FED 12/31

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 separate instructions is at *www.irs.gov/form990pf*

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: L & M WILLIAMS FAMILY FOUNDATION 080012214400

A Employer identification number: 26-2029619

Number and street (or P O box number if mail is not delivered to street address): PO BOX 0634

Room/suite:

B Telephone number (see instructions): 503-464-3580

City or town, state or province, country, and ZIP or foreign postal code: MILWAUKEE, WI 53201-0634

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: [X] 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)* ▶ $ 5,291,698.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	34,228.	34,228.		STMT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	148,337.			
	b Gross sales price for all assets on line 6a 1,272,913.				
	7 Capital gain net income (from Part IV, line 2)		148,337.		
	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)	134,078.	134,078.		STMT 4
	12 **Total** Add lines 1 through 11	316,643.	316,643.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,948.	13,453.		1,495.
	14 Other employee salaries and wages		NONE	NONE	
	15 Pension plans, employee benefits		NONE	NONE	
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) STMT 5	1,500.	NONE	NONE	1,500.
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) STMT 6	7,366.	868.		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings		NONE	NONE	
	22 Printing and publications		NONE	NONE	
	23 Other expenses (attach schedule) STMT 7	7.			7.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	23,821.	14,321.	NONE	3,002.
	25 Contributions, gifts, grants paid	1,014,831.			1,014,831.
	26 **Total expenses and disbursements** Add lines 24 and 25	1,038,652.	14,321.	NONE	1,017,833.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	-722,009.			
	b **Net investment income** (if negative, enter -0-)		302,322.		
	c **Adjusted net income** (if negative, enter -0-)				

ENVELOPE POSTMARK DATE JUN 11 2015

SCANNED JUN 19 2015

RECEIVED JUN 16 2015 OGDEN, UT

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	80,794.	182,313.	182,313.
3	Accounts receivable ▶ 1,377. Less: allowance for doubtful accounts ▶	810.	1,377.	1,377.
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 ▶ NONE			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments - U S and state government obligations (attach schedule) STMT 8	50,693.		
b	Investments - corporate stock (attach schedule) STMT 9	985,810.	924,259.	1,004,012.
c	Investments - corporate bonds (attach schedule) STMT 13	845,359.	988,911.	1,057,304.
11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
12	Investments - mortgage loans			
13	Investments - other (attach schedule) STMT 15	3,581,500.	3,589,625.	3,046,692.
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)	5,544,966.	5,686,485.	5,291,698.
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)		NONE	
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	5,544,966.	5,686,485.	
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)	5,544,966.	5,686,485.	
31	**Total liabilities and net assets/fund balances** (see instructions)	5,544,966.	5,686,485.	

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	5,544,966.
2	Enter amount from Part I, line 27a	2	-722,009.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 16	3	868,171.
4	Add lines 1, 2, and 3	4	5,691,128.
5	Decreases not included in line 2 (itemize) ▶ DR EL DORADO ADJ	5	4,643.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,686,485.

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	PUBLICLY TRADED SECURITIES			
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	1,272,913.		1,124,576.	148,337.
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				148,337.
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** 148,337.

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 . . . . . **3**

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

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

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

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

1 Enter the appropriate amount in each column for each year; see 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))
2013	669,426.	6,126,298.	0.109271
2012	325,436.	6,131,241.	0.053078
2011	365,824.	6,338,729.	0.057713
2010	2,767,660.	8,716,048.	0.317536
2009	941,858.	6,995,043.	0.134646

2	**Total** of line 1, column (d)	2	0.672244
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	0.134449
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,586,252.
5	Multiply line 4 by line 3	5	751,066.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,023.
7	Add lines 5 and 6	7	754,089.
8	Enter qualifying distributions from Part XII, line 4	8	1,017,833.

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 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 ▶ [X] and enter 1% of Part I, line 27b		1	3,023.
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	3,023.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	3,023.
6	Credits/Payments.			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 4,776.		
b	Exempt foreign organizations - tax withheld at source	6b NONE		
c	Tax paid with application for extension of time to file (Form 8868)	6c NONE		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	4,776.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	1,753.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 1,753. **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		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	*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		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
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	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ______			
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	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

		Line	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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ US BANK Telephone no ▶ (503) 464-3580

Located at ▶ 555 SW OAK, PORTLAND, OR ZIP+4 ▶ 97204

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

		Line	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		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1). If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

			Line	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 instructions)?		1b		X
	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		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 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 ▶				
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		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶				
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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

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

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
LARRY WILLIAMS PO BOX 8126, BOISE, ID 83707	TRUSTEE 1	-0-	-0-	-0-
US BANK PO BOX 3168, PORTLAND, OR 97208	AGENT 1	16,448.	-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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . ▶ NONE

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions 3 NONE	
Total. Add lines 1 through 3 ▶	

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	1,819,251.
b	Average of monthly cash balances	1b	438,893.
c	Fair market value of all other assets (see instructions)	1c	3,413,178.
d	**Total** (add lines 1a, b, and c)	1d	5,671,322.
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	NONE
3	Subtract line 2 from line 1d	3	5,671,322.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	85,070.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5,586,252.
6	**Minimum investment return.** Enter 5% of line 5	6	279,313.

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	279,313.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,023.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,023.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	276,290.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	276,290.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	276,290.

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	1,017,833.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,017,833.
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	3,023.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,014,810.

