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Return of Private Foundation

2014

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Department of the Treasury
Internal Revenue Service

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

For calendar year 2014 or tax year beginning

, and ending

Name of foundation HAROLD AND RACHEL MCMILLEN FOUNDATION		A Employer identification number 35-6011494			
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		B Telephone number (see instructions) (888) 730-4933			
City or town Winston Salem		State NC	ZIP code 27101-3818		
Foreign country name		Foreign province/state/county	Foreign postal code		
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 762,950	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) (Part I, column (d) must be on cash basis)				
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1 Contributions, gifts, grants, etc., received (attach schedule)					
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		20,624	19,713		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		11,565			RECEIVED
b Gross sales price for all assets on line 6a	263,314				
7 Capital gain net income (from Part IV, line 2)			11,565		MAY 18 2015
8 Net short-term capital gain					5
9 Income modifications					
10a Gross sales less returns and allowances					OGDEN U/T
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		32,189	31,278	0	
Operating and Administrative Expenses					
13 Compensation of officers, directors, trustees, etc.		11,932	8,949	2,983	
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)		660		660	
c Other professional fees (attach schedule)		795		795	
17 Interest					
18 Taxes (attach schedule) (see instructions)		1,226	313		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)					
24 Total operating and administrative expenses.					
Add lines 13 through 23		14,613	9,262	0	4,438
25 Contributions, gifts, grants paid		53,068			53,068
26 Total expenses and disbursements. Add lines 24 and 25		67,681	9,262	0	57,506
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		-35,492			
b Net investment income (if negative, enter -0-)			22,016		
c Adjusted net income (if negative, enter -0-)				0	

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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
	1	Cash—non-interest-bearing	2,142	882	882
	2	Savings and temporary cash investments	10,951	9,348	9,348
	3	Accounts receivable ►			
		Less: allowance for doubtful accounts ►			
	4	Pledges receivable ►			
		Less: allowance for doubtful accounts ►			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ►			
		Less: allowance for doubtful accounts ►			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ►			
		Less accumulated depreciation (attach schedule) ►			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	680,098	645,967	752,718
	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 1)	693,191	656,197	762,948
	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ►)			
	23	Total liabilities (add lines 17 through 22)	0	0	
		Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	693,191	656,197	
	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)	693,191	656,197	
	31	Total liabilities and net assets/fund balances (see instructions)	693,191	656,197	

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	693,191
2	Enter amount from Part I, line 27a	2	-35,492
3	Other increases not included in line 2 (itemize) ► Mutual Fund & CTF Income Additions	3	901
4	Add lines 1, 2, and 3	4	658,600
5	Decreases not included in line 2 (itemize) ► See Attached Statement	5	2,403
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	656,197

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)			(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Attached Statement					
b See Attached Statement					
c See Attached Statement					
d See Attached Statement					
e See Attached Statement					
(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			0		
b			0		
c			0		
d			0		
e			0		
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))		
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any			
a			0		
b			0		
c			0		
d			0		
e			0		
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	11,565	
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	0	

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	36,461	779,985	0.046746
2012	36,195	761,960	0.047502
2011	37,027	778,441	0.047566
2010	32,129	734,677	0.043732
2009	31,483	677,642	0.046460

2 Total of line 1, column (d)	2	0 232006
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 046401
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	782,010
5 Multiply line 4 by line 3	5	36,286
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	220
7 Add lines 5 and 6	7	36,506
8 Enter qualifying distributions from Part XII, line 4	8	57,506

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 ► <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)	1	220
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		
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-)		
3	Add lines 1 and 2	3	220
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	220
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	655
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d	7	655
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> 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	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	435
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ► 220 Refunded ►	11	215

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>	1b	X
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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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	N/A
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T</i>	5	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? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	7	X
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ► IN		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>	9	X
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	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? Website address ► N/A	13	X
14	The books are in care of ► WELLS FARGO BANK N A Telephone no. ► 888-730-4933 Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818		
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 N/A		
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? 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 ►	16	Yes X No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes	<input type="checkbox"/> 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)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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)? Organizations relying on a current notice regarding disaster assistance check here ►	1b	X
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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
	If "Yes," list the years ► 20, 20, 20, 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► 20, 20, 20, 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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	N/A
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)

5a	During the year did the foundation pay or incur any amount to:	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	X
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?			
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	7b	
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?			

