Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
SMITH FAMILY LEGACY FOUNDATION

A Employer identification number
20-5002466

Number and street (or P O box number if mail is not delivered to street address)
PO BOX 861

Room/suite

B Telephone number (see instructions)
(303) 763-9250

City or town, state or province, country, and ZIP or foreign postal code
MORRISON, CO 804650861

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 2,079,988

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))*

	Line	Description	(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)	502,118			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	7,450	7,450		
	4	Dividends and interest from securities	38,295	38,295		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	346,262			
	b	Gross sales price for all assets on line 6a 615,131				
	7	Capital gain net income (from Part IV, line 2)		346,262		
	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)	282	282		
	12	**Total.** Add lines 1 through 11	894,407	392,289		
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)	168			
	b	Accounting fees (attach schedule)	2,000	2,000		
	c	Other professional fees (attach schedule)	6,412	6,412		
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,000			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	10,580	8,412		0
	25	Contributions, gifts, grants paid	70,500			70,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	81,080	8,412		70,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	813,327			
	b	**Net investment income** (if negative, enter -0-)		383,877		
	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			
	2	Savings and temporary cash investments	24,677	205,924	205,924
	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)	993,820	1,225,468	1,834,306
	c	Investments—corporate bonds (attach schedule)	45,000	40,013	39,758
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	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)	1,063,497	1,471,405	2,079,988
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	1,063,497	1,471,405	
	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			
	30	**Total net assets or fund balances** (see instructions)	1,063,497	1,471,405	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,063,497	1,471,405	

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	1,063,497
2	Enter amount from Part I, line 27a	2	813,327
3	Other increases not included in line 2 (itemize) ▶	3	14
4	Add lines 1, 2, and 3	4	1,876,838
5	Decreases not included in line 2 (itemize) ▶	5	405,433
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,471,405

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a	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	346,262
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	-645

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 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))
2013	65,014	1,442,031	0 045085
2012	66,758	1,325,446	0 050366
2011	60,843	1,339,424	0 045425
2010	51,133	1,218,603	0 041960
2009	61,331	1,033,785	0 059327

2	**Total** of line 1, column (d).	2	0 242163
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 048433
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,645,248
5	Multiply line 4 by line 3.	5	79,684
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,839
7	Add lines 5 and 6.	7	83,523
8	Enter qualifying distributions from Part XII, line 4.	8	70,500

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ______ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	7,678
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	7,678
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	7,678
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,075		
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	1,075
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	6,603
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 2015 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ______ **(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?	2		No
	If "Yes," attach a detailed description of the activities.			
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	If "Yes," attach the statement required by General Instruction T.			
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶CO			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶CHARLES A SMITH Telephone no ▶(303) 763-9250

Located at ▶PO BOX 861 MORRISON CO ZIP+4 ▶804650861

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐
and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
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 instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **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 2014 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 2014.)*	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 2014?	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 4945(d)(4)(A)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

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

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

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

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 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	1,603,050
b	Average of monthly cash balances	1b	67,253
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,670,303
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	1,670,303
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	25,055
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,645,248
6	**Minimum investment return.** Enter 5% of line 5	6	82,262

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	82,262
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,678		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,678
3	Distributable amount before adjustments Subtract line 2c from line 1			3	74,584
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	74,584
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	74,584

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	70,500
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	70,500
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	70,500

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				74,584
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			70,347	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 70,500				
a Applied to 2013, but not more than line 2a			70,347	
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 2014 distributable amount.				153
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				74,431
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

b Check box to indicate whether the organization is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon **a** "Assets" alternative test—enter **(1)** Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test—enter **(1)** Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the organization had $5,000 or more in assets at any time during the year—see instructions.)**

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than $5,000) (See section 507(d)(2))

CHARLES SMITH PAULA RIGGI

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 email address 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				70,500
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	7,450	
4 Dividends and interest from securities. . . .			14	38,295	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	282	
8 Gain or (loss) from sales of assets other than inventory			14	346,262	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				392,289	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 392,289

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

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

Sign Here

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

******	2015-02-12	******
Signature of officer or trustee	Date	Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ☐	PTIN
DORIS J KUNKLE		2015-02-13		P00377822