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				276,290.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 12 ,20 ,20		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . 594,990.				
b From 2010 . . . 2,347,568.				
c From 2011 . . . 53,839.				
d From 2012 . . . 21,926.				
e From 2013 . . . 367,885.				
f **Total** of lines 3a through e	3,386,208.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 1,017,833.				
a Applied to 2013, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				276,290.
e Remaining amount distributed out of corpus	741,543.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,127,751.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2013 Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				NONE
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	594,990.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	3,532,761.			
10 Analysis of line 9:				
a Excess from 2010 . . . 2,347,568.				
b Excess from 2011 . . . 53,839.				
c Excess from 2012 . . . 21,926.				
d Excess from 2013 . . . 367,885.				
e Excess from 2014 . . . 741,543.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation 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 foundation had $5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

SEE ATTACHED DETAIL

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

N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ▶ ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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 STATEMENT 24				1,014,831.
Total . . . . ▶ **3a**				1,014,831.
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					
4 Dividends and interest from securities			14	34,228.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	148,337.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b BMO 2YR SPX BR MTN			14	2,025.	
c JACKSON LIFE INS			14	132,053.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				316,643.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 316,643.

(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.)
	NOT APPLICABLE

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)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

Signature of officer or trustee: [signature] | Date: 04/28/2015 | Title: OFFICER

99004

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
BECKY NORLANDER	Becky A Norlander	04/28/2015		
Firm's name ▶ US BANK			Firm's EIN ▶	
Firm's address ▶ PO BOX 3168 PORTLAND, OR 97208			Phone no 503-464-3580	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ABERDEEN FDS EMRGN	571.	571.
CAMBIAR INTL EQUITY FUND INS	379.	379.
AGILENT TECHNOLOGIES INC	65.	65.
ANADARKO PETE CORP	103.	103.
APPLE COMPUTER INC	289.	289.
B H P BILLITON PLC SPSD A D R	133.	133.
B T GROUP P L C A D R	70.	70.
BANK OF AMERICA CORP	41.	41.
BARCLAYS TREASURY BEAR 2/06/15	544.	544.
BARCLAYS TREASURY BEAR 4/10/15	3,446.	3,446.
BARC 3M GME RX MTN 14.800% 2/02/15	1.	1.
BERKSHIRE HATHAWAY 0.800% 2/11/16	120.	120.
BOEING CO	172.	172.
BORG WARNER INC	35.	35.
BRUNSWICK CORP	57.	57.
CVS CORP COM	64.	64.
CA INC	69.	69.
CAUSEWAY EMERGING MARKETS INSTL	1,190.	1,190.
CHEVRONTEXACO CORP	157.	157.
CISCO SYS INC	47.	47.
CITIGROUP INC	1.	1.
JOHN DEERE CAP MTN 0.950% 6/29/15	143.	143.
DOW CHEM CO	249.	249.
DRIEHAUS ACTIVE INCOME FUND	586.	586.
E O G RES INC	25.	25.
EATON VANCE GLOBAL MACRO FD CL I	534.	534.
EMERSON ELEC CO	176.	176.
EXXON MOBIL CORP	219.	219.
F H L B DEB 4.875% 6/13/14	1,219.	1,219.
FIFTH THIRD BANCORP	164.	164.
FIRST AMERICAN PRIME OBLIG FUND CL Y	76.	76.
FOOT LOCKER INC	82.	82.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
HARLEY DAVIDSON INC	91.	91.
HIGHLAND LONG SHORT EQUITY Z	624.	624.
ILLINOIS TOOL WKS INC	187.	187.
INTERNATIONAL PAPER CO	170.	170.
ISHARES BARCLAYS TIPS BOND ETF	30.	30.
ISHARES MSCI EMERGING MARKETS ETF	1,683.	1,683.
MFC ISHARES TR MSCI EAFE INDEX FD	1,034.	1,034.
ISHARES RUSSELL 1000 GROWTH ETF	118.	118.
J P MORGAN CHASE & CO	339.	339.
JPM 6M BBY CV MTN 11.750% 5/01/15	1.	1.
LOWES COMPANIES INC	133.	133.
MACYS INC	140.	140.
MARATHON OIL CORPORATION	146.	146.
MASTERCARD INC	48.	48.
MEDTRONIC INC COMMON STOCK	86.	86.
MERCK AND CO INC	147.	147.
MICROSOFT CORP	370.	370.
MICROSOFT CORP 2.950% 6/01/14	221.	221.
MONDELEZ INTERNATIONAL W I	24.	24.
MONSANTO CO	121.	121.
MORGAN STANLEY DEAN WITTER & CO	86.	86.
NRG ENERGY INC	152.	152.
LOOMIS SAYLES STRATEGIC ALPHA FUND Y	806.	806.
NAVIENT CORP W D	118.	118.
NESTLE S A SPONSORED ADR REPSTG REG SH	271.	271.
NEUBERGER BERMAN LONG SH INS	60.	60.
ADR NOVARTIS AG SPONSORED ADR ISIN #US66	232.	232.
NUVEEN HIGH INCOME BOND FD CL I	1,131.	1,131.
NUVEEN STRATEGIC INCOME I	2,403.	2,403.
NUVEEN CORE PLUS BOND I	966.	966.
NUVEEN SHORT TERM BOND FUND CL I	1,663.	1,663.
NUVEEN INFLATION PRO SEC CL I	194.	194.
OCCIDENTAL PETE CORP COM	202.	202.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OPPENHEIMER SENIOR FLOATING RATE Y	715.	715.
OPPENHEIMER SENIOR FLOATING RATE I	1,025.	1,025.
ORIX CORP SPONS A D R	93.	93.
P I M C O FDS TOTAL RETURN FD	267.	267.
P P G INDS INC	58.	58.
PFIZER INC	371.	371.
PITNEY BOWES INC	182.	182.
POLARIS INDS INC	59.	59.
PRUDENTIAL FINL INC	219.	219.
ROCKWELL AUTOMATION INC	153.	153.
T ROWE PRICE MID CAP GROWTH FD #64	412.	412.
T ROWE PRICE INTL GR&INC FD	1,929.	1,929.
T ROWE PRICE SC STOCK	208.	208.
T ROWE PRICE MID CAP VALUE FD INC	897.	897.
SLM CORP	39.	39.
MIDCAP SPDR TRUST SERIES I E T F	81.	81.
SCOUT INTERNATIONAL FUND	882.	882.
SEMPRA ENERGY	117.	117.
STRYKER CORP	70.	70.
SYMANTEC CORP	39.	39.
TCW EMERGING MARKETS INCOME FUND	122.	122.
TFS MARKET NEUTRAL FUND	58.	58.
TYSON FOODS INC CL A	82.	82.
UNITED TECHNOLOGIES CORP	89.	89.
VANGUARD 500 INDEX FUND	143.	143.
VANGUARD 500 INDEX ADMIRAL	604.	604.
WELLS FARGO & CO NEW	218.	218.
INVESCO LTD	36.	36.
ACE LTD	36.	36.
TOTAL	34,228.	34,228.

