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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 FRANKLIN WEINBERG FUND		A Employer identification number 95-6029434	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 9040		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code KETCHUM, ID 83340		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 1,607,071	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	6	6		
	4 Dividends and interest from securities.	36,499	36,499		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	59,325			
	b Gross sales price for all assets on line 6a 486,734				
	7 Capital gain net income (from Part IV, line 2) . . .		59,325		
	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)	7,725	9,382		
	12 Total. Add lines 1 through 11	103,555	105,212		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	7,550	7,550		
	c Other professional fees (attach schedule)	10,431	10,431		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	254,297	126		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	771	771		
	24 Total operating and administrative expenses. Add lines 13 through 23	273,049	18,878		0
	25 Contributions, gifts, grants paid	28,450			28,450
	26 Total expenses and disbursements. Add lines 24 and 25	301,499	18,878		28,450
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-197,944			
	b Net investment income (if negative, enter -0-)		86,334		
	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	115,697	101,957	101,957
	2	Savings and temporary cash investments	38,101	56,748	56,748
	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)	1,197,286	 1,024,262	1,299,984
	c	Investments—corporate bonds (attach schedule).	73,365	 73,365	71,685
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	104,460	 73,903	75,000
	14	Land, buildings, and equipment basis ▶ _____ 1,697 Less accumulated depreciation (attach schedule) ▶ _____ 1,697			1,697
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,528,909	1,330,235	1,607,071	
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 ▶ ☐ 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			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	1,528,909	1,330,235	
	30	Total net assets or fund balances (see page 17 of the instructions)	1,528,909	1,330,235	
	31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	1,528,909	1,330,235	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1	1,528,909
2	Enter amount from Part I, line 27a	2	-197,944
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	1,330,965
5	Decreases not included in line 2 (itemize) ▶  _____	5	730
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,330,235

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			(I) 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	59,325
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	-2,059

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	46,787	1,454,700	0 032163
2011	47,600	1,198,921	0 039702
2010	60,791	1,197,084	0 050783
2009	27,600	1,120,606	0 024630
2008	60,640	1,200,172	0 050526

2	Total of line 1, column (d).	2	0 197804
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 039561
4	Enter the net value of noncharitable-use assets for 2013 from Part X, line 5.	4	1,601,916
5	Multiply line 4 by line 3.	5	63,373
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	863
7	Add lines 5 and 6.	7	64,236
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	28,450

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	1,727
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	
3 Add lines 1 and 2.	3	1,727
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,727
6 Credits/Payments		
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	1,200
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	1,200
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.	8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	527
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 ☐ Refunded ☐	11	

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 ☐ \$ _____ (2) On foundation managers ☐ \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ _____			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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): ☐ CA _____			
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? Website address ▶ NEIL40K@GMAIL COM	13	Yes	
14	The books are in care of ▶ NEIL KAPLAN Telephone no ▶ (858) 309-8348 Located at ▶ 6991 BATISTA ST SAN DIEGO CA ZIP +4 ▶ 92111			
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			
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? ☐ 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)?. . . Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013?. ☐ Yes ☒ No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2013.</i>).	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
JEAN F MEYERS  PO BOX 9040 KETCHUM, ID 83340	TRUSTEE 0 10	0	0	0
STEVEN WAYNE  4919 GENESEE ST SEATTLE, WA 98118	TRUSTEE 0 10	0	0	0
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				

Part VIII

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

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

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
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 N/A	
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	1,352,447
b	Average of monthly cash balances.	1b	198,864
c	Fair market value of all other assets (see instructions).	1c	75,000
d	Total (add lines 1a, b, and c).	1d	1,626,311
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	1,626,311
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	24,395
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,601,916
6	Minimum investment return. Enter 5% of line 5.	6	80,096

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	80,096
2a	Tax on investment income for 2013 from Part VI, line 5.	2a	1,727
b	Income tax for 2013 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,727
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	78,369
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	78,369
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	78,369

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	28,450
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	28,450
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	28,450
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				78,369
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2013				
a From 2008. 2,831				
b From 2009.				
c From 2010. 1,746				
d From 2011.				
e From 2012.				
f Total of lines 3a through e.	4,577			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 28,450				
a Applied to 2012, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2013 distributable amount.				28,450
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a).)	4,577			4,577
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				45,342
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions).				
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2009. . . .				
b Excess from 2010. . . .				
c Excess from 2011. . . .				
d Excess from 2012. . . .				
e Excess from 2013. . . .				

