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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052




2013

Open to Public Inspection


For calendar year 2013, or tax year beginning 12-01-2013 , and ending 11-30-2014

Name of foundation SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION		A Employer identification number 87-6197628	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 0634		B Telephone number (see instructions) (503) 464-3580	
City or town, state or province, country, and ZIP or foreign postal code MILWAUKEE, WI 532010634		C If exemption application is pending, check here <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		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input type="checkbox"/> \$ 796,484		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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.	21,368	21,368		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	58,894			
	b Gross sales price for all assets on line 6a 723,998				
	7 Capital gain net income (from Part IV , line 2) . . .		58,894		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
Operating and Administrative Expenses	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	80,262	80,262		
	13 Compensation of officers, directors, trustees, etc	13,155	11,840		1,316
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	1,500	0	0	1,500
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,164	516		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	929			929
	24 Total operating and administrative expenses. Add lines 13 through 23	16,748	12,356	0	3,745
	25 Contributions, gifts, grants paid	71,414			71,414
	26 Total expenses and disbursements. Add lines 24 and 25	88,162	12,356	0	75,159
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-7,900			
	b Net investment income (if negative, enter -0-)		67,906		
	c Adjusted net income (if negative, enter -0-)			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		0	
	2	Savings and temporary cash investments	39,918	8,765	8,765
	3	Accounts receivable ▶ <u>637</u>			
		Less allowance for doubtful accounts ▶ _____		637	637
	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 ▶ <u>0</u>			
	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)	616,192 	657,281	710,209
	c	Investments—corporate bonds (attach schedule).	96,765 	63,293	62,515
	11	Investments—land, buildings, and equipment basis ▶ _____			
		Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)		 15,000	14,358
	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)	752,875	744,976	796,484
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	
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	752,875	744,976	
	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 page 17 of the instructions)	752,875	744,976	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	752,875	744,976	

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	752,875
2	Enter amount from Part I, line 27a	2	-7,900
3	Other increases not included in line 2 (itemize) ▶ _____ 	3	1
4	Add lines 1, 2, and 3	4	744,976
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	744,976

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	58,894
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	52,165	802,037	0 065041
2011	34,199	793,097	0 043121
2010	52,774	981,325	0 053778
2009	39,181	841,601	0 046555
2008	38,824	790,085	0 049139

2	Total of line 1, column (d).	2	0 257634
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 051527
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	788,078
5	Multiply line 4 by line 3.	5	40,607
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	679
7	Add lines 5 and 6.	7	41,286
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	75,159

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 <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	679
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	679
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	679
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	536
b Exempt foreign organizations—tax withheld at source	6b	
c Tax paid with application for extension of time to file (Form 8868)	6c	0
d Backup withholding erroneously withheld	6d	
7 Total credits and payments. Add lines 6a through 6d.	7	536
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	143
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11 Enter the amount of line 10 to be Credited to 2014 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities			
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	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)? <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>	1b		No
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> UT _____			
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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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				
14	The books are in care of US BANK Telephone no (503) 464-3580 Located at 555 SW OAK PORTLAND OR ZIP +4 97204			
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.			
16	At any time during calendar year 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).			
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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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? 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		No
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?			
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input checked="" type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
US BANK	TRUSTEE	14,655		
PO BOX 3168	1			
PORTLAND, OR 97208				
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.	

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	787,652
b	Average of monthly cash balances.	1b	12,427
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	800,079
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	800,079
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	12,001
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	788,078
6	Minimum investment return. Enter 5% of line 5.	6	39,404

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	39,404
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	679
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	679
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	38,725
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	38,725
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	38,725

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	75,159
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	75,159
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	679
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	74,480
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				38,725
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only.			22,415	
b	Total for prior years 2011 , 20__ , 20__		0		
3	Excess distributions carryover, if any, to 2013				
a	From 2008.				0
b	From 2009.				0
c	From 2010.				0
d	From 2011.				0
e	From 2012.				0
f	Total of lines 3a through e.	0			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 75,159				
a	Applied to 2012, but not more than line 2a			22,415	
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.				38,725
e	Remaining amount distributed out of corpus	14,019			
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	14,019			
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			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).	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	14,019			
10	Analysis of line 9				
a	Excess from 2009. . . .				0
b	Excess from 2010. . . .				0
c	Excess from 2011. . . .				0
d	Excess from 2012. . . .				0
e	Excess from 2013. . . .				14,019