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
BMO 2YR SPX BR MTN		2,025.	2,025.
JACKSON LIFE INS		132,053.	132,053.
	TOTALS	134,078.	134,078.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	1,500.			1,500.
TOTALS	1,500.	NONE	NONE	1,500.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	85.	85.
FEDERAL TAX PAYMENT - PRIOR YE	1,722.	
FEDERAL ESTIMATES - PRINCIPAL	4,776.	
FOREIGN TAXES ON QUALIFIED FOR	701.	701.
FOREIGN TAXES ON NONQUALIFIED	82.	82.
TOTALS	7,366.	868.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
ADR FEES	7.	7.
TOTALS	7.	7.

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION		BEGINNING BOOK VALUE
FHLB 4.875 6/13/14		50,693.
	TOTALS	50,693.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
APPLE INC	6,186.	12,080.	19,317.
J P MORGAN CHASE & CO	7,183.	7,183.	13,580.
OCCIDENTAL PETROLEUM CORP	6,322.	6,102.	5,804.
UNITED TECHNOLOGIES CORP	7,243.	5,658.	5,750.
ACE LTD	6,663.		
NESTLE SA SPONSORED ADR	6,083.		
AMERICAN EUROPACIFIC GRTH F2	32,930.		
ISHARES MSCI EAFE ETF		39,070.	40,033.
SCOUT INTERNATIONAL FUND	66,275.	46,670.	47,848.
T ROWE PRICE INTL GR&INC FD	28,710.	52,670.	52,287.
BASF AG ADR	6,756.		
BHP BILLITON PLC SPDS ADR	6,128.		
CATERPILLAR INC	10,013.		
PFIZER INC	5,355.	5,355.	11,121.
BOEING CO	6,177.	6,177.	7,669.
FIFTH THIRD BANCORP	6,199.	6,199.	6,663.
MACYS INC	6,134.	6,134.	8,153.
MASTERCARD INC	6,576.	6,576.	9,478.
POLARIS INDS INC	6,414.	5,650.	6,201.
PRUDENTIAL FINANCIAL INC	7,858.	7,858.	9,136.
WELLS FARGO CO	6,101.	3,293.	7,456.
HIGHLAND LONG SHORT EQUITY Z	29,375.	15,496.	16,516.
TFS MARKET NEUTRAL FUND	23,483.	13,313.	13,344.
ANADARKO PETROLEUM CORP	7,201.	7,201.	8,580.
BANK OF AMERICA CORP		6,516.	6,709.
CITIGROUP INC	7,348.		
CVS HEALTH CORPORATION		5,706.	7,416.
EMERSON ELECTRIC CO		6,931.	6,173.
EXXON MOBIL CORP	7,441.	7,441.	7,488.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
FOOT LOCKER INC		5,664.	6,966.
GOOGLE INC CL A	7,469.	3,740.	5,837.
MAXIM INTEGRATED PRODS INC	7,274.		
MICROSOFT CORP	12,338.	12,567.	16,536.
MONDELEZ INTERNATIONAL W I	4,719.		
SIM CORP	6,146.		
NIELSEN HOLDINGS N V	7,347.		
NOVARTIS AG A D R	6,220.		
ABERDEEN FDS EMRGN MKT INSTL	50,879.	50,839.	46,415.
I SHARES MSCI EAFE INDEX FUND	56,031.		
MIDCAP SPDR TRUST SERIES I	8,894.	4,625.	6,863.
NUVEEN LARGE CAP GRWTH OPP CL	47,328.		
T ROWE PRICE SC STOCK	49,356.	44,567.	47,513.
VANGUARD WINDSOR II FUND ADMIR	69,882.		
AGILENT TECHNOLOGIES INC	6,244.	4,520.	5,077.
BEST BUY CO INC	5,920.		
CA INC	6,828.		
CISCO SYS INC	6,293.		
DOW CHEM CO	6,241.		
ILLINOIS TOOL WORKSINC	7,944.	7,944.	10,133.
JARDEN CORP	6,150.	6,150.	9,624.
LOWES CO INC	7,577.	7,577.	11,146.
MARATHON OIL CORPORATION	6,339.	6,339.	5,177.
MERCK AND CO INC	6,849.		
MOHAWK INDS INC	6,204.	6,204.	8,234.
MONSANTO CORP	6,829.	6,829.	8,124.
MORGAN STANLEY	6,229.	6,229.	9,584.
NETAPP INC	6,307.		
NRG ENERGY INC	6,833.		