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
Wells Fargo Bank, N.A. X Winston Salem, NC 27101-3818	Trustee	4.00	11,932	

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

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

Total number of other employees paid over \$50,000				0

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)
3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."

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

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	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	769,573
b	Average of monthly cash balances	1b	24,346
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	793,919
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	793,919
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	11,909
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	782,010
6	Minimum investment return. Enter 5% of line 5	6	39,101

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ► and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	39,101
2a	Tax on investment income for 2014 from Part VI, line 5	2a	220
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	220
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	38,881
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	38,881
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	38,881

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	57,506
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the	3a	
a	Suitability test (prior IRS approval required)	3b	
b	Cash distribution test (attach the required schedule)	4	57,506
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	220
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)	6	57,286
6	Adjusted qualifying distributions. Subtract line 5 from line 4		

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				38,881
2 Undistributed income, if any, as of the end of 2014:			33,540	
a Enter amount for 2013 only				
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ ____ 57,506			33,540	
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				23,966
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015			0	14,915
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

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				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				0
c	Qualifying distributions from Part XII, line 4 for each year listed				0
d	Amounts included in line 2c not used directly for active conduct of exempt activities				0
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3	Complete 3a, b, or c for the alternative test relied upon:				
a	"Assets" alternative test—enter:				
(1)	Value of all assets				0
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
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)				0
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3)	Largest amount of support from an exempt organization				0
(4)	Gross investment income				0

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).)

NONE

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.

NONE**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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
See Attached Statement				
Total				► 3a 53,068
b Approved for future payment				
NONE				
Total				► 3b 0

Part XVI-A | Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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						
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						
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue: a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)			0		32,189	0
13 Total. Add line 12, columns (b), (d), and (e)					13	32,189

(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	

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ALZHEIMER'S ASSOCIATION

Street

6324 CONSTITUTION DR

City FORT WAYNE	State IN	Zip Code 46804	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution TO COVER COSTS OF EDUCATIONAL PROGRAMS	Amount 5,000
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Name

DOWN SYNDROME ASSOCIATION OF NORTHEAST INDIANA, INC.

Street

2927 JEWETT ST

City HIGHLAND	State IN	Zip Code 46322	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution TECHNOLOGY UPDATE	Amount 2,000
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Name

HAROLD W MCMILLEN CENTER FOR HEALTH EDUCATION

Street

600 JIM KELLEY BLVD

City FORT WAYNE	State IN	Zip Code 46816	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution OPERATING FUNDS FOR HEALTH EDUCATION PROGRAMMING	Amount 15,000
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Name

TURNSTONE CENTER FOR CHILDREN AND ADULTS WITH DISABILITIES, INC

Street

3320 N CLINTON ST

City FORT WAYNE	State IN	Zip Code 46805	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution PURCHASE NU-STEP T5 RECUMBENT CROSS TRAINER	Amount 8,918
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Name

VINCENT VILLAGE INC.

Street

2827 HOLTON AVE

City FORT WAYNE	State IN	Zip Code 46806	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution PURCHASE SAGE 50 FUNDRAISING SOFTWARE	Amount 4,650
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Name

BRIDGE OF GRACE INC.

Street

3501 SYCAMORE SCHOOL RD STE 125

City FORT WORTH	State TX	Zip Code 76133	Foreign Country
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Relationship NONE	Foundation Status PC		
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Purpose of grant/contribution GENERAL OPERATING SUPPORT	Amount 2,500
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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CRIME VICTIM CARE OF ALLEN COUNTY IN

Street

2456 LAKE AVE

City FORT WAYNE	State IN	Zip Code 46805	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING SUPPORT	Amount 5,000
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Name