Part XIVPrivate 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)

☐ 4942(j)(3) or ☐ 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					
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 XVSupplementary 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))

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

CHARLES TAMLYN CO US BANK
PO BOX 3058
SALT LAKE CIY,UT 84110
(801) 534-6045

b

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

WRITTEN - CONTACT CHARLES TAMLYN AT US BANK

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

TO PROVIDE THE USE OF A SINGLE FAMILY RESIDENCE TO ONE OR MORE LOW INCOME FAMILIES - THROUGH DIRECT OPERATION OF SUCH A DWELLING OR ORGANIZATIONS WHICH HAVE SUCH A PROGRAM OR WOULD RUN SUCH A PROGRAM

Form 990-PF (2013)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	71,414
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

[illegible]

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)
513 654 ABERDEEN FDS EMRGN		2012-01-05	2013-12-04
82 CISCO SYS INC		2013-11-13	2013-12-04
208 023 PARAMETRIC EMERGING MARKETS INSTL		2013-08-26	2013-12-04
37 MACYS INC		2012-03-02	2013-12-04
356 277 LOOMIS SAYLES STRATEGIC ALPHA FUND Y		2013-03-25	2013-12-04
15 482 NEUBERGER BERMAN GENESIS INSTL FD		2012-03-02	2013-12-04
108 695 NUVEEN HIGH INCOME BOND FD CL I		2010-08-19	2013-12-04
102 854 NUVEEN HIGH INCOME BOND FD CL I		2011-06-08	2013-12-04
17 388 NUVEEN MID CAP GRWTH OPP FD CL I		2012-01-05	2013-12-04
104 471 ROBECO BOSTON PARTNERS L S RSRCH		2013-05-09	2013-12-04
MOTOROLA INC			2013-12-23
589 4 AMER CENT DIVERSIFI BOND INS		2012-03-02	2014-01-23
30 CIGNA CORP		2013-08-26	2014-01-23
62 CA INC		2013-01-29	2014-01-23
28 CATERPILLAR INC		2013-08-26	2014-01-23
182 507 EATON VANCE GLOBAL MACRO FD CL I		2012-06-22	2014-01-23
67 934 PARAMETRIC EMERGING MARKETS INSTL		2013-08-26	2014-01-23
118 GENERAL ELEC CO		2013-11-13	2014-01-23
67 MONDELEZ INTERNATIONAL WI		2012-05-24	2014-01-23
27 092 SCOUT INTERNATIONAL FUND		2011-06-27	2014-01-23
90 SYMANTEC CORP		2013-01-29	2014-01-23
9 UNITED TECHNOLOGIES CORP		2004-05-17	2014-01-23
29 UNITED HEALTH GROUP INC		2013-01-08	2014-01-23
21 ROYAL CARIBBEAN CRUISES LTD		2013-01-29	2014-01-23
23 AGILENT TECHNOLOGIES INC		2013-11-13	2014-02-28
897 833 AMER CENT DIVERSIFI BOND INS		2012-06-22	2014-02-28
1277 84 AMER CENT DIVERSIFI BOND INS		2012-09-27	2014-02-28
238 501 AMER CENT DIVERSIFI BOND INS		2012-11-06	2014-02-28
57 CITIGROUP INC		2012-09-17	2014-02-28
574 051 PARAMETRIC EMERGING MARKETS INSTL		2013-08-26	2014-02-28