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
OWENS III INC	6,255.		
ROCKWELL AUTOMATION INC	6,329.	6,329.	7,117.
SYMANTEC CORP	6,232.		
TYSON FOODS INC	6,345.	6,345.	10,063.
UNITED HEALTH GROUP INC	6,863.		
B T GROUP PLC ADR	6,205.		
DEUTSCHE BANK	6,235.		
LUKOIL SPON ADR	6,266.		
ORTIX CORP SPONS ADR	6,399.		
FIDELITY CAP TR	43,119.		
ISHARES MSCI EMERG MKTS	76,828.	71,438.	73,512.
T ROWE PRICE MID CAP GRWTH FD	41,703.	51,072.	52,640.
T ROWE PRICE MID CAP VALUE FD	18,207.	50,598.	46,174.
BORG WARNER INC		5,572.	5,055.
BRUNSWICK CORP		5,743.	6,459.
CALIFORNIA RESOURCES CORP		214.	154.
CHEVRON CORPORATION		5,680.	5,497.
DOW CHEMICAL CO		6,241.	7,936.
E O G RES INC		5,669.	5,524.
GILEAD SCIENCES INC		11,346.	14,610.
GOOGLE INC CL C		3,729.	5,790.
HARLEY DAVIDSON INC		5,719.	5,471.
INTERNATIONAL PAPER CO		5,608.	6,269.
ISHARES RUSSELL 1000 GRWTH		28,802.	30,691.
KEYSIGHT TECHNOLOGIES INC		1,724.	2,094.
MEDTRONIC INC		5,633.	7,003.
MYLAN INC		5,440.	6,144.
NAVIENT CORP W D		3,939.	5,683.
NRG ENERGY INC		6,833.	7,600.

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
P P G INDS INC		5,592.	6,703.
PITNEY BOWES INC		5,798.	5,922.
SEMPRA ENERGY		5,659.	6,570.
STRYKER CORP		5,777.	7,263.
VANGUARD 500 INDEX ADMIRAL		38,690.	40,955.
CAMBIAR INTL EQUITY FUND INS		20,932.	19,578.
CAUSEWAY EMERGING MARKETS INST		48,715.	44,595.
NEUBERGER BERMAN LONG SH INS		23,087.	23,403.
ROBECO BOSTON PARTNERS L S RSR		23,262.	23,586.
TOTALS	985,810.	924,259.	1,004,012.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
JPMORGAN 5YR 6/9/15	200,000.	200,000.	278,980.
BARCLAYS BANK 2/6/15	13,514.	14,058.	11,724.
BARCLAYS BANK 4/10/15	91,787.	95,233.	79,040.
BARCLAYS BANK 4/10/15	25,000.	25,000.	48,401.
DRIEHAUS ACTIVE INCOME FUND	14,903.	25,302.	24,726.
ISHARES BARCLAYS TIPS BOND		56,941.	56,565.
LOOMIS SAYLES ABS STRAT Y	20,176.	26,270.	25,476.
NUVEEN CORE PLUS BOND CLASS I	36,436.	31,382.	30,702.
NUVEEN STRATEGIC INCOME I	41,329.	54,806.	53,982.
OPPENHEIMER SR FLOAT RATE Y	42,315.	34,471.	33,671.
PIMCO TOTAL RETURN FUND INST	75,185.		
RBC 2YR EEM TW MTN 5/14/14	30,000.		
RBC 2YR SPX TW MTN 5/14/14	30,000.		
BMO 2YR SPX BR MTN 5/15/15	30,000.	30,000.	31,773.
MICROSOFT CORP 2.950 6/1/2015	15,509.		
JOHN DEERE CAP 0.950 6/29/15	15,162.	15,162.	15,035.
BERKSHIRE HATHAWAY 0.8 2/11/16	15,074.	15,074.	15,030.
NUVEEN HIGH INCOME BD FD	10,215.	26,887.	24,157.
NUVEEN INFLATION PRO SEC FD	15,218.		
NUVEEN SHORT TERM BD FD	73,543.	135,577.	134,645.
TCW EMERGING MKTS INC FD	9,993.		
JPMORGAN 3YR 4/28/16	15,000.	15,000.	11,787.
BMO 2YR EFA BR 3/18/15	15,000.	15,000.	15,630.
BARC 2YR TLT BR 4/29/15	10,000.	10,000.	10,240.
EATON VANCE GLOBAL MACRO FD		24,748.	24,658.
BMO 2Y SPX TW MTN 10/31/2016		20,000.	20,406.
BMO 2Y EFA TW MTN 10/31/2016		25,000.	23,895.
JPM 2Y EFA BR 5/26/2016		25,000.	23,018.
BANK OF MONTREAL 9/30/2016		13,000.	11,924.