INTERFAITH HOSPITALITY NETWORK OF GREATER FORT WAYNE

Street

2605 GARY ST

City FORT WAYNE	State IN	Zip Code 46803	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution GENERAL OPERATING SUPPORT	Amount 5,000
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Name

SHEPHERDS HOUSE

Street

519 TENNESSEE AVE

City FORT WAYNE	State IN	Zip Code 46805	Foreign Country
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Relationship NONE	Foundation Status PC
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Purpose of grant/contribution CAPITAL SUPPORT	Amount 5,000
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Name**Street**

City	State	Zip Code	Foreign Country
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Relationship	Foundation Status
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Purpose of grant/contribution	Amount
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Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to Include in Part IV	Description	CUSIP #	Purchaser	Cost of Other Basis and Expenses		Capital Gains/Losses		Gross Sales		Cost of Other Basis and Expenses		Capital Gains/Losses	
				253,314		0		251,749		0		253,314	
				Other Sales		Depreciation		Other Sales		Depreciation		Other Sales	
1	SPDR DJ WILSHIRE INTERNAL	78463X863		6/16/2014	1,355	7/21	1,271	6/16/2014	662	7/21	662	6/16/2014	0
2	X AMEX HEALTH CARE SPDR	81369Y209		10/14/2013		350		12/29/2014	-388	-214	-214	12/29/2014	59
3	X AMEX MATERIALS SPDR	81369Y209		9/27/2010		12/29/2014	-909	12/29/2014	-649	1,235	1,235	12/29/2014	54
4	X CONSUMER STAPLES SECTO	81369Y308		10/23/2014		1,199		12/29/2014	-483	563	563	12/29/2014	174
5	X AMEX CONSUMER DISER SPDR	81369Y407		8/5/2009		12/29/2014	-923	12/29/2014	-1,199	1,199	1,199	12/29/2014	260
6	X AMEX ENERGY SELECT SPDR	81369Y506		10/14/2013		1,512		12/29/2014	-1,454	1,745	1,745	12/29/2014	29
7	X FINANCIAL SELECT SECTOR	81369Y605		10/14/2013		8/15/2014	-3,583	8/15/2014	-3,583	3,755	3,755	8/15/2014	716
8	X MERGER FD SH BEN INT #260	568509108		7/19/2013		6/16/2014	-4,000	6/16/2014	-4,114	4,114	4,114	6/16/2014	360
9	X ASG GLOBAL ALTERNATIVES	63872TB85		7/19/2013		6/16/2014	-874	6/16/2014	-492	492	492	6/16/2014	58
10	X ASG GLOBAL ALTERNATIVES	63872TB85		6/16/2014		6/16/2014	-500	6/16/2014	-709	709	709	6/16/2014	39
11	X NEUBERGER BERMAN LONG	6128R608		10/23/2014		10/31/2014	-13,210	12/16/2014	-12,650	0	0	12/16/2014	162
12	X NUVEEN HIGH YIELD MUNI B	61065Q772		5/6/2014		6/16/2014	-400	6/16/2014	-392	0	0	6/16/2014	-114
13	X NUVEEN HIGH YIELD MUNI B	61065Q772		8/19/2011		10/23/2014	-1,054	8/19/2011	-1,014	0	0	8/19/2011	2
14	X NUVEEN HIGH YIELD MUNI B	61065Q772		9/27/2010		12/29/2014	-7,657	9/27/2010	-7,540	0	0	9/27/2010	8
15	X NUVEEN HIGH YIELD MUNI B	61065Q772		8/19/2011		12/29/2014	-1,341	12/29/2014	-1,296	0	0	12/29/2014	45