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)
149 999 FORWARD INTERNATIONAL REAL ESTATE		2012-06-11	2014-02-28
33 NIELSEN NV		2012-01-05	2014-02-28
120 63 AMER CENT DIVERSIFI BOND INS		2012-11-06	2014-03-17
164 903 AMER CENT DIVERSIFI BOND INS		2013-12-04	2014-03-17
98 IPATH DOW JONES UBS COMMODITY		2012-03-02	2014-03-17
112 IPATH GSCI TOTAL RETURN		2012-09-06	2014-03-17
2799 593 CREDIT SUISSE COMM RET ST CO		2012-03-16	2014-03-17
214 759 FORWARD INTERNATIONAL REAL ESTATE		2012-06-11	2014-03-17
37 355 FORWARD INTERNATIONAL REAL ESTATE		2012-07-05	2014-03-17
113 SPDR DOW JONES INTERNATIONAL ETF		2011-07-15	2014-03-17
883 85 LAUDUS INTERNATIONAL MARKETMASTERS		2012-03-02	2014-03-17
864 981 LAUDUS INTERNATIONAL MARKETMASTERS		2012-05-24	2014-03-17
160 STAPLES INC		2012-09-06	2014-03-17
65 317 FORWARD INTERNATIONAL REAL ESTATE		2014-01-23	2014-03-21
25 683 FORWARD INTERNATIONAL REAL ESTATE		2012-07-05	2014-03-21
4650 PIMCO TOTAL RETURN FUND INST		2013-02-19	2014-03-21
414 FORWARD INTERNATIONAL REAL ESTATE		2012-07-05	2014-03-27
134 SPDR DOW JONES INTERNATIONAL ETF		2012-09-27	2014-03-27
379 215 E I I INTL PPTY I		2012-06-22	2014-04-09
655 203 AMERICAN CENTY INTL BOND FD INSTL		2014-03-17	2014-04-17
636 972 INV BALANCE RISK COMM STR Y		2012-10-12	2014-04-28
4 APPLE COMPUTER INC		2005-02-17	2014-04-28
14 CHEVRON CORPORATION		2013-08-26	2014-04-28
65 MARATHON OIL CORPORATION		2012-09-06	2014-04-28
3750 742 NUVEEN GLOBAL INFRASTR FD CL I		2011-08-12	2014-04-28
193 562 OPPENHEIMER DEVELOPING MARKETS Y		2013-08-26	2014-04-28
27 048 LAUDUS INTERNATIONAL MARKETMASTERS		2012-03-02	2014-04-28
214 54 LAUDUS INTERNATIONAL MARKETMASTERS		2012-03-27	2014-04-28
248 664 LAUDUS INTERNATIONAL MARKETMASTERS		2013-12-04	2014-04-28
413 017 TCW EMERGING MARKETS LOCAL CCY INC I		2013-11-13	2014-04-28

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)
21 NIELSEN NV		2012-01-05	2014-04-28
274 715 INV BALANCE RISK COMM STR Y		2013-07-12	2014-05-08
27 646 INV BALANCE RISK COMM STR Y		2012-10-12	2014-05-08
35 IPATH DOW JONES UBS COMMODITY		2010-11-09	2014-05-08
108 ISHARES JPMORGAN USD EMERG ETF		2012-01-05	2014-05-08
464 046 NUVEEN HIGH INCOME BOND FD CL I		2013-11-13	2014-05-08
3436 186 NUVEEN HIGH INCOME BOND FD CL I		2012-09-27	2014-05-08
242 257 NUVEEN GLOBAL INFRASTR FD CL I		2013-01-29	2014-05-08
838 573 NUVEEN GLOBAL INFRASTR FD CL I		2013-08-26	2014-05-08
293 881 LAUDUS INTERNATIONAL MARKETMASTERS		2013-01-08	2014-05-08
149 492 LAUDUS INTERNATIONAL MARKETMASTERS		2013-12-04	2014-05-08
46 BORG WARNER INC		2013-03-25	2014-05-12
39 KOHLS CORP		2013-12-04	2014-05-12
67 NAVIENT CORP WD		2012-03-16	2014-05-12
28 STRYKER CORP		2013-12-04	2014-05-12
791 074 AMER CENT DIVERSIFI BOND INS		2013-12-04	2014-05-27
205 BANK OF AMERICA CORP		2012-09-27	2014-05-27
579 763 BLACKROCK EMERGING MKTS L S EQTY IS		2013-07-12	2014-05-27
161 223 BLACKROCK EMERGING MKTS L S EQTY IS		2013-02-19	2014-05-27
8 BOEING CO		2011-02-10	2014-05-27
46 BRUNSWICK CORP		2013-12-04	2014-05-27
18 DOW CHEM CO		2011-10-31	2014-05-27
2 DOW CHEM CO		2012-03-16	2014-05-27
201 089 PARAMETRIC EMERGING MARKETS INSTL		2013-08-26	2014-05-27
10 EXXON MOBIL CORP		2008-08-11	2014-05-27
78 564 GOLDMAN SACHS M C VALUE CL INST		2011-07-15	2014-05-27
75 858 GOLDMAN SACHS M C VALUE CL INST		2011-11-30	2014-05-27
7 536 GOLDMAN SACHS M C VALUE CL INST		2011-08-03	2014-05-27
30 NRG ENERGY INC		2012-12-14	2014-05-27
1052 524 PIMCO TOTAL RETURN FUND INST		2011-07-15	2014-05-27