Part 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 of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

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	28,450
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

Form **990-PF** (2013)

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)
BAXTER INTL INC	P	2013-03-25	2014-06-26
GOLDMAN SACHS N-11	P	2012-12-11	2014-03-26
BARCLAYS BANK PLC	P	2012-12-07	2014-10-24
TIME WARNER INC	P	2013-07-26	2014-06-26
NOW INC	P	2014-06-02	2014-06-26
ISHARES TR RUSSELL	P	2012-12-26	2014-10-24
INTL BUSINESS MACH	P	2013-03-25	2013-12-27
AFLAC INC	P	2013-10-17	2013-10-17
JP MORGAN CHASE & CO	P	2012-12-07	2014-10-24
STANLEY BLACK & DECKER INC	P	2013-08-15	2013-12-27
HALYARD HEALTH INC	P	2014-11-03	2014-11-07
COCA COLA CO	P	2013-03-25	2014-11-14
VIRTUS REAL ESTATE	P	2013-09-20	2014-01-08
HALYARD HEALTH INC	P	2013-03-25	2014-11-07
VIRTUS REAL ESTATE	P	2012-12-20	2014-01-08
ISHARES CHINA	P	2012-12-24	2014-03-13
VIRTUS GLOBAL	P	2013-09-20	2014-01-08
ISHARES BARCLAYS	P	2012-12-07	2014-03-27
VIRTUS GLOBAL	P	2012-12-20	2014-01-08
NOVARTIS AG ADR	P	2013-03-25	2014-07-24
VIRTUS INTERNATIONAL SMALL CAP	P	2013-05-08	2014-01-08
JOHNSON & JOHNSON	P	2013-03-25	2014-08-26
MATTELL INC	P	2013-03-25	2014-02-06
EMERSON ELECTRIC CO	P	2013-03-25	2014-10-15
DOUBLELINE TOTAL RETURN	P	2014-01-31	2014-03-25
FRANKLIN RES INC	P	2013-03-25	2014-10-15
DOUBLELINE TOTAL RETURN	P	2013-03-21	2014-03-25
APACHE CORP	P	2013-03-25	2014-10-20
JP MORGAN STRATEGIC INCOME OPPS	P	2014-01-31	2014-03-25
PNC FINL SVCS GROUP	P	2013-03-25	2014-10-20

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)
JP MORGAN STRATEGIC INCOME OPPS	P	2012-12-07	2014-03-25
3M COMPANY	P	2013-03-25	2014-10-20
GOLDMAN SACHS N-11	P	2013-12-10	2014-03-26
VIRTUS SMALL CAP	P	2012-12-20	2014-10-22

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)
9,135		8,671	464
50,900		50,126	774
16,986		20,221	-3,235
483		433	50
1,275		1,054	221
20,003		11,101	8,902
9,104		10,587	-1,483
6,784		7,406	-622
28,819		15,126	13,693
6,473		7,043	-570
		3	-3
7,488		7,068	420
		6	-6
246		237	9
28,844		27,528	1,316
10,309		13,916	-3,607
36			36
50,571		50,202	369
16,014		11,490	4,524
8,679		7,019	1,660
10,896		10,181	715
3,643		2,784	859
5,159		6,099	-940
5,817		5,513	304
		92	-92
11,703		11,237	466
74,625		77,379	-2,754
5,946		6,308	-362
6			6
4,686		4,003	683

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)
26,151		25,788	363
3,294		2,649	645
629			629
46,980		26,139	20,841

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	
			464
			774
			-3,235
			50
			221
			8,902
			-1,483
			-622
			13,693
			-570
			-3
			420
			-6
			9
			1,316
			-3,607
			36
			369
			4,524
			1,660
			715
			859
			-940
			304
			-92
			466
			-2,754
			-362
			6
			683

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	
			363
			645
			629
			20,841