16	X PIMCO FOREIGN BD USD	6633900882		11/27/2012		5/12/2014	-546	5/12/2014	-588	0	0	5/12/2014	-42
17	X PIMCO FOREIGN BD USD	6633900882		11/27/2012		5/12/2014	-1,720	5/12/2014	-1,673	0	0	5/12/2014	560
18	X RIDGEWORTH SEIX HY BD-#	76628TB645		10/17/2013		5/1/2014	-297	2/17/2013	-296	0	0	2/17/2013	8
19	X RIDGEWORTH SEIX HY BD-#	76628TB645		10/17/2013		5/1/2014	-2,387	5/1/2014	-2,315	0	0	5/1/2014	40
20	X LAUDIUS MONDIAN INTL F-#	51855Q655		10/17/2013		6/16/2014	-421	6/16/2014	-416	0	0	6/16/2014	117
21	X LAUDIUS MONDIAN INTL F-#	51855Q655		5/5/2014		6/16/2014	-312	6/16/2014	-308	0	0	6/16/2014	45
22	X LAUDIUS MONDIAN INTL F-#	51855Q655		11/27/2012		6/16/2014	-3,987	6/16/2014	-3,880	0	0	6/16/2014	-42
23	X MERGER FD SH BEN INT F-#	568509108		12/23/2010		6/16/2014	-5,870	6/16/2014	-5,755	0	0	6/16/2014	47
24	X MERGER FD SH BEN INT F-#	568509108		12/23/2010		6/16/2014	-1,572	6/16/2014	-1,527	0	0	6/16/2014	1
25	X MERGER FD SH BEN INT F-#	568509108		12/23/2010		6/16/2014	-246	6/16/2014	-240	0	0	6/16/2014	72
26	X RIDGEWORTH SEIX HY BD-#	76628TB645		10/17/2013		7/19/2013	-5,846	7/19/2013	-6,079	0	0	7/19/2013	5
27	X RIDGEWORTH SEIX HY BD-#	76628TB645		10/17/2013		7/19/2013	-1,098	7/19/2013	-1,132	0	0	7/19/2013	4
28	X RIDGEWORTH SEIX HY BD-#	76628TB645		12/28/2009		12/28/2009	-20,096	12/28/2009	-18,685	0	0	12/28/2009	87
29	X RIDGEWORTH SEIX HY BD-#	76628TB645		11/26/2010		11/26/2010	-406	11/26/2010	-412	0	0	11/26/2010	115
30	X RIDGEWORTH SEIX HY BD-#	76628TB645		11/26/2010		11/26/2010	-830	11/26/2010	-783	0	0	11/26/2010	45
31	X RIDGEWORTH SEIX HY BD-#	76628TB645		11/26/2010		11/26/2010	-298	11/26/2010	-280	0	0	11/26/2010	6
32	X RIDGEWORTH SEIX HY BD-#	76628TB645		11/26/2010		11/26/2010	-795	11/26/2010	-756	0	0	11/26/2010	-233
33	X RIDGEWORTH SEIX HY BD-#	76628TB645		11/26/2010		11/26/2010	-1,785	11/26/2010	-1,345	0	0	11/26/2010	-34
34	X RIDGEWORTH SEIX HY BD-#	76628TB645		12/28/2009		12/28/2009	-20,096	12/28/2009	-18,685	0	0	12/28/2009	114
35	X T ROWE PRICE INST FLOAT H	77958B402		1/31/2014		1/31/2014	-3,535	1/31/2014	-3,676	0	0	1/31/2014	-6
36	X SPDR DJ WILSHIRE INTERNAL	78463X863		3/1/2013		7/17/2013	-85	7/17/2013	-88	0	0	7/17/2013	-47
37	X AMEX INDUSTRIAL SPDR	81369Y704		10/4/2013		10/23/2014	-1,356	10/23/2014	-1,332	0	0	10/23/2014	6
38	X AMEX TECHNOLOGY SELECT	81369Y704		5/1/2014		10/23/2014	-6,030	10/23/2014	-5,961	0	0	10/23/2014	219
39	X VANGUARD INTERMEDIATE T	921937619		3/1/2012		5/1/2014	-1,923	5/1/2014	-1,948	0	0	5/1/2014	-440
40	X VANGUARD INTERMEDIATE T	921937619		3/1/2012		5/1/2014	-5,892	5/1/2014	-6,126	0	0	5/1/2014	-234
41	X VANGUARD INTERMEDIATE T	921937619		3/1/2012		9/11/2014	-3,535	9/11/2014	-3,676	0	0	9/11/2014	-141