Firm's name ▶ FISHER SPIEGEL KUNKLE & GERBERPLLC

Firm's EIN ▶ 38-2771156

Firm's address ▶ 350 EAST MICHIGAN AVENUE STE 510 KALAMAZOO, MI 490073856

Phone no (269) 353-8000

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)
50 SHS LINEAR TECH	P	2007-09-10	2014-01-22
150 SHS MS INDIA INVESTMENT	P	2013-12-02	2014-05-15
100 SHS JABIL CIRCUIT	P	2008-12-29	2014-09-04
100 SHS ENERGY SELECT SECTOR	P	2010-12-20	2014-09-04
350 SHS UNION PACIFIC CORP	D	2009-01-16	2014-11-18
200 SHS ALTRIA GROUP	D	1999-11-17	2014-11-18
50 SHS LINEAR TECH	P	2007-10-23	2014-01-22
7 1400 SHS SEVENTY SEVEN ENERGY	P	2009-10-16	2014-07-10
100 SHS JABIL CIRCUIT	P	2008-12-29	2014-09-04
100 SHS ENERGY SELECT SECTOR	P	2010-12-20	2014-09-04

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)
2,327		1,734	593
3,112		2,498	614
2,172		548	1,624
9,762		6,614	3,148
42,284		7,104	35,180
9,872		1,214	8,658
2,327		1,668	659
177		165	12
2,172		548	1,624
9,761		6,614	3,147

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	
			593
			614
			1,624
			3,148
			35,180
			8,658
			659
			12
			1,624
			3,147

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)
175 SHS APPLE	P	2008-03-20	2014-11-18
646 SHS WEYERHAEUSER	D	2010-09-01	2014-11-18
50 SHS LINEAR TECH	P	2007-10-23	2014-01-22
7 1400 SHS SEVENTY SEVEN ENERGY	P	2009-06-01	2014-07-10
50 SHS JABIL CIRCUIT	P	2008-12-29	2014-09-04
35 SHS GOLDMAN SACHS GROUP	P	2011-01-12	2014-09-18
125 SHS APPLE	D	2009-03-13	2014-11-18
454 SHS WEYERHAEUSER	D	1971-10-26	2014-11-18
100 SHS LINEAR TECH	P	2007-10-29	2014-01-22
34 7200 SHS SEVENTY SEVEN ENERGY	P	2010-11-23	2014-07-10

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)
20,217		3,276	16,941
22,238		10,793	11,445
2,327		1,668	659
177		141	36
1,086		274	812
6,574		6,010	564
14,440		1,708	12,732
15,629		2,187	13,442
4,655		3,302	1,353
862		596	266

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	
			16,941
			11,445
			659
			36
			812
			564
			12,732
			13,442
			1,353
			266

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)
50 SHS JABIL CIRCUIT	D	2009-03-30	2014-09-04
15 SHS GOLDMAN SACHS GROUP	P	2011-08-31	2014-09-18
250 SHS COLGATE-PALMOLIVE	D	1998-08-26	2014-11-18
489 SHS WEYERHAEUSER	D	1971-10-26	2014-11-18
150 SHS LINEAR TECH	P	2006-11-13	2014-01-22
35 SHS ADOBE SYSTEMS	D	1997-02-11	2014-07-10
100 SHS SICSO SYSTEMS	P	2012-06-22	2014-09-04
100 SHS PROCTER & GAMBLE	P	2008-03-20	2014-09-18
500 SHS COLGATE-PALMOLIVE	D	1998-01-16	2014-11-18
25 SHS APACHIE CORP	P	2011-12-13	2014-11-25

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)
1,086		237	849
2,817		1,746	1,071
17,002		5,340	11,662
16,834		954	15,880
6,982		4,782	2,200
2,514		168	2,346
2,504		1,711	793
8,403		6,830	1,573
34,004		8,780	25,224
1,846		2,308	-462

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	
			849
			1,071
			11,662
			15,880
			2,200
			2,346
			793
			1,573
			25,224
			-462