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
BMO 2Y EEM TW 5/27/2016			10,000.	9,100.
BMO 2Y EEM TW MTN 10/31/2016			25,000.	23,415.
BARC 3M GME RX MTN 2/5/2015			10,000.	9,136.
JPM 6M BBY RX 5/1/2015			10,000.	10,188.
	TOTALS	845,359.	988,911.	1,057,304.

L & M WILLIAMS FAMILY FOUNDATION 080012214400 26-2029619

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
D.R. EL DORADO LLC	C	1,803,708.	1,811,833.	1,811,833.
JACKSON LIFE INS ANNUITY	C	1,657,792.	1,657,792.	1,234,859.
SURRENDER CHARGE	C	120,000.	120,000.	
TOTALS		3,581,500.	3,589,625.	3,046,692.

FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ROUNDING ADJ	5.
OPTION PREMIUM ADJ	219.
JACKSON LIFE INSURANCE REDEMPTION ADJ	867,947.
TOTAL	868,171.

RECIPIENT NAME:
BAA MENS BASKETBALL
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
BAA MENS FOOTBALL
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
THE CENTER AT BOISE STATE
ADDRESS:
1910 UNIVERSITY DRIVE
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
UNIVERSITY
AMOUNT OF GRANT PAID .... 10,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CHRIST THE KING
ADDRESS:
103 3RD STREET SOUTH
NAMPA, ID 83651
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
CHURCH
AMOUNT OF GRANT PAID .... 127,000.

RECIPIENT NAME:
NATIONAL OLD TIME FIDDLERS
ADDRESS:
115 W IDAHO
WEISER, ID 83672
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
UNIVERSITY OF IDAHO FOUNDATION
GARY HASENOEHRL MEM SCHOLARSHIP
ADDRESS:
709 DEAKIN AVENUE
MOSCOW, ID 83844
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
SCHOLARSHIPS
FOUNDATION STATUS OF RECIPIENT:
FOUNDATION
AMOUNT OF GRANT PAID .... 15,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MIDVALE CHURCH OF CHRIST
ADDRESS:
PO BOX 157
MIDVALE, ID 83645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
CHURCH
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
SAINT ALPHONSUS FOUNDATION
ADDRESS:
1055 N CRTIS ROAD
BOISE, ID 83706
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 27,231.

RECIPIENT NAME:
FELLOWSHIP OF CHRISTIAN ATHLETES
ADDRESS:
6809 LEISURE LANE
NAMPA, ID 83687
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 20,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
CAMUS COUNTY SENIOR CITIZENS INC
ADDRESS:
129 W WILLOW AVE
FAIRFIELD, ID 83327
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNREISTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
CAMPUS CRUSADE FOR CHRIST
ADDRESS:
PO BOX 628222
ORLANDO, FL 32862
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 3,600.

RECIPIENT NAME:
THE COLLEGE OF IDAHO
ADDRESS:
2112 CLEVELAND BLVD
CALDWELL, ID 83605
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 112,500.

RECIPIENT NAME:
IDAHO YOUTH RANCH
ADDRESS:
5465 W IRVING ST
BOISE, ID 83706
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
LOVE, INC
ADDRESS:
16446 FRANKLIN RD
NAMPA, ID 83687
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
DEEP STREAM MINISTRIES
ADDRESS:
2220 COUNTY ROAD 210 WEST STE 108
ST JOHNS, FL 32259
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
BOISE RESCUE MISSION
ADDRESS:
520 FRONT ST
BOISE, ID 83702
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC CHARITY
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
IDAHO FREEDOM FOUNDATION
ADDRESS:
2404 W BAML DR
BOISE, ID 83705
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
FOUNDATION
AMOUNT OF GRANT PAID .... 10,000.

RECIPIENT NAME:
PARMA SCHOOL DISTRICT #137
ADDRESS:
805 E MCCONNELL ST
PARMA, ID 83660
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 12,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
MIDVALE SWIMMING POOL
ADDRESS:
E BRIDGE STREET
MIDVALE, ID 84047
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
BAA WOMENS BASKETBALL
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

RECIPIENT NAME:
MIDVALE EMT'S
ADDRESS:
PO BOX 131
MIDVALE, ID 83645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
BRONCO ATHLETIC ASSOCIATION
ADDRESS:
1910 UNIVERSITY DR
BOISE, ID 83725
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
BOB MADDEN SCHOLARSHIP FUND
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 55,000.

RECIPIENT NAME:
MIDVALE LIBRARY
ADDRESS:
70 E BRIDGE ST
MIDVALE, ID 83645
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
CHRIST THE KING COMM CHURCH INTERN
ADDRESS:
420 MONTOGOMERY ST
SAN FRANCISCO, CA 94104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
UNRESTRICTED
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 550,000.

TOTAL GRANTS PAID: 1,014,831.

SCHEDULE D (Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No 1545-0092

2014

Name of estate or trust: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Employer identification number: 26-2029619

Note: *Form 5227 filers need to complete **only** Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	436,531.	426,881.		9,650.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . ▶	7	9,650.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b ·				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	813,990.	697,695.		116,295.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	22,392.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	138,687.