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 Paid during the year				
BLUE PLANET NETWORK PO BOX 3059 REDWOOD CITY,CA 94064	NONE	501(C)-3	GENERAL	900
BOLDER GIVING 330 WEST 38TH ST SUITE 505 NEWYORK,NY 10018	NONE	501(C)-3	GENERAL	900
GRID ALTERNATIVES 1171 OCEAN AVENUE SUITE 200 OAKLAND,CA 94608	NONE	501(C)-3	GENERAL	900
KPLU 2601 4TH AVENUE SEATTLE,WA 98121	NONE	501(C)-3	GENERAL	2,500
NATIONAL PUBLIC RADIO 635 MASSACHUSETTS AVE WASHINGTON,DC 20001	NONE	501(C)-3	GENERAL	5,500
NORTHWEST PILOT PROJECT 1430 SW BROADWAY SUITE 200 PORTLAND,OR 97201	NONE	501(C)-3	GENERAL	900
SUN VALLEY ART CENTER 191 FIFTH ST KETCHUM,ID 83340	NONE	501(C)-3	GENERAL	2,500
SEATTLE THEARE GROUP 911 PINE STREET SEATTLE,WA 98101	NONE	501(C)-3	GENERAL	1,500
ST TERESITA INC 1350 ENERGY LANE ST PAUL,MN 55108	NONE	501(C)-3	GENERAL	2,250
WOOD RIVER LAND TRUST 119 E BULLINO ST HAILEY,ID 83333	NONE	501(C)-3	GENERAL	5,000
PLANNED PARENTHOOD GREATER NW 2001 EAST MADISON STREET SEATTLE,WA 981222959	NONE	501-C-3	GENERAL	2,500
CONCERN FOUNDATION 1026 S ROBERTSON BLVD SUITE 300 LOS ANGELES,CA 90035	NONE	501-C-3	GENERAL	1,100
FRED HUTCHINSON CANCER RESEARCH 1100 FAIRVIEW AVE NORTH SEATTLE,WA 981091024	NONE	501-C-3	GENERAL	1,500
WOOD RIVER WOMANS' CHARITABLE FDN PO BOX 3686 KETCHUM,ID 83340	NONE	501-C-3	GENERAL	500
Total  3a				28,450

TY 2013 Accounting Fees Schedule

Name: FRANKLIN WEINBERG FUND

EIN: 95-6029434

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INDIRECT ACCOUNTING FEES	7,550	7,550		

TY 2013 Compensation Explanation**Name:** FRANKLIN WEINBERG FUND**EIN:** 95-6029434

Person Name	Explanation
JEAN F MEYERS	
STEVEN WAYNE	

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2013 Depreciation Schedule

Name: FRANKLIN WEINBERG FUND

EIN: 95-6029434

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER	2005-11-04	1,697	1,697	200DB	5 0000				

**TY 2013 Investments Corporate
Bonds Schedule****Name:** FRANKLIN WEINBERG FUND**EIN:** 95-6029434

Name of Bond	End of Year Book Value	End of Year Fair Market Value
RELIANCE GROUP HOLDINGS INC.	43,365	40,425
AMERICAN EXPRESS CR. CORP.	30,000	31,260

TY 2013 Investments Corporate
Stock Schedule

Name: FRANKLIN WEINBERG FUND
EIN: 95-6029434

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1041 SHRS- VIRTUS GLOBAL INFRA.		
300 SHRS - FTSE CHINA		
565 SHRS - JP MORGAN CHASE & CO.		
200 SHRS- ISHARES COHEN & STEERS	20,138	32,167
500 SHRS - BARCLAYS BANK PLC		
900 SHRS- KAYNE ANDERSON MLP	22,089	34,326
4,722 SHRS GS N-11 EQUITY INSTL		
KAYNE ANDERSON MIDSTREAM	25,039	34,566
12741 SHRS- JP MORGAN STRAT INC OPP	150,236	149,961
803 SHRS VIRTUS REAL EST PHRIX		
1431 SHRS- VIRTUS FOREIGN	30,107	43,258
670 SHRS- ISH TR S & P GL. UT IND	29,896	33,526
2973 SHRS EATON VANCE GL MACRO EGRIX	32,495	33,506
4524.736 SHRS- GOLDMAN SACHS SATELL	36,943	40,478
1600 SHRS- WACHOVIA CORP/WF & CO NEW	40,062	46,672
480 SHRS- ISHARES BARKLAYS 1-3 YR		
2388 SHRS JP MORGAN US LG CAP JLPSX	58,937	86,713
2000 SHRS - MET LIFE INC. 6.5%	51,147	51,641
2153 SHRS- VIRTUS SMALL CAP CORE C	31,578	56,519
730 SHRS- ISHARES TR RUSSEL 1000	43,803	84,352
9393 SHRS - MORG STAN. CAP TR. VI	68,035	69,120
8728 SHRS MAINSTAY LARGE CAP MLAIX	76,083	109,520
115 SHS - COVIDIEN PLC COV	7,424	11,615
115 SHS - AFLAC INC		
236 SHS - AGL RES INC	9,859	12,345
155 SHS - ABBOTT LABORATORIES	6,810	6,899
148 SHS - AMERICAN EXPRESS	9,754	13,678
145 SHS - ANALOG DEVICES INC	7,341	7,923
84 SHS - APACHE CORP		
24 SHS - APPLE INC	10,796	19,980