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)
100 SHS BANK OF NY MELLON	P	2009-06-01	2014-02-12
40 SHS ADOBE SYSTEMS	D	1998-08-26	2014-07-10
100 SHS INTEL CORP	P	2007-10-29	2014-09-04
50 SHS DUPONT E IEDE NEMOURS	P	2011-08-31	2014-09-18
100 SHS COLGATE-PALMOLIVE	D	1998-01-16	2014-11-18
25 SHS APACHIE CORP	P	2011-12-13	2014-11-25
100 SHS BANK OF NY MELLON	P	2009-03-13	2014-02-12
100 SHS SCHWAB US REIT	P	2013-01-29	2014-07-15
50 SHS INTEL CORP	P	2007-09-10	2014-09-04
50 SHS DUPONT E IEDE NEMOURS	P	2010-11-18	2014-09-18

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)
3,198		2,813	385
2,873		133	2,740
3,502		2,632	870
3,549		2,403	1,146
6,801		1,756	5,045
1,846		2,308	-462
3,198		2,302	896
3,583		3,219	364
1,751		1,289	462
3,550		2,339	1,211

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	
			385
			2,740
			870
			1,146
			5,045
			-462
			896
			364
			462
			1,211

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)
300 SHS JABIL CIRCUIT	D	2009-04-27	2014-11-18
75 SHS APACHIE CORP	P	2012-06-22	2014-11-25
100 SHS BANK OF NY MELLON	P	2009-01-16	2014-02-12
100 SHS SCHWAB US REIT	P	2013-01-29	2014-07-15
200 SHS INTEL CORP	P	2006-11-13	2014-09-04
50 SHS MICROSOFT	P	2008-01-29	2014-09-18
200 SHS JABIL CIRCUIT	D	2008-12-31	2014-11-18
276 SHS OLD SECOND CAP TRUST 7 8%	P	2014-05-12	2014-12-08
200 SHS BANK OF NY MELLON	P	2011-11-29	2014-02-12
50 SHS DUPONT E IEDE NEMOURS	P	2011-08-31	2014-07-24

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)
6,339		1,932	4,407
5,537		6,147	-610
3,198		2,282	916
3,583		3,219	364
7,003		4,206	2,797
2,331		1,632	699
4,226		1,140	3,086
2,750		3,622	-872
6,396		3,613	2,783
3,268		2,404	864

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	
			4,407
			-610
			916
			364
			2,797
			699
			3,086
			-872
			2,783
			864

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)
100 SHS JABIL CIRCUIT	P	2009-03-30	2014-09-04
50 SHS IBM	P	2008-03-20	2014-09-18
1800 SHS JABIL CIRCUIT	D	2008-12-31	2014-11-18
1224 SHS OLD SECOND CAP TRUST 7 8%	P	2014-05-12	2014-12-08
931 0990 SHS VANGUARD S-T INV GRD	P	2010-03-30	2014-02-13
100 SHS MICROSOFT	P	2008-01-29	2014-07-24
100 SHS JABIL CIRCUIT	P	2009-03-30	2014-09-04
1000 SHS RALLY SOFTWARE	P	2014-07-15	2014-09-19
700 SHS JABIL CIRCUIT	D	2009-03-30	2014-11-18
99 SHS NATIONAL INSTRUMENTS	P	2012-04-26	2014-02-13

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
2,172		475	1,697
9,676		5,865	3,811
38,030		10,260	27,770
12,196		16,042	-3,846
9,976		9,987	-11
4,477		3,263	1,214
2,172		475	1,697
11,755		9,928	1,827
14,789		3,080	11,709
2,797		2,640	157

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,697
			3,811
			27,770
			-3,846
			-11
			1,214
			1,697
			1,827
			11,709
			157

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)
50 SH UNION PACIFIC CORP	D	2009-01-19	2014-07-24
100 SHS CISCO SYSTEMS	P	2012-06-25	2014-09-04
9943 SHS SEVENTY SEVEN ENERGY	P	2010-11-23	2014-11-03
100 SHS ALTRIA GROUP	D	2005-07-15	2014-11-18
99 SHS NATIONAL INSTRUMENTS	P	2012-04-26	2014-02-13
50 SHS ADODE SYSTEMS	D	1998-08-26	2014-07-24
100 SHS CISCO SYSTEMS	P	2012-06-22	2014-09-04
100 SHS FISERV	P	2007-09-28	2014-11-18
200 SHS ALTRIA GROUP	D	2002-01-17	2014-11-18
1 SHS NATIONAL INSTRUMENTS	P	2012-04-26	2014-02-13