42	X VANGUARD INTERMEDIATE T	921937619		3/1/2012		10/23/2014	-1,356	10/23/2014	-1,356	0	0	10/23/2014	-3
43	X VANGUARD INTERMEDIATE T	921937619		3/1/2012		10/31/2014	-6,030	10/31/2014	-6,030	0	0	10/31/2014	34
44	X VANGUARD INTERMEDIATE T	921937619		5/1/2014		11/2/2011	-795	11/2/2011	-795	0	0	11/2/2011	69
45	X VANGUARD SHORT TERM BO	921937622		2/24/2012		5/1/2014	-1,785	5/1/2014	-1,785	0	0	5/1/2014	-25
46	X VANGUARD SHORT TERM BO	921937622		5/2/2012		5/2/2012	-7,372	5/2/2012	-7,459	0	0	5/2/2012	-87
47	X VANGUARD SHORT TERM BO	921937622		9/18/2012		9/18/2012	-3,766	9/18/2012	-3,825	0	0	9/18/2012	-59
48	X VANGUARD SHORT TERM BO	921937622		3/1/2012		10/14/2013	-85	10/14/2013	-88	0	0	10/14/2013	-144
49	X VANGUARD SHORT TERM BO	921937622		3/1/2012		10/14/2013	-7,383	10/14/2013	-7,458	0	0	10/14/2013	-75
50	X VANGUARD SHORT TERM BO	921937622		1/21/2011		10/31/2014	-2,407	10/31/2014	-2,415	0	0	10/31/2014	-8
51	X VANGUARD FSE DEVELOPE	921937622		2/1/2013		2/1/2013	-2,933	2/1/2013	-2,197	0	0	2/1/2013	-196
52	X VANGUARD FSE EMERGING	922042558		2/1/2013		2/1/2013	-699	2/1/2013	-980	0	0	2/1/2013	-81
53	X VANGUARD FSE EMERGING	922042558		8/5/2009		6/16/2014	-1,601	6/16/2014	-1,648	0	0	6/16/2014	-47
54	X VANGUARD REIT VIPER	922042558		8/5/2009		6/16/2014	-2,510	6/16/2014	-2,514	0	0	6/16/2014	-4
55	X VANGUARD REIT VIPER	922042558		5/1/2014		5/1/2014	-509	5/1/2014	-497	0	0	5/1/2014	12
56	X VANGUARD REIT VIPER	922042558		10/1/2013		5/1/2014	-727	5/1/2014	-671	0	0	5/1/2014	56
57	X VANGUARD REIT VIPER	922042558		10/1/2013		5/1/2014	-509	5/1/2014	-461	0	0	5/1/2014	48
58	X VANGUARD REIT VIPER	922042558		5/1/2014		5/1/2014	-145	5/1/2014	-68	0	0	5/1/2014	77
59	X CREDIT SUISSE COMM RET S	922042558		8/5/2009		6/16/2014	-1,937	6/16/2014	-2,273	0	0	6/16/2014	-316
60	X CREDIT SUISSE COMM RET S	922042558		12/23/2010		12/23/2010	-12,100	12/23/2010	-14,347	0	0	12/23/2010	-247
61	X DIAMOND HILL LONG-SHORT	922042558		12/23/2010		12/23/2010	-954	12/23/2010	-702	0	0	12/23/2010	252
62	X DIAMOND HILL LONG-SHORT	922042558		12/23/2010		12/23/2010	-600	12/23/2010	-415	0	0	12/23/2010	185
63	X DIAMOND HILL LONG-SHORT	922042558		10/23/2014		10/23/2014	-15,988	10/23/2014	-16,852	0	0	10/23/2014	-4,546
64	X DIAMOND HILL LONG-SHORT	922042558		8/5/2009		6/16/2014	-1,937	6/16/2014	-2,273	0	0	6/16/2014	-316
65	X DREYFUS EMG MKT DEBT LO	251980494		9/27/2010		6/16/2014	-9,400	9/27/2010	-9,585	0	0	9/27/2010	-185
66	X DREYFUS INTERNAT BOND	251980494		5/5/2014		6/16/2014	-4,000	5/5/2014	-4,174	0	0	5/5/2014	2
67	X DREIHAUS ACTIVE INCOME F	262028855		2/1/2013		1/29/2014	-4,079	2/1/2013	-4,079	0	0	2/1/2013	12
68	X DREIHAUS ACTIVE INCOME F	262028855		1/29/2014		1/29/2014	-4,079	1/29/2014	-4,079	0	0	1/29/2014	0
69	X DREIHAUS ACTIVE INCOME F	262028855		1/29/2014		1/29/2014	-4,079	1/29/2014	-4,079	0	0	1/29/2014	0