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)
626 041 PIMCO TOTAL RETURN FUND INST		2011-09-01	2014-05-27
138 902 PIMCO TOTAL RETURN FUND INST		2012-03-02	2014-05-27
36 PITNEY BOWES INC		2013-08-26	2014-05-27
8 POLARIS INDS INC		2013-05-09	2014-05-27
193 SPDR BARCLAYS INTRNTNL TREASURY ETF		2013-03-25	2014-05-27
10 SCHLUMBERGER LTD ISIN #AN8068571086		2004-05-17	2014-05-27
20 WELLS FARGO & CO NEW		2011-08-08	2014-05-27
65 444 ABERDEEN FDS EMRGN		2012-01-05	2014-06-02
16 974 HIGHLAND LONG SHORT EQUITY Z		2011-08-08	2014-06-02
64 194 HIGHLAND LONG SHORT EQUITY Z		2012-02-08	2014-06-02
16 LIBERTY MEDIA CORP DELAWARE		2012-11-06	2014-06-02
8 MOHAWK INDS INC		2013-07-12	2014-06-02
83 348 OPPENHEIMER DEVELOPING MARKETS I		2013-08-26	2014-06-02
400 468 PIMCO TOTAL RETURN FUND INST		2012-03-02	2014-06-02
65 359 TFS MARKET NEUTRAL FUND		2011-02-23	2014-06-02
28 AMERICAN AIRLINES GROUP INC		2014-04-28	2014-07-29
31 LINCOLN NATIONAL CORP		2013-06-14	2014-07-29
83 MICROSOFT CORP COM		2013-06-14	2014-07-29
4445 VERITIV CORP		2013-03-25	2014-07-29
2438 VERITIV CORP		2013-03-25	2014-08-07
25 CARLISLE COS INC		2014-05-27	2014-08-14
398 72 DRIEHAUS SELECT CREDIT FUND		2012-07-05	2014-08-14
4 GOOGLE INC CL A		2012-05-02	2014-08-14
4 GOOGLE INC CL C		2012-05-02	2014-08-14
278 061 HIGHLAND LONG SHORT EQUITY Z		2012-12-14	2014-08-14
392 374 HIGHLAND LONG SHORT EQUITY Z		2014-04-28	2014-08-14
77 639 NEUBERGER BERMAN LONG SH INS		2013-07-12	2014-08-14
62 617 T ROWE PRICE INTL GR&INC FD		2014-02-28	2014-08-14
115 473 TCW EMERGING MARKETS INCOME FUND		2013-03-25	2014-08-14
175 645 TFS MARKET NEUTRAL FUND		2011-02-23	2014-08-14