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
5,037		1,015	4,022
2,504		1,711	793
13		17	-4
4,936		1,547	3,389
2,797		2,640	157
3,617		167	3,450
2,504		1,711	793
7,058		2,557	4,501
9,872		2,244	7,628
28		26	2

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	
			4,022
			793
			-4
			3,389
			157
			3,450
			793
			4,501
			7,628
			2

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)
200 SHS JABIL CIRCUIT	P	2008-12-29	2014-07-24
50 SHS EMERSON ELECTRIC	P	2007-10-29	2014-09-04
120 SHS FISERV	P	2007-08-21	2014-11-18
187 SHS ALTRIA GROUP	D	2001-02-02	2014-11-18
1 SHS NATIONAL INSTRUMENTS	P	2012-04-26	2014-02-13
300 SHS J HANCOCK FINL OPP FUND	P	2010-03-30	2014-09-04
50 SHS EMERSON ELECTRIC	P	2007-09-10	2014-09-04
180 SHS FISERV	D	2007-08-21	2014-11-18
200 SHS ALTRIA GROUP	D	1998-08-26	2014-11-18
200 SHS BANK OF MONTREAL	P	2013-05-17	2014-04-11

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,197		1,095	3,102
3,225		2,580	645
8,469		2,889	5,580
9,231		1,992	7,239
28		26	2
6,906		4,957	1,949
3,225		2,405	820
12,704		4,313	8,391
9,872		2,072	7,800
13,670		12,038	1,632

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3,102
			645
			5,580
			7,239
			2
			1,949
			820
			8,391
			7,800
			1,632

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)
100 SHS KIMBERLY-CLARK	P	2008-03-20	2014-09-04
100 SHS EMERSON ELECTRIC	P	2006-11-13	2014-09-04
200 SHS PHILIP MORRIS INTL	D	1999-11-17	2014-11-18
300 SHS ALTRIA GROUP	D	2003-04-22	2014-11-18

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)
10,785		6,479	4,306
6,449		4,403	2,046
17,451		2,766	14,685
14,809		2,295	12,514

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	
			4,306
			2,046
			14,685
			12,514

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
CHARLES A SMITH 14074 W CORNELL AVE LAKEWOOD, CO 80228	PRESIDENT 0 00	0	0	0
REBECCA A SMITH 4040 GREENLEAF CIRLCE APT NO 110 KALAMAZOO, MI 490082525	VICE-PRES 0 00	0	0	0
PAULA E RIGGI 14536 ROCKSBOROUGH ROAD MINNETONKA, MN 55345	TREAS/SECR 0 00	0	0	0
KAYVON RIGGI 14536 ROCKSBOROUGH RD MINNETONKA, MN 55345	TRUSTEE 0 00	0	0	0
KAYLEE RIGGI 14536 ROCKSBOROUGH RD MINNETONKA, MN 55345	TRUSTEE 0 00	0	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
FREE THE CHILDREN FREE THE CHILDREN 4301 HIGHWAY 7 STE 120 4301 HIGHWAY 7 STE 120 MINNEAPOLIS, MN 55416	NONE	PUBLIC	GENERAL	6,000
THE NATURE CONSERVANCY THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE 4245 NORTH FAIRFAX DRIVE ARLINGTON, VA 222031606	NONE	PUBLIC	GENERAL	5,000
DOCTORS WITHOUT BORDERS DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 100015004	NONE	PUBLIC	GENERAL	10,000
FISHER HOUSE FOUNDATION FISHER HOUSE FOUNDATION 111 ROCKVILLE PIKE STE 4 111 ROCKVILLE PIKE STE 4 ROCKVILLE, MD 208505168	NONE	PUBLIC	GENERAL	5,000
INTL PLANNED PARENTHOOD INTL PLANNED PARENTHOOD 4 NEWHAMS ROW 4 NEWHAMS ROE LONDON, LONDON UK	NONE	PUBLIC	GENERAL	6,000
DANA FARBER CANCER INSTITUTE SANA FARBER CANCER INSTITUTE 450 BROOKLINE AVE 450 BROOKLINE AVE BOSTON, MA 02215	NONE	PUBLIC	GENERAL	6,000
FEEDING AMERICA FEDDING AMERICA 35 E WACKER DR STE 2000 STE 2000 CHICAGO, IL 60601	NONE	PUBLIC	GENERAL	5,000
LAND CONSERVANCY OF W MI LAND CONSERVANCY OF W MI 1345 MONROE AVE NW 324 1345 MONROE AVE NW 324 GRAND RAPIDS, MI 49505	NONE	PUBLIC	GENERAL	6,000
WATERORG WATERORG 920 MAIN STREET STE 1800 920 MAIN STREET STE 1800 KANSAS CITY, MO 64105	NONE	PUBLIC	GENERAL	5,000
THE BLAKE SCHOOL THE BLAKE SCHOOL 110 BLAKE ROAD SOUTH 110 BLAKE ROAD SOUTH HOPKINS, MN 55343	NONE	PUBLIC	GENERAL	4,000
PRETTY LAKE VACATION CAMP PRETTY LAKE VACATION CAMP 9123 WEST Q AVENUE 9123 WEST Q AVENUE MATTAWAN, MI 49071	NONE	PUBLIC	GENERAL	2,000
HOMES FOR OUR TROOPS HOMES FOR OUR TROOPS 6 MAIN STREET 6 MAIN STREET TAUNTON, MA 02780	NONE	PUBLIC	GENERAL	5,000
BEST FRIENDS ANIMAL SOCIETY BEST FRIENDS ANIMAL SOCIETY 5001 ANGEL CANYON ROAD 5001 ANGEL CANYON ROAD KANAB, UT 84741	NONE	PUBLIC	GENERAL	2,500
FOODS RESOURCE BANK FOOS RESOURCE BANK PO BOX 660055 PO BOX 660055 CHICAGO, IL 60666	NONE	PUBLIC	GENERAL	3,000
Total . . . . ▶ **3a**				70,500