Part III Summary of Parts I and II
Caution: *Read the instructions* ***before*** *completing this part.*

			(1) Beneficiaries' (see instr)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			9,650.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			138,687.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			4.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			148,337.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and* ***do not*** *complete Part IV If line 19, column (3), is a net loss, complete Part IV and the* ***Capital Loss Carryover Worksheet,*** *as necessary*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 19, column (3) **or b** $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000,* ***or*** *if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the* ***Capital Loss Carryover Worksheet*** *in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the* ***Schedule D Tax Worksheet*** *in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)			21	
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22			
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23			
24	Add lines 22 and 23	24			
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25			
26	Subtract line 25 from line 24. If zero or less, enter -0-			26	
27	Subtract line 26 from line 21. If zero or less, enter -0-			27	
28	Enter the **smaller** of the amount on line 21 or $2,500			28	
29	Enter the **smaller** of the amount on line 27 or line 28			29	
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶				30
31	Enter the **smaller** of line 21 or line 26			31	
32	Subtract line 30 from line 26			32	
33	Enter the **smaller** of line 21 or $12,150			33	
34	Add lines 27 and 30			34	
35	Subtract line 34 from line 33. If zero or less, enter -0-			35	
36	Enter the **smaller** of line 32 or line 35			36	
37	Multiply line 36 by 15% ▶				37
38	Enter the amount from line 31			38	
39	Add lines 30 and 36			39	
40	Subtract line 39 from line 38. If zero or less, enter -0-			40	
41	Multiply line 40 by 20% ▶				41
42	Figure the tax on the amount on line 27 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			42	
43	Add lines 37, 41, and 42			43	
44	Figure the tax on the amount on line 21 Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)			44	
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶				45

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
231. BEST BUY INC	05/21/2013	01/03/2014	9,369.00	5,920.00			3,449.00
121. CATERPILLAR INC	10/08/2013	01/03/2014	10,845.00	10,013.00			832.00
277. CISCO SYS INC	10/08/2013	01/03/2014	6,067.00	6,293.00			-226.00
153. MICROSOFT CORP	07/12/2013	01/03/2014	5,628.00	5,419.00			209.00
149. NETAPP INC	08/14/2013	01/03/2014	6,017.00	6,307.00			-290.00
68. POLARIS INDS INC	05/21/2013	01/03/2014	9,825.00	6,414.00			3,411.00
120. UNITED HEALTH GROUP I	02/07/2013	01/03/2014	9,038.00	6,863.00			2,175.00
84. ADR NOVARTIS AG SPONSO #US66987V1098	10/08/2013	03/24/2014	6,800.00	6,220.00			580.00
216. OWENS ILL INC	10/08/2013	03/24/2014	6,912.00	6,255.00			657.00
364. STAPLES INC COMMON ST	01/03/2014	03/24/2014	4,175.00	5,777.00			-1,602.00
257. SYMANTEC CORP	05/21/2013	03/24/2014	4,798.00	6,232.00			-1,434.00
138. DEUTSCHE BANK AG	08/14/2013	03/24/2014	5,988.00	6,235.00			-247.00
325. ALLIANZ SE A D R	01/03/2014	04/21/2014	5,333.00	5,665.00			-332.00
71. B A S F A G A D R	10/08/2013	04/21/2014	7,817.00	6,756.00			1,061.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2014)

JSA
4X2615 2 000

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
113. B H P BILLITON PLC SP	07/12/2013	04/21/2014	7,248.00	6,128.00			1,120.00
127. B T GROUP P L C A D	05/21/2013	04/21/2014	7,889.00	6,205.00			1,684.00
147.152 NEUBERGER BERMAN L	03/21/2014	04/21/2014	1,861.00	1,864.00			-3.00
424.809 NUVEEN CORE PLUS B	05/13/2013	04/21/2014	4,924.00	5,025.00			-101.00
1718.894 NUVEEN SHORT TERM CL I	10/29/2013	04/21/2014	17,275.00	17,261.00			14.00
107. LUKOIL SPON A D R	08/14/2013	04/21/2014	5,655.00	6,266.00			-611.00
1398.461 OPPENHEIMER SENIO RATE Y	10/29/2013	04/21/2014	11,705.00	11,719.00			-14.00
83. ORIX CORP SPONS A D R	10/08/2013	04/21/2014	5,906.00	6,399.00			-493.00
675.791 P I M C O FDS TOTA	10/29/2013	04/21/2014	7,305.00	7,402.00			-97.00
1165.501 TCW EMERGING MARK FUND	10/29/2013	04/21/2014	9,965.00	9,993.00			-28.00
114. WISDOMTREE JAPAN HEDG	01/03/2014	04/21/2014	5,301.00	5,660.00			-359.00
159. INVESCO LTD	01/03/2014	04/21/2014	5,617.00	5,754.00			-137.00
57. ACE LTD	03/24/2014	04/21/2014	5,743.00	5,648.00			95.00
335.521 NEUBERGER BERMAN L	03/21/2014	04/22/2014	4,258.00	4,251.00			7.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions. Form **8949** (2014)