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)
15 EATON CORP PLC		2013-12-04	2014-08-14
14 EATON CORP PLC		2012-11-30	2014-08-14
1792 781 GOLDMAN SACHS COMM STRAT INS		2014-03-17	2014-09-16
76 745 NEUBERGER BERMAN LONG SH INS		2013-07-12	2014-09-16
2380 075 T ROWE PRICE INTL BOND FUND		2014-05-08	2014-09-16
267 864 T ROWE PRICE INTL GR&INC FD		2014-02-28	2014-09-16
470 001 T ROWE PRICE INTL GR&INC FD		2014-03-17	2014-09-16
204 166 SCOUT INTERNATIONAL FUND		2014-05-08	2014-09-16
1293 902 SCOUT INTERNATIONAL FUND		2012-05-02	2014-09-16
29 AUTODESK INC		2013-07-12	2014-10-09
17 MONSANTO CO		2013-01-08	2014-10-09
103 199 DRIEHAUS SELECT CREDIT FUND		2013-01-29	2014-10-16
95 419 DRIEHAUS ACTIVE INCOME FUND		2013-01-29	2014-10-16
36 INTERNATIONAL PAPER CO		2013-03-25	2014-10-16
184 086 NUVEEN REAL ESTATE SECS I		2010-08-19	2014-10-16
118 483 TCW EMERGING MARKETS INCOME FUND		2013-03-25	2014-10-16
505 764 TCW EMERGING MARKETS INCOME FUND		2013-12-04	2014-10-16
231 535 TCW EMERGING MARKETS INCOME FUND		2014-05-08	2014-10-16
101 207 TFS MARKET NEUTRAL FUND		2011-02-23	2014-10-16
88 731 TFS MARKET NEUTRAL FUND		2014-02-28	2014-10-16
82 236 LS OPPORTUNITY		2014-05-27	2014-10-16
29 XILINX INC		2014-07-29	2014-10-16
2152 66 BAIRD AGGREGATE BOND FD INSTL		2014-06-02	2014-10-21
45 HALLIBURTON CO		2014-09-16	2014-10-21
61 049 NUVEEN REAL ESTATE SECS I		2010-08-19	2014-10-21
2591 659 NUVEEN INTERMEDIATE GOVT BD FD CL I		2014-08-14	2014-10-21
918 644 PIMCO TOTAL RETURN FUND INST		2013-02-19	2014-10-21
17 BOEING CO		2011-02-23	2014-11-07
59 CENTURYLINK INC		2014-05-27	2014-11-07
66 VERIZON COMMUNICATIONS		2014-05-27	2014-11-07

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)
AMERICAN INTL GROUP INC			2014-11-20
CAPITAL GAIN 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)
7,463		6,672	791
1,729		2,039	-310
3,095		2,927	168
1,907		1,159	748
3,566		3,695	-129
998		700	298
1,000		932	68
946		940	6
1,000		758	242
1,474		1,362	112
83			83
6,271		6,536	-265
2,669		2,330	339
2,065		1,557	508
2,470		2,352	118
1,716		1,785	-69
990		955	35
3,025		3,208	-183
2,297		1,687	610
998		875	123
2,109		1,975	134
1,031		370	661
2,127		1,497	630
1,018		790	228
1,307		1,171	136
9,616		9,977	-361
13,686		14,363	-677
2,554		2,686	-132
2,778		1,961	817
8,381		8,072	309

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)
2,319		2,317	2
1,560		970	590
1,290		1,358	-68
1,763		1,760	3
3,853		4,422	-569
3,675		3,918	-243
21,445		23,332	-1,887
3,217		3,318	-101
560		589	-29
4,604		4,463	141
21,115		16,457	4,658
20,664		14,869	5,795
1,822		2,180	-358
967		1,000	-33
380		405	-25
50,081		53,356	-3,275
6		7	-1
5,446		5,327	119
7,326		5,848	1,478
9,343		9,305	38
5,784		7,109	-1,325
2,336		180	2,156
1,748		1,668	80
2,343		1,847	496
41,671		32,294	9,377
7,071		6,597	474
649		504	145
5,147		4,027	1,120
5,965		5,819	146
4,027		4,055	-28

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)
964		617	347
2,467		2,516	-49
248		307	-59
1,397		1,408	-11
12,284		11,768	516
4,283		4,260	23
31,716		30,451	1,265
2,725		2,344	381
9,434		8,453	981
7,118		5,866	1,252
3,621		3,498	123
2,797		1,737	1,060
2,166		2,100	66
1,089		693	396
2,268		2,050	218
8,559		8,441	118
3,097		1,859	1,238
5,728		6,250	-522
1,593		1,709	-116
1,069		582	487
1,995		2,036	-41
913		511	402
101		71	30
3,159		2,827	332
1,012		643	369
3,678		2,963	715
3,551		2,590	961
353		279	74
1,053		702	351
11,525		11,597	-72