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
SMITH FAMILY LEGACY FOUNDATION	20-5002466

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	Employer identification number
SMITH FAMILY LEGACY FOUNDATION	20-5002466

Part I **Contributors** (see instructions) Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CHARLES A SMITH PO BOX 891 MORRISON, CO 804650861	$ 502,118	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
SMITH FAMILY LEGACY FOUNDATION	20-5002466

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	MARKETABLE SECURITIES	$ 502,118	2014-11-12

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization
SMITH FAMILY LEGACY FOUNDATION

Employer identification number
20-5002466

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2014 Accounting Fees Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	2,000	2,000		

TY 2014 Investments Corporate Bonds Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Name of Bond	End of Year Book Value	End of Year Fair Market Value
TEMPLETON GLOBAL BD ADV	5,000	4,411
VANGUARD SHORT-TERM INV GRD	35,013	35,347

TY 2014 Investments Corporate Stock Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABBOT LABS	9,209	13,506
ACI WORLDWIDE	19,646	20,170
ADOBE SYSTEMS INC	4,317	27,262
AES CORP	12,538	13,770
AES TRUST III FUND	23,924	24,173
AFFILIATED MANAGERS	6,224	26,530
AFLAC	12,732	15,272
ALLSCRIPTS HEALTHCARE	11,202	12,770
AMER EUROPACIFIC GRWTH SL F-2	117,800	162,562
APACHE		
APPLE	5,464	44,152
BANK OF MONTREAL		
BANK OF NY MELLON		
BARCLAYS CAP EMG MKTS ETF	4,649	4,262
BOTTOMLINE TECHNOLOGIES	17,447	16,432
BRYN MAWR BANK	11,607	12,520
CA TECHNOLOGIES	14,141	16,748
CABELAS	14,415	13,177
CENTURYLINK INC	8,535	8,905
CHESAPEAKE ENERGY CORP	15,398	13,699
CISCO SYSTEMS INC		
COGNIZANT	9,746	42,128
DANAHER CORP	7,903	17,142
DISCOVER FINANCIAL	9,589	9,823
DISCOVERY COMM SR C	18,426	16,860
DJ UBS COMMODITY ETN	16,966	13,459
DU PONT E I DE NEMOURS	6,694	11,091
DUN & BRADSTREET	17,400	21,168
EBAY INC	15,042	15,433
ECHO GLOBAL LOGISTICS	9,495	14,600

