-10
20 349 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2012-03-23	2013-12-10
24 045 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2012-06-22	2013-12-10
2721 663 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	1999-12-27	2013-12-10
71 742 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2006-03-17	2013-12-10
43 129 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2010-12-21	2013-12-10
73 072 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2006-09-22	2013-12-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
26 825 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2011-12-20	2013-12-10
93 737 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2005-12-23	2013-12-10
76 942 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2006-06-23	2013-12-10
83 674 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2005-09-23	2013-12-10
92 287 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2008-09-23	2013-12-10
61 861 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2010-03-24	2013-12-10
116 571 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2004-12-23	2013-12-10
60 037 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2005-06-24	2013-12-10
42 84 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2011-09-22	2013-12-10
40 832 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2010-09-23	2013-12-10
66 887 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2005-03-23	2013-12-10
97 579 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2009-12-21	2013-12-10
74 679 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2010-06-23	2013-12-10
61 579 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2004-06-25	2013-12-10
88 371 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2009-09-23	2013-12-10
63 789 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2004-09-24	2013-12-10
56 14 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2004-03-26	2013-12-10
74 157 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2003-12-19	2013-12-10
61 137 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2003-09-26	2013-12-10
53 607 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2003-06-20	2013-12-10
93 822 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2009-06-23	2013-12-10
141 744 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2008-12-19	2013-12-10
62 951 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2003-03-28	2013-12-10
130 535 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2009-03-24	2013-12-10
23 53 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2013-09-20	2013-12-10
22 855 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2013-06-21	2013-12-10
22 068 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2013-03-21	2013-12-10
35 536 SHRS VANGUARD TOTAL STOCK MARKET SIGNAL	P	2012-12-19	2013-12-10
14520 81 SHRS FPA NEW INCOME FUND	P	2008-04-16	2014-03-10
154 093 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-12-28	2013-12-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
67 416 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-12-28	2013-12-10
88 218 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-12-31	2013-12-10
75 506 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2013-02-28	2013-12-10
85 455 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2013-01-31	2013-12-10
92 858 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-10-31	2013-12-10
88 418 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-11-30	2013-12-10
52 37 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-09-28	2013-12-10
92 663 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-08-31	2013-12-10
95 545 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2012-07-31	2013-12-10
17712 11 SHRS VANGUARD SHORT-TERM INV GRADE - ADM	P	2010-12-20	2013-12-10
CAPITAL GAINS DIVIDENDS	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,548		5,614	-3,066
3,905		8,161	-4,256
2,880		5,616	-2,736
16,063		27,884	-11,821
83,083		107,945	-24,862
3,240		3,529	-289
41		32	9
419		310	109
439		315	124
134		96	38
69		48	21
10,167		7,076	3,091
1,928		1,342	586
368		256	112
317		217	100
780		527	253
129		87	42
46		31	15
7,054		4,729	2,325
2,237		1,499	738
581		387	194
777		515	262
272		180	92
830		540	290
869		563	306
915		586	329
682		429	253
21,212		13,026	8,186
6,665		4,093	2,572
23		14	9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
185		113	72
417		253	164
7		4	3
10,135		6,128	4,007
705		426	279
118		71	47
4,779		2,888	1,891
523		310	213
431		251	180
137		77	60
600		333	267
601		333	268
398		215	183
394		208	186
273		143	130
1,980		1,036	944
448		233	215
633		315	318
230		113	117
6,804		3,170	3,634
13,228		5,713	7,515
178		183	-5
17,182		7,634	9,548
32,620		14,465	18,155
29,480		27,535	1,945
13,685		12,673	1,012
875		810	65
105,940		98,101	7,839
23,791		21,899	1,892
451		412	39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,579		4,177	402
15,994		14,590	1,404
27		24	3
217		196	21
3,554		3,216	338
438		396	42
11,727		10,567	1,160
1,459		1,314	145
6,221		5,586	635
2,149		1,930	219
5,401		4,633	768
239		203	36
1,674		1,370	304
76		62	14
12,315		10,000	2,315
9,669		7,458	2,211
7,741		6,273	1,468
5,110		4,063	1,047
10,975		8,499	2,476
96,155		73,606	22,549
516		436	80
31,073		25,387	5,686
2,386		1,950	436
16,004		11,432	4,572
3,876		3,607	269
2,701		2,356	345
462		378	84
16,193		13,251	2,942
5,511		4,510	1,001
2,751		2,156	595

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,737		3,633	1,104
2,390		1,812	578
3,144		2,239	905
2,746		1,932	814
105,470		58,298	47,172
3,470		4,028	-558
2,829		3,284	-455
24,432		27,434	-3,002
4,044		4,541	-497
3,379		3,349	30
3,615		3,233	382
783		700	83
5,387		4,716	671
1,108		970	138
34,079		29,835	4,244
2,834		2,460	374
42,223		36,200	6,023
8,893		7,272	1,621
6,623		5,415	1,208
22,929		18,500	4,429
18,679		15,000	3,679
11,410		9,150	2,260
3,262		2,594	668
1,031		822	209
896		686	210
1,059		770	289
119,851		84,115	35,736
3,159		2,186	973
1,899		1,312	587
3,218		2,222	996