Name of Stock	End of Year Book Value	End of Year Fair Market Value
661 SHS - APPLIED MATERIALS INC	9,883	15,897
124 SHS - BAXTER INTL INC		
121 SHS - CME GROUP INC	7,502	10,241
177 SHS - COCA COLA		
145 SHS - COCAL COLA ENTERPRISES INC	5,764	6,371
46 SHS - DIAGEO ADR	5,670	5,667
97 SHS - EMERSON ELECTRIC		
99 SHS - EXXON MOBIL CORP	8,793	8,963
90 SHS - GILEAD SCIENCES INC	8,201	9,029
130 SHS - HALLIBURTON CO	7,890	5,486
75 SHS - HONEYWELL INTL INC	6,750	7,430
225 SHS - FRANKLIN RES INC		
50 SHS - BUSINESS MACH (IBM)		
90 SHS - ILLINOIS TOOL WORKS	7,451	8,544
106 SHS - INTL FLAVORS & FRAGRANCES	8,596	10,724
81 SHS - JOHNSON & JOHNSON	6,481	8,768
1010 SHS - KAYNE ANDERSON ENERGY DEV	29,842	35,340
63 SHS - KIMBERLY CLARK CORP	6,258	7,345
125 SHS - LAS VEGAS SANDS CORP	9,055	7,961
189 SHS - LOWES COMPANIES	7,303	12,064
165 SHS - MARSH & MCLENNAN	8,131	9,337
143 SHS - MATTEL INC		
147 SHS - NATIONAL OILWELL VARCO INC	8,994	9,855
90 SHS - NESLTE SA SPON ADR	6,479	6,777
98 SHS - NOVARTIS AG ADR		
120 SHS - PNC FINL SVCS GROUP PNC	7,995	10,496
39 SHS - PPG INDUSTRIES	5,491	8,534
191 SHS - QUESTAR CORP COM	4,585	4,582
230 SHS - ROCHE HOLDINGS	8,471	8,635
257 SHS - SCHWAB CHARLES CORP SCHW	4,551	7,278

Name of Stock	End of Year Book Value	End of Year Fair Market Value
80 SHS - STANLEY BLACK & DECKER INC		
194 SHS - TJX COMPANIES INC	8,880	12,835
97 SHS - 3M COMPANY	7,648	11,526
175 SHS - TIME WARNER INC	10,691	14,896
153 SHS - TRAVELERS COS INC COM TRV	12,849	15,981
228 SHS - US BANCORP DEL COM USB	7,799	10,078
73 SHS - UNION PACIFIC CORP	10,177	17,048
45 SHS - V F CORP	7,510	13,531
6823 SHS - DOUBLELINE TOTAL RETURN		
805 SHS - VIRUTS INTL SM CAP FUND CL		

TY 2013 Investments - Other Schedule

Name: FRANKLIN WEINBERG FUND

EIN: 95-6029434

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
CHARLES M. WEINBERG SPECIAL ACCT LLC	AT COST	73,903	75,000

TY 2013 Land, Etc. Schedule

Name: FRANKLIN WEINBERG FUND

EIN: 95-6029434

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
	1,697	1,697		1,697

TY 2013 Other Decreases Schedule**Name:** FRANKLIN WEINBERG FUND**EIN:** 95-6029434

Description	Amount
OTHER BOOK/TAX DIFFERENCES	673
NONDEDUCTIBLE EXPENSE	57

TY 2013 Other Expenses Schedule**Name:** FRANKLIN WEINBERG FUND**EIN:** 95-6029434

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK CHARGES	6	6		
OFFICE EXPENSES	130	130		
WEINBERG ACCOUNT - OTHER DEDU	635	635		

TY 2013 Other Income Schedule

Name: FRANKLIN WEINBERG FUND

EIN: 95-6029434

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
WEINBERG SPEC ACCT - RENTAL	-2,950	-2,950	
WEINBERG SPEC ACCT - ROYALT	12,332	12,332	
CHAS WEINBERG -RENTAL	-1,657		

TY 2013 Other Professional Fees Schedule

Name: FRANKLIN WEINBERG FUND

EIN: 95-6029434

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BROKERAGE FEES	10,431	10,431		

TY 2013 Taxes Schedule**Name:** FRANKLIN WEINBERG FUND**EIN:** 95-6029434

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
REGISTRATION FEES	85	85		
STATE TAXES	60,520			
FEDERAL TAXES	193,651			
FOREIGN TAXES	41	41		

TY 2013 GeneralDependencySmall**Name:** FRANKLIN WEINBERG FUND**EIN:** 95-6029434**Business Name or Person Name:****Taxpayer Identification Number:****Form, Line or Instruction****Reference:****Regulations Reference:****Description:** WAIVE NOL CARRYBACK**Attachment Information:**