JSA
4X2615 2 000

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949.*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
1990.05 NUVEEN SHORT TERM I	10/29/2013	04/22/2014	20,000.00	19,911.00			89.00
2098.887 P I M C O FDS TOT	08/14/2013	04/22/2014	22,689.00	22,493.00			196.00
994.135 NUVEEN SHORT TERM I	08/14/2013	05/27/2014	10,001.00	9,915.00			86.00
52.274 T ROWE PRICE MID CA INC	01/03/2014	05/27/2014	1,661.00	1,559.00			102.00
263. SLM CORP	07/12/2013	05/27/2014	2,301.00	2,206.00			95.00
.2369 VERITIV CORP	01/03/2014	08/07/2014	9.00	9.00			
2401.099 NUVEEN INFLATION	09/02/2014	10/02/2014	26,652.00	27,156.00			-504.00
2. VERITIV CORP	01/03/2014	10/02/2014	97.00	72.00			25.00
544.725 DRIEHAUS ACTIVE IN	09/02/2014	12/19/2014	5,660.00	5,858.00			-198.00
671.061 EATON VANCE GLOBAL I	06/13/2014	12/19/2014	6,261.00	6,275.00			-14.00
494.481 NEUBERGER BERMAN L	11/25/2014	12/19/2014	6,404.00	6,493.00			-89.00
1103.907 NUVEEN STRATEGIC	09/02/2014	12/19/2014	12,353.00	12,749.00			-396.00
3024.194 NUVEEN SHORT TERM CL I	09/02/2014	12/19/2014	30,000.00	30,383.00			-383.00
858.223 OPPENHEIMER SENIOR RATE I	10/02/2014	12/19/2014	6,934.00	7,080.00			-146.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** Department of the Treasury Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

[ ] **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

[ ] **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

[X] **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
423.663 ROBECO BOSTON PART RSRCH	11/25/2014	12/19/2014	6,482.00	6,500.00			-18.00
83.024 T ROWE PRICE SC STO	11/25/2014	12/19/2014	3,650.00	3,898.00			-248.00
176.435 SCOUT INTERNATIONA	09/02/2014	12/19/2014	5,792.00	6,579.00			-787.00
368.402 VANGUARD 500 INDEX	11/25/2014	12/19/2014	70,321.00	67,801.00			2,520.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			436,531.	426,881.			9,650.

Note If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side	Social security number or taxpayer identification number
L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- [ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
109. CITIGROUP INC	02/03/2012	01/03/2014	5,762.00	3,624.00			2,138.00
133.339 AMERICAN EUROPACIF	07/08/2010	01/03/2014	6,451.00	5,038.00			1,413.00
74.764 AMERICAN EUROPACIFI	10/20/2011	01/03/2014	3,617.00	2,678.00			939.00
228. MFC ISHARES TR MSCI E	11/20/2012	01/03/2014	15,020.00	12,162.00			2,858.00
274. MAXIM INTEGRATED PROD	09/24/2012	01/03/2014	7,823.00	7,274.00			549.00
140.316 NUVEEN LARGE CAP G I	11/20/2012	01/03/2014	5,666.00	4,967.00			699.00
128.787 T ROWE PRICE SC ST	11/20/2012	01/03/2014	5,700.00	4,495.00			1,205.00
24. MIDCAP SPDR TRUST SERI	11/20/2012	01/03/2014	5,806.00	4,269.00			1,537.00
154.868 SCOUT INTERNATIONA	06/04/2009	01/03/2014	5,676.00	3,706.00			1,970.00
89. UNITED TECHNOLOGIES CO	02/03/2012	01/03/2014	10,035.00	7,243.00			2,792.00
99. ACE LTD	10/20/2011	01/03/2014	10,025.00	6,663.00			3,362.00
242. NIELSEN NV	03/23/2012	01/03/2014	10,975.00	7,347.00			3,628.00
237.445 AMERICAN EUROPACIF	09/24/2012	03/21/2014	11,419.00	9,494.00			1,925.00
319.025 SCOUT INTERNATIONA	03/23/2012	03/21/2014	11,440.00	10,059.00			1,381.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

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L & M WILLIAMS FAMILY FOUNDATION 080012214400	26-2029619

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Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