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Cost of Sale and Cost of Improvements		Depreciation	Adjustments	Net Gain or Loss
											Totals	Gross Sales	Basis and Expenses	Other	
70	X	DRIEHAUS ACTIVE INCOME F	2620288555		7/19/2013	---	6/16/2014	10,892	10,882	---					50
71	X	DRIEHAUS ACTIVE INCOME F	2620288555		5/5/2014	---	6/16/2014	530	589	4,846					1
72	X	EATON VANCE GLOBAL MACH	2779233728		10/17/2013	7/19/2013	7/19/2013	7,348	7,515	7,515					32
73	X	EATON VANCE GLOBAL MACH	2779233728		10/17/2013	10/17/2013	10/23/2014	543	547	3,924					-167
74	X	EATON VANCE GLOBAL MACH	2779233728		10/17/2013	10/23/2014	10/23/2014	3,929	3,929	261					-4
75	X	EATON VANCE GLOBAL MACH	2779233728		5/5/2014	10/23/2014	10/23/2014								5
76	X	EATON VANCE GLOBAL MACH	2779233728		10/17/2013	5/11/2014	5/11/2014	153	150	150					1
77	X	FID ADV EMER MARKETS INC-CL	315920702		10/17/2013	---	6/16/2014	600	576	576					3
78	X	FID ADV EMER MARKETS INC-CL	315920702		10/17/2013	10/17/2013	10/17/2013	1,310	1,220	1,220					24
79	X	ISHARES S&P MID-CAP 400 G	464287606		7/17/2013	2/13/2013	1/29/2014	1,019	868	868					90
80	X	ISHARES S&P MID-CAP 400 G	464287606		2/13/2013	2/13/2013	5/1/2014	4,480	3,721	3,721					151
81	X	ISHARES S&P MID-CAP 400 G	464287606		2/13/2013	1/21/2011	5/1/2014	886	606	606					759
82	X	ISHARES S&P MID-CAP 400 G	464287606		1/21/2011	1/29/2014	1/29/2014	1,587	1,133	1,133					290
83	X	ISHARES S&P MID-CAP 400 V	464287705		1/21/2011	8/5/2009	1/29/2014	2,625	1,231	1,231					464
84	X	ISHARES CORE S&P SMALL-C	464287604		8/5/2009	6/16/2014	6/16/2014								1,394
85	X	ISHARES CORE S&P SMALL-C	464287604		5/5/2014	---	6/16/2014		547	246					301
86	X	JPMORGAN HIGH YIELD FUN	4812020803		5/5/2014	---	6/16/2014		297	297					3
87	X	LAUDUS MONDRIAN INTL F-1	51885Q655		9/27/2010	5/11/2014	3,924		4,241	4,241					-317
88	X	LAUDUS MONDRIAN INTL F-1	51885Q655		1/25/2011	5/1/2014	6,070		6,500	6,500					430
89	X	LAUDUS MONDRIAN INTL F-1	51885Q655		2/4/2011	5/1/2014	748		800	800					-52
90	X	LAUDUS MONDRIAN INTL F-1	51885Q655		2/28/2012	5/1/2014	2,400		2,566	2,566					-166
91	X	LAUDUS MONDRIAN INTL F-1	51885Q655		5/29/2012	5/1/2014	400		423	423					-23