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)
6,855		6,919	-64
1,521		1,546	-25
986		622	364
1,049		701	348
11,531		11,283	248
1,021		287	734
1,006		483	523
1,001		850	151
209		178	31
791		729	62
2,040		1,574	466
1,092		936	156
3,220		2,843	377
4,377		4,456	-79
1,003		989	14
1,107		974	133
1,621		1,068	553
3,633		2,852	781
17			17
9			9
2,035		2,063	-28
4,023		3,869	154
2,331		1,192	1,139
2,292		1,188	1,104
3,406		3,155	251
4,807		4,720	87
1,004		935	69
1,003		996	7
1,005		1,066	-61
2,687		2,658	29

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)
1,027		1,035	-8
958		707	251
9,681		10,237	-556
1,004		924	80
22,658		23,263	-605
4,270		4,259	11
7,492		7,294	198
7,550		7,628	-78
47,848		42,331	5,517
1,643		1,047	596
1,852		1,679	173
999		1,023	-24
1,000		1,028	-28
1,662		1,612	50
4,240		2,947	1,293
1,000		1,094	-94
4,269		4,218	51
1,954		1,984	-30
1,539		1,531	8
1,350		1,316	34
1,007		1,041	-34
1,114		1,201	-87
23,356		22,941	415
2,459		2,965	-506
1,444		977	467
23,014		22,842	172
10,050		10,250	-200
2,120		1,206	914
2,297		2,195	102
3,349		3,233	116

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)
36			36
			8,084

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	
			791
			-310
			168
			748
			-129
			298
			68
			6
			242
			112
			83
			-265
			339
			508
			118
			-69
			35
			-183
			610
			123
			134
			661
			630
			228
			136
			-361
			-677
			-132
			817
			309

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	
			2
			590
			-68
			3
			-569
			-243
			-1,887
			-101
			-29
			141
			4,658
			5,795
			-358
			-33
			-25
			-3,275
			-1
			119
			1,478
			38
			-1,325
			2,156
			80
			496
			9,377
			474
			145
			1,120
			146
			-28

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	
			347
			-49
			-59
			-11
			516
			23
			1,265
			381
			981
			1,252
			123
			1,060
			66
			396
			218
			118
			1,238
			-522
			-116
			487
			-41
			402
			30
			332
			369
			715
			961
			74
			351
			-72

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	
			-64
			-25
			364
			348
			248
			734
			523
			151
			31
			62
			466
			156
			377
			-79
			14
			133
			553
			781
			17
			9
			-28
			154
			1,139
			1,104
			251
			87
			69
			7
			-61
			29


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	
			-8
			251
			-556
			80
			-605
			11
			198
			-78
			5,517
			596
			173
			-24
			-28
			50
			1,293
			-94
			51
			-30
			8
			34
			-34
			-87
			415
			-506
			467
			172
			-200
			914
			102
			116

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	
			36

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
TURN COMMUNITY SERVICES ATTN JAN PARKE DIRECTOR PO BOX 1287 SALT LAKE CITY,UT 84110	NONE	PUBLIC	GENERAL	5,000
CATHEDRAL CHURCH OF ST MARK GENERAL FUND - REV RAY WALDON 231 EAST FIRST SOUTH SALT LAKE CITY,UT 84111	NONE	PUBLIC	GENERAL SUPPORT	47,414
LEAGUE OF WOMEN VOTERS OF UTAH EDUCATION FUND 3804 HIGHLAND DRIVE STE 9 SALT LAKE CITY,UT 84106	NONE	PUBLIC	GENERAL SUPPORT	3,000
ODYSSEY HOUSE ATTN THUY DANG 344 EAST 100 SOUTH SALT LAKE CITY,UT 84111	NONE	PUBLIC	GENERAL SUPPORT	2,000
UNITED WAY OF SALT LAKE ATTN NANCY MAJOR 175 S WEST TEMPLE SUITE 30 SALT LAKE CITY,UT 84101	NONE	PUBLIC	GENERAL SUPPORT	2,000
UTAH FOOD BANK ATTN DONATIONS 3150 SOUTH 900 WEST SALT LAKE CITY,UT 84119	NONE	PUBLIC	GENERAL SUPPORT	2,000
YWCA SALT LAKE CITY ATTN BUSINESS OFFICE 322 EAST 300 SOUTH SALT LAKE CITY,UT 84111	NONE	PUBLIC	GENERAL SUPPORT	5,000
CROSSROADS URBAN CENTER ATTN JIM 347 SOUTH 400 EAST SALT LAKE CITY,UT 84104	NONE	PUBLIC	OPERATING EXPENSES	5,000
Total  3a				71,414