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,181		800	381
4,128		2,757	1,371
3,388		2,229	1,159
3,685		2,352	1,333
4,064		2,591	1,473
2,724		1,730	994
5,133		3,227	1,906
2,644		1,647	997
1,887		1,161	726
1,798		1,099	699
2,945		1,793	1,152
4,297		2,578	1,719
3,289		1,954	1,335
2,712		1,585	1,127
3,892		2,235	1,657
2,809		1,607	1,202
2,472		1,414	1,058
3,266		1,822	1,444
2,692		1,370	1,322
2,361		1,184	1,177
4,132		1,977	2,155
6,242		2,923	3,319
2,772		1,196	1,576
5,748		2,454	3,294
1,036		981	55
1,006		879	127
972		827	145
1,565		1,229	336
149,980		159,890	-9,910
1,656		1,669	-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
725		730	-5
948		955	-7
812		818	-6
919		925	-6
998		1,010	-12
950		962	-12
563		569	-6
997		1,004	-7
1,028		1,033	-5
190,387		190,780	-393
182,952			182,952

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-3,066
			-4,256
			-2,736
			-11,821
			-24,862
			-289
			9
			109
			124
			38
			21
			3,091
			586
			112
			100
			253
			42
			15
			2,325
			738
			194
			262
			92
			290
			306
			329
			253
			8,186
			2,572
			9

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			72
			164
			3
			4,007
			279
			47
			1,891
			213
			180
			60
			267
			268
			183
			186
			130
			944
			215
			318
			117
			3,634
			7,515
			-5
			9,548
			18,155
			1,945
			1,012
			65
			7,839
			1,892
			39

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			402
			1,404
			3
			21
			338
			42
			1,160
			145
			635
			219
			768
			36
			304
			14
			2,315
			2,211
			1,468
			1,047
			2,476
			22,549
			80
			5,686
			436
			4,572
			269
			345
			84
			2,942
			1,001
			595

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,104
			578
			905
			814
			47,172
			-558
			-455
			-3,002
			-497
			30
			382
			83
			671
			138
			4,244
			374
			6,023
			1,621
			1,208
			4,429
			3,679
			2,260
			668
			209
			210
			289
			35,736
			973
			587
			996

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			381
			1,371
			1,159
			1,333
			1,473
			994
			1,906
			997
			726
			699
			1,152
			1,719
			1,335
			1,127
			1,657
			1,202
			1,058
			1,444
			1,322
			1,177
			2,155
			3,319
			1,576
			3,294
			55
			127
			145
			336
			-9,910
			-13

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-5
			-7
			-6
			-6
			-12
			-12
			-6
			-7
			-5
			-393
			182,952

Form 990PF Part VIII Line 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
FREDERICK E COOPER 170 WEST PACES FERRY ROAD NE ATLANTA, GA 30305	DIRECTOR 0 00	0	0	0
FREDERICK E COOPER JR 3003 CALCUTTA DRIVE VERO BEACH, FL 27608	DIRECTOR 0 00	0	0	0
JOHNSON JOSEPH COOPER 115 AUGUSTA ST SIMONS ISLAND, GA 31522	DIRECTOR 0 00	0	0	0
BECKWITH ARCHER COOPER 3003 CALCUTTA DRIVE VERO BEACH, FL 27608	DIRECTOR 0 00	0	0	0
BERNARD LANIGANJR 314 GORDON AVE THOMASVILLE, GA 31792	DIRECTOR 0 00	0	0	0

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DAVIS LOVE FOUNDATION PO BOX 20344 ST SIMONS ISLAND,GA 31522	NONE	501(C)(3)	OPERATING	3,400
FREDERICA ACADEMY 200 MURRAY WAY ST SIMONS ISLAND,GA 31522	NONE	501(C)(3)	OPERATING	24,000
GEORGE W BUSH FOUNDATION 2943 SMU BOULEVARD DALLAS,TX 75205	NONE	501(C)(3)	OPERATING	1,100
THE BELPRE CHURCH OF CHRIST 2932 WASHINGTON BLVD BELPRE,OH 45714	NONE	501(C)(3)	OPERATING	17,500
WASHINGTON & LEE UNIVERSITY 204 W WASHINGTON STREET LEXINGTON,VA 24450	NONE	501(C)(3)	OPERATING	79,600
EMORY UNIVERSITY 1762 CLIFTON ROAD SUITE 1400 ATLANTA,GA 30322	NONE	501(C)(3)	OPERATING	175,000
CHARITABLE FOUNDATION OF THE ROTARY CLUB OF ATLANTA 100 EDGEWOOD AVENUE SUITE 508 ATLANTA,GA 30303	NONE	501(C)(3)	OPERATING	325
SENIOR CONNECTIONS 5238 PEACHTREE RD ATLANA,GA 30341	NONE	501(C)(3)	OPERATING	5,000
KIDS' CHANCE OF GEORGIA INC 2024 POWERS FERRY ROAD SE SUITE 225 ATLANTA,GA 30339	NONE	501(C)(3)	OPERATING	600
THE ORPHANED STARFISH FOUNDATION PO BOX 52367 ATLANA,GA 30355	NONE	501(C)(3)	OPERATING	1,000
Total . . . . ▶ **3a**				307,525

TY 2013 Investments Corporate Bonds Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BOND FUNDS	1,257,548	1,257,548

TY 2013 Investments Corporate Stock Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITIES	1,992,987	1,992,987

TY 2013 Investments - Other Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS	FMV	3,498,317	3,498,317
INVESTMENT - IMPACT CAPITAL LLC	FMV	264,516	264,516

TY 2013 Other Assets Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
EXPENSE REIMBURSEMENT CORRECTION	4,500	4,500	4,500

TY 2013 Other Expenses Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	12,937	11,643		1,294
PROFESSIONAL FEES	4,949	4,454		495

TY 2013 Other Increases Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Description	Amount
UNREALIZED GAINS & LOSSES	393,471

TY 2013 Taxes Schedule

Name: COOPER FAMILY CHARITABLE FOUNDATION INC

EIN: 58-2433546

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAXES	179,806	0		0