Part I, Line 16b (990-PF) - Accounting Fees

		660	0	0	660
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	660			660

Part I, Line 16c (990-PF) - Other Professional Fees

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)	
1	GRANT ADMIN FEES	795				795

Part I, Line 18 (990-PF) - Taxes

		1,226	313	0	0
	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	313	313		
2	PY Excise Tax Due	655			
3	Estimated Excise Payments	258			

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1	PIMCO FOREIGN BD FD USD H-INST 103	-	-	0	0
2	PRINCIPAL GL MULT STRAT-INST #4684	-	-	16,587	16,766
3	CONSUMER STAPLES SECTOR SPDR TR	-	0	8,162	8,110
4	AMEX FINANCIAL SELECT SPDR	-	0	7,480	12,171
5	AMEX MATERIALS SPDR	-	0	15,746	24,705
6	AMEX TECHNOLOGY SELECT SPDR	-	0	3,963	5,149
7	AMEX ENERGY SELECT SPDR	-	0	22,602	32,666
8	MERGER FUND-INST #301	-	0	10,093	13,220
9	FID ADV EMER MKTS INC- CL 1607	-	0	11,891	11,673
10	ISHARES TR SMALLCAP 600 INDEX FD	-	0	11,425	11,007
11	ISHARES S&P MIDCAP 400 VALUE	-	0	14,608	32,393
12	DREYFUS INTERNATIONAL BOND FD CL 16094	-	0	21,739	30,935
13	ISHARES S&P MIDCAP 400 GROWTH	-	0	17,908	17,162
14	AMEX INDUSTRIAL SPDR	-	0	20,781	31,295
15	AMEX HEALTH CARE SPDR	-	0	13,197	18,615
16	AMEX CONSUMER DISCR SPDR	-	0	12,157	21,266
17	DREYFUS EMG MKT DEBT LOC C-I 6083	-	0	8,624	19,408
18	DREYFUS ACTIVE INCOME FUND	-	0	19,740	16,962
19	ASG GLOBAL ALTERNATIVES-Y 1993	-	0	15,535	15,380
20	VANGUARD REIT VIPER	-	0	16,436	15,971
21	AQR MANAGED FUTURES STR-I	-	0	12,851	30,537
22	VANGUARD EMERGING MARKETS ETF	-	0	11,377	11,629
23	JPMORGAN HIGH YIELD FUND SS 3580	-	0	47,668	49,625
24	EMERSON ELEC CO 4.750% 10/15/15	-	0	27,177	26,411
25	TROWE PRICE INST FLOAT RATE 170	-	0	33,302	36,148
26	VANGUARD BD INDEX FD INC	-	0	11,695	11,400
27	SPDR DJ WILSHIRE INTERNATIONAL REA	-	0	49,412	49,329
28	VANGUARD INTERMEDIATE TERM B	-	0	27,570	28,452
29	VANGUARD EUROPE PACIFIC ETF	-	0	72,670	74,169
30	NEUBERGER BERMAN LONG SH-INS #183	-	0	26,928	27,221
31	CREDIT SUISSE COMM RT ST-CO 2156	-	0	34,931	26,588

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1 Mutual Fund & CTF Income Additions	1	901
2 Total	2	901

Line 5 - Decreases not included in Part III, Line 2

1 Cost Basis Adjustment	1	29
2 Mutual Fund & CTF Income Subtraction	2	1,984
3 PY Return of Capital Adjustment	3	390
4 Total	4	2,403

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

Part VIII, Line 1 (390-FF) - Compensation of Officers, Directors, Trustees and Other Management												
	Name	Check 'X' if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax	X		Winston Salem	NC	27101-3818		TRUSTEE	400	11,932	11,932	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date	Amount
1 Credit from prior year return	1	0
2 First quarter estimated tax payment	2	164
3 Second quarter estimated tax payment	3	164
4 Third quarter estimated tax payment	4	163
5 Fourth quarter estimated tax payment	5	164
6 Other payments	6	
7 Total	7	655

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1 Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	33,540
2	2	
3	3	
4	4	
5	5	
6	6	
7	7	
8	8	
9	9	
10 Total	10	33,540