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1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
276. CA INC	02/07/2013	03/24/2014	8,354.00	6,828.00			1,526.00
112. CITIGROUP INC	02/03/2012	03/24/2014	5,584.00	3,724.00			1,860.00
135.026 FIDELITY CAP TR AP	02/06/2013	03/24/2014	4,939.00	4,164.00			775.00
246. ISHARES MSCI EMERGING	02/06/2013	03/24/2014	9,616.00	11,245.00			-1,629.00
167. MERCK AND CO INC	02/07/2013	03/24/2014	8,949.00	6,849.00			2,100.00
174. MONDELEZ INTERNATIONA	08/24/2012	03/24/2014	5,871.00	4,719.00			1,152.00
216.431 VANGUARD WINDSOR I ADMIRAL 573	12/19/2012	03/24/2014	14,343.00	11,428.00			2,915.00
116. WELLS FARGO & CO NEW	10/05/2011	03/24/2014	5,671.00	2,808.00			2,863.00
909.042 FIDELITY CAP TR AP	02/06/2013	04/21/2014	32,380.00	28,035.00			4,345.00
874.926 HIGHLAND LONG SHOR	07/28/2011	04/21/2014	10,630.00	9,907.00			723.00
325. ISHARES MSCI EMERGING	02/06/2013	04/21/2014	13,581.00	13,655.00			-74.00
422. MFC ISHARES TR MSCI E	02/07/2013	04/21/2014	28,463.00	24,510.00			3,953.00
112. NESTLE S A SPONSORED REG SH	10/05/2011	04/21/2014	8,524.00	6,083.00			2,441.00
1157.153 NUVEEN CORE PLUS	01/25/2013	04/21/2014	13,411.00	13,782.00			-371.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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860.271 NUVEEN LARGE CAP G I	02/07/2013	04/21/2014	33,826.00	31,011.00			2,815.00
2852.471 P I M C O FDS TOT	11/20/2012	04/21/2014	30,835.00	32,997.00			-2,162.00
236.943 T ROWE PRICE MID C #64	02/07/2013	04/21/2014	17,453.00	14,297.00			3,156.00
509.156 T ROWE PRICE SC ST	02/07/2013	04/21/2014	22,607.00	18,569.00			4,038.00
437.195 T ROWE PRICE MID C INC	03/05/2012	04/21/2014	13,527.00	9,754.00			3,773.00
438.804 TFS MARKET NEUTRAL	06/24/2011	04/21/2014	6,635.00	6,714.00			-79.00
832.643 VANGUARD WINDSOR I ADMIRAL 573	11/20/2012	04/21/2014	55,787.00	42,506.00			13,281.00
879.658 ABERDEEN FDS EMRGN	02/06/2013	04/22/2014	13,177.00	13,614.00			-437.00
427.652 AMERICAN EUROPACIF	03/23/2012	04/22/2014	21,139.00	15,721.00			5,418.00
354.085 FIDELITY CAP TR AP	02/06/2013	04/22/2014	12,797.00	10,920.00			1,877.00
350.801 HIGHLAND LONG SHOR	07/28/2011	04/22/2014	4,283.00	3,971.00			312.00
320.626 NUVEEN LARGE CAP G I	11/20/2012	04/22/2014	12,726.00	11,350.00			1,376.00
1077.721 P I M C O FDS TOT	01/25/2013	04/22/2014	11,650.00	12,136.00			-486.00
102.799 T ROWE PRICE MID C #64	02/07/2013	04/22/2014	7,629.00	6,203.00			1,426.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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1 (a) Description of property (Example 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions. (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
254.841 T ROWE PRICE SC ST	02/07/2013	04/22/2014	11,430.00	9,015.00			2,415.00
247.441 T ROWE PRICE MID C INC	01/05/2012	04/22/2014	7,705.00	4,271.00			3,434.00
312.386 VANGUARD WINDSOR I ADMIRAL 573	11/20/2012	04/22/2014	20,995.00	15,947.00			5,048.00
30000. RBC 2YR SPX TW MTN 5/14/14	05/10/2012	05/14/2014	41,498.00	30,000.00			11,498.00
30000. RBC 2YR EEM TW MTN 5/14/14	05/10/2012	05/14/2014	30,845.00	30,000.00			845.00
322.997 ABERDEEN FDS EMRGN	11/20/2012	05/27/2014	4,955.00	4,803.00			152.00
867.303 NUVEEN STRATEGIC I	12/19/2012	05/27/2014	10,000.00	9,957.00			43.00
641.574 NUVEEN CORE PLUS B	12/19/2012	05/27/2014	7,500.00	7,641.00			-141.00
170.379 T ROWE PRICE MID C #64	02/07/2013	05/27/2014	12,717.00	10,281.00			2,436.00
192.546 T ROWE PRICE SC ST	11/20/2012	05/27/2014	8,528.00	6,720.00			1,808.00
251.631 T ROWE PRICE MID C INC	07/16/2009	05/27/2014	7,994.00	4,182.00			3,812.00
462.235 SCOUT INTERNATIONA	03/23/2012	05/27/2014	17,449.00	13,476.00			3,973.00
225.895 TFS MARKET NEUTRAL	06/24/2011	05/27/2014	3,467.00	3,456.00			11.00
15000. MICROSOFT CORP 6/01/14	02/21/2013	06/01/2014	15,000.00	15,510.00			-510.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts) Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side: L & M WILLIAMS FAMILY FOUNDATION 080012214400

Social security number or taxpayer identification number: 26-2029619

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Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- [ ] **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- [ ] **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- [X] **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
50000. F H L B DEB 6/13/14	06/10/2008	06/13/2014	50,000.00	50,693.00			-693.00
1270.254 NUVEEN INFLATION	05/03/2013	10/02/2014	14,100.00	15,218.00			-1,118.00
.8 CALIFORNIA RESOURCES CO	08/14/2013	12/23/2014	5.00	6.00			-1.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			813,990.	697,695.			116,295.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form **8868**

(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ File a separate application for each return.

▶ *Information about Form 8868 and its instructions is at www.irs.gov/form8868.*

OMB No. 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ [X]
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

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

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

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

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

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. L & M WILLIAMS FAMILY FOUNDATION 080012214400	Employer identification number (EIN) or 26-2029619
	Number, street, and room or suite no. If a P.O. box, see instructions PO BOX 0634	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions MILWAUKEE, WI 53201-0634	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0][4]

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

- The books are in the care of ▶ US BANK

  Telephone No. ▶ (503)464-3580   FAX No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17 , 20 15 , to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ [X] calendar year 20 14 or

▶ [ ] tax year beginning ________, 20 ___, and ending ________, 20 ___.

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

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	**3a**	$ 3,023.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	**3b**	$ 4,776.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	**3c**	$

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