TY 2013 Accounting Fees Schedule

Name: SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

EIN: 87-6197628

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

**TY 2013 Investments Corporate
Bonds Schedule****Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION**EIN:** 87-6197628

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NUVEEN HIGH INCOME BOND	21,316	20,423
AMERICAN CENT DIVERSIFIED BD	41,977	42,092
ISHARES JP MORGAN EM BOND FD		
SPDR BARCLAYS INTL TREAS BOND		

TY 2013 Investments Corporate
Stock Schedule

Name: SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION
EIN: 87-6197628

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APPLE INC	5,503	8,325
EXXON MOBIL	1,351	1,901
GENERAL ELEC CO		
UNITED TECHNOLOGIES	1,252	2,092
SCHLUMBERGER LTD	1,617	2,235
IPATH GSCI TOTAL RETURN		
ISHARES MSCI EMERGING MKTS		
BEST BUY CO	1,278	1,852
MASTERCARD INC	850	2,619
NEUBERGER BERMAN GENESIS INSTL	12,684	14,830
PIMCO TOTAL RETURN FUND		
SCOUT INTERNATIONAL FUND		
ALLERGAN INC	3,064	3,850
ANADARKO PETROLEUM CORP	2,407	2,533
BANK OF AMERICA		
CITIGROUP	2,219	2,537
EMC CORPORATION	1,357	1,518
EATON CORP		
FOOT LOCKER	526	2,292
JARDEN CORP	908	2,848
OCCIDENTAL PETROLEUM CORP	1,496	1,595
PFIZER INC	2,709	4,299
UNITED HEALTH GROUP		
ACE LTD	750	1,601
CREDIT SUISSE COMM RET		
GOLDMAN SACHS MC VALUE	18,231	21,605
IPATH DOW JONES UBS COMMODITY		
BOEING CO		
DOW CHEM CO	1,695	2,336
FIFTH THIRD BANCORP	2,205	2,193

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MACYS INC	1,771	2,467
POLARIS INDS INC	1,377	2,037
PRUDENTIAL FINANCIAL INC	1,638	2,804
SLM CORP	1,501	1,878
WELLS FARGO	1,606	3,759
DRIEHAUS ACTIVE INCOME FUND	11,274	11,111
DRIEHAUS SELECT CREDIT FUND	9,412	8,957
LAUDUS INTL MARKETMASTERS		
ABERDEEN FDS EMRG MKT	43,351	42,491
LOOMIS SAYLES ABS STRAT	7,728	7,678
NUVEEN GLOBAL INFRASTR		
NUVEEN MID CAP GRWTH OPP	13,236	16,486
NUVEEN REAL ESTATE SECS	40,464	47,017
SPDR DJ WILSHIRE INTL		
TFS MARKET NEUTRAL FUND	13,655	13,970
CVS CAREMARK CORP	2,392	3,198
GILEAD SCIENCES INC	959	3,712
GOOGLE INC		
LIBERTY MEDIA CORP		
MARATHON OIL CORPORATION		
MONDELEZ INTERNATIONAL W I		
STAPLES INC		
NIELSEN HOLDINGS NV		
BLACKROCK EMERGING MKTS L S		
E I I INTL PPTY I		
EATON VANCE GLOBAL MACRO FD	7,122	6,789
FORWARD INTERNATIONAL REAL EST		
INV BALANCE RISK COMM STR		
NUVEEN INFLATION PRO SEC	27,025	25,823
EMERSON ELECTRIC CO	2,092	2,168