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ECOLAB	8,545	7,839
EMC ELECTRIC	14,198	16,357
EMERSON ELECTRIC CO		
ENERGY SELECT SECTOR	13,228	15,832
EUROPACIFIC GROWTH GRADE F2		
EVERTEC INC	16,911	16,597
EXPRESS SCRIPTS	12,201	12,700
FIDELITY NATL INFO	7,826	18,660
FISERV INC	13,113	39,033
FRANKLIN RESOURCES INC	7,220	51,882
GENERAL ELECTRIC	15,307	16,425
GLOBAL PAYMENTS INC	11,194	20,182
GOLDMAN SACHS	4,874	9,692
GOOGLE CL C	8,596	13,160
GOOGLE INC	3,173	7,960
HAEMONETICS CORP	12,636	12,162
HARBOR INTERNATIONAL	42,893	71,937
HOLOGIC INC	8,513	10,696
HOSPIRA	11,062	15,312
IBM		
ILLINOIS TOOL WORKS INC	12,140	21,781
INTEL CORP		
J. HANCOCK FINL OPP FUND	16,377	28,272
JABIL CIRCUIT INC		
JOHNSON CONTROLS	9,440	19,336
KIMBERLY-CLARK CORP		
LINEAR TECHNOLOGY CORP		
MBIA INC	10,818	11,925
MEDTRONIC INC	11,395	18,050
MERCANTILE BANK	11,548	12,612

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MICROSOFT	10,191	16,258
MS INDIA INVESTMENT	24,131	45,696
NATIONAL INSTRUMENTS		
NB REAL ESTATE	9,934	19,176
NEWFIELD EXPLOR	13,588	10,848
OLD SECOND CAP TRUST 7.8%	15,009	14,925
ORACLE	9,911	13,491
PEPSICO	9,142	14,184
PETROLEUM & REX	36,441	39,788
PHILIP MORRIS INTL	1,163	28,508
PRICE T ROWE GROUP INC	15,998	60,102
PRINCIPAL FINL GROUP	13,328	15,582
PROCTER & GAMBLE		
QUALCOMM	9,908	14,866
RALLY SOFTWARE	9,799	11,370
ROCKWELL AUTOMATION	17,594	16,680
ROYCE MICRO-CAP TR	20,662	18,405
ROYCE VALUE TRUST	19,799	18,629
SCHLUMERGER	9,649	8,541
SCHWAB EMERGING MKT	21,317	21,510
SCHWAB US REIT		
SPDR GOLD TRUST	25,321	27,827
STRYKER	8,326	18,866
TEMPLETON DRAGON FUND	44,075	36,060
TEMPLETON GLOBAL		
THERMO FISHER SCIENTIFIC	9,058	12,529
UNION PACIFIC CORP	5,074	29,783
UNITED TECHNOLGIES	10,688	17,250
US BANCORP DEL	6,398	7,866
VANGUARD EMERGING MARKETS	47,500	55,028

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIAN MEDICAL SYSTEMS	8,982	10,814
VERIFONE SYSTEMS	10,514	16,740
VERIZON COMMUNICATIONS	9,334	11,695
VISA	7,215	26,220
WESTERN ASSET EMERGING MKTS	4,463	3,625
WEYERHAEUSER	2,145	39,479
WHITING PETROLEUM	12,658	9,075
WYNDHAM WORLDWIDE	13,209	17,152
XILINX	14,703	15,152
YUM BRANDS	14,524	14,570

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TY 2014 Legal Fees Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
DAVIS GRAHAM & STUBBS LLP	168			

TY 2014 Other Decreases Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Description	Amount
APPRECIATION ON STOCK DONATION	405,433

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TY 2014 Other Income Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
LITIGATION SETTLEMENTS	282	282	

TY 2014 Other Increases Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Description	Amount
PRIOR YEAR TIMING ADJUSTMENT	14

TY 2014 Other Professional Fees Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES	6,412	6,412		

TY 2014 Taxes Schedule

Name: SMITH FAMILY LEGACY FOUNDATION

EIN: 20-5002466

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXCISE TAX	2,000			