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AGILENT TECHNOLOGIES INC		
AMERICAN TOWER CORP	1,639	3,360
AUTODESK INC		
BORG WARNER INC		
BRUNSWICK CORP		
CA INC	1,598	1,682
CATERPILLAR INC		
CHEVRON CORPORATION		
CIGNA CORP		
CISCO SYS INC		
HARLEY DAVIDSON INC	1,049	1,115
HEWLETT PACKARD INC	3,669	4,609
ILLINOIS TOOL WORKSINC	1,436	1,994
INTERNATIONAL PAPER CO		
KOHL'S CORP		
LINCOLN NATL CORP IND		
LOWES CO INC	1,789	3,319
MEDTRONIC INC	2,490	3,176
MICROSOFT CORP	3,845	4,685
MOHAWK INDS INC	1,237	1,536
MONSANTO CO		
MORGAN STANLEY	1,881	2,920
NRG ENERGY INC	1,452	1,938
P P G INDS INC	2,289	2,626
PITNEY BOWES INC	950	1,354
ROCKWELL AUTOMATION INC	2,302	2,885
STRYKER CORP		
SYMANTEC CORP		
XEROX CORP	1,031	1,312
ROYAL CARIBBEAN CRUISES LTD	1,504	2,950

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HIGHLAND LONG SHORT EQUITY FD	15,223	15,597
MORGAN DEMPSEY SM MICRO CAP V	6,946	7,381
NEUBERGER BERMAN LONG SH INS	4,720	5,006
OPPENHEIMER DEVELOPING MKTS FD		
PARAMETRIC EMERGING MARKETS		
ROBECO BOSTON PARTNERS L S	8,425	9,407
T ROWE PRICE MID CAP GROWTH FD	10,592	12,698
TCW EMERGING MARKETS INC FD	43,775	42,481
TCW EMERGING MARKETS LOCAL CCY		
ABBVIE INC	3,341	3,944
BOSTON SCIENTIFIC CORP	1,716	1,918
COMPUTER SCIENCES CORP	1,761	1,901
DISNEY WALT CO	3,052	3,145
E O G RES INC	2,026	2,081
E TRADE FINANCIAL CORP	2,266	2,349
ELECTRONIC ARTS INC	2,007	2,855
HARTFORD FINANCIAL SERVICES	1,607	1,652
KROGER CO	1,599	2,035
MYLAN INC	2,016	2,286
RAYTHEON COMPANY	1,723	1,921
SEMPRA ENERGY	2,174	2,458
SOUTHWEST AIRLINES CO	2,170	4,307
WESTERN DIGITAL CORP	1,653	1,962
ZIMMER HOLDINGS INC	1,959	2,134
MCKESSON CORPORATION	2,509	2,951
INVESCO LTD	2,101	2,422
LYONDELLBASELL INDUSTRIES CL A	1,572	1,419
SIGNET JEWELERS LTD	2,409	3,012
CAMBIAR INTL EQUITY FUND INS	15,975	15,754
CAUSEWAY EMERGING MARKETS INST	37,850	40,753

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COLUMBIA INCOME FD CL Z	14,609	14,509
FEDERATED INST HI YLD BD FD	64,475	62,857
FIDELITY INVT TRAD INTL DISCI	46,667	46,478
GOLDMAN SACHS COMM STRAT INS	17,739	13,440
LS OPPORTUNITY	7,544	7,842
T ROWE PRICE INTL GR&INC FD	44,214	42,387

TY 2013 Investments - Other Schedule

Name: SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

EIN: 87-6197628

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BMO 2Y EEM TW MEDIUM TERM NOTE	AT COST	15,000	14,358

TY 2013 Other Expenses Schedule

Name: SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

EIN: 87-6197628

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INSURANCE PYMT	928	0		928
ADR FEES	1	0		1

TY 2013 Other Increases Schedule

Name: SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION

EIN: 87-6197628

Description	Amount
ROUNDING ADJUSTMENT	1

TY 2013 Taxes Schedule**Name:** SECOND DOROTHY F MARTIN CHARITABLE FOUNDATION**EIN:** 87-6197628

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX PAYMENT - PRIOR YE	112	0		0
FEDERAL ESTIMATES - PRINCIPAL	536	0		0
FOREIGN TAXES ON QUALIFIED FOR	424	424		0
FOREIGN TAXES ON NONQUALIFIED	92	92		0