



See a Social Security Number? Say Something!
Report Privacy Problems to <https://public.resource.org/privacy>
Or call the IRS Identity Theft Hotline at 1-800-908-4490



Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

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

Name of foundation: DONALD WEESNER CHARITABLE TR UA 35417410. A Employer identification number: 41-6463406. B Telephone number: (651) 466-8040. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$13,217,634. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12), Operating and Administrative Expenses (13-26), and Summary (27-29).

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	25,444	417	417		
	2	Savings and temporary cash investments	41,684	841,571	841,571		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0		
	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 ▶ _____ 0					
	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)	6,047,948 <input type="checkbox"/>	6,244,912	8,927,360		
	c	Investments—corporate bonds (attach schedule)	2,386,422 <input type="checkbox"/>	2,386,422	2,037,230		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	2,253,627 <input type="checkbox"/>	1,282,465	1,406,946		
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
15	Other assets (describe ▶ _____)	<input type="checkbox"/> 6,610	<input type="checkbox"/> 4,110	<input type="checkbox"/> 4,110			
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	10,761,735	10,759,897	13,217,634			
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 ▶ _____)	<input type="checkbox"/> 6,314	<input type="checkbox"/> 2,827			
23	Total liabilities (add lines 17 through 22)	6,314	2,827				
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	15,783,217	15,794,425			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	-5,027,796	-5,037,355				
30	Total net assets or fund balances (see instructions)	10,755,421	10,757,070				
31	Total liabilities and net assets/fund balances (see instructions)	10,761,735	10,759,897				

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	10,755,421
2	Enter amount from Part I, line 27a	2	-9,559
3	Other increases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	3	14,008
4	Add lines 1, 2, and 3	4	10,759,870
5	Decreases not included in line 2 (itemize) ▶ _____ <input type="checkbox"/>	5	2,800
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,757,070

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table			
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	346,017
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 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	598,610	12,653,649	0.047307
2012	492,839	10,741,415	0.045882
2011	805,268	12,127,128	0.066402
2010	470,256	11,830,367	0.03975
2009	442,287	10,645,605	0.041546

2 Total of line 1, column (d).	2	0.240887
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	0.048177
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	13,110,914
5 Multiply line 4 by line 3.	5	631,645
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	6,222
7 Add lines 5 and 6.	7	637,867
8 Enter qualifying distributions from Part XII, line 4.	8	622,797

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	12,445
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	12,445
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	12,445
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	15,540
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	15,540
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	0
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,095
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 3,095 Refunded	11	0

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No		
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No		
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ _____	13	Yes			
14	The books are in care of ▶ <u>U S BANK NATIONAL ASSOCIATION</u> Telephone no ▶ <u>(651) 466-8040</u> Located at ▶ <u>101 EAST 5TH STREET ST PAUL MN</u> ZIP +4 ▶ <u>55101</u>					
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ <table border="1"><tr><td>15</td><td></td></tr></table>	15				
15						
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 instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶ _____	16	Yes	No		

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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			
1b	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)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>	1b		No
1c	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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		
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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>)	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(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</p> <p>(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</p> <p>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</p> <p>Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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 checked="" type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>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</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><i>If "Yes" to 6b, file Form 8870.</i></p> <p>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</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
US BANK NATIONANAL ASSOC 101 EAST 5TH STREET ST PAUL, MN 55101	CORPORATE TRUSTEE 8	120,417		

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	12,468,647
b	Average of monthly cash balances.	1b	841,926
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,310,573
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	13,310,573
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	199,659
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,110,914
6	Minimum investment return. Enter 5% of line 5.	6	655,546

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	655,546
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	12,445
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	12,445
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	643,101
4	Recoveries of amounts treated as qualifying distributions.	4	4,507
5	Add lines 3 and 4.	5	647,608
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	647,608

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	622,797
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	622,797
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	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	622,797

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				647,608
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				0
b From 2010.				0
c From 2011.				1,209
d From 2012.				0
e From 2013.				0
f Total of lines 3a through e.	1,209			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>622,797</u>				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				622,797
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	1,209			1,209
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.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions.		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions.			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				23,602
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).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions).	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2010.	0			
b Excess from 2011.	0			
c Excess from 2012.	0			
d Excess from 2013.	0			
e Excess from 2014.	0			

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Additional Data Table				
Total				3a 596,013
b <i>Approved for future payment</i>				
Total				3b

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include program service revenue, membership dues, interest on savings, dividends, rental income, and other revenue.

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

Table with 2 columns: Line No. and a large text area for explaining the relationship of activities to exempt purposes.

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

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... 1a(1) Cash... 1a(2) Other assets... 1b(1) Sales of assets... 1b(2) Purchases of assets... 1b(3) Rental of facilities... 1b(4) Reimbursement arrangements... 1b(5) Loans or loan guarantees... 1b(6) Performance of services... 1c Sharing of facilities...

Table with 4 columns: (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 Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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. Sign Here Signature of officer or trustee Date 2015-07-23 Title ***** May the IRS discuss this return with the preparer shown below (see instr)? Yes No

Paid Preparer Use Only Print/Type preparer's name DONALD J ROMAN Preparer's Signature Date 2015-07-23 Check if self-employed PTIN P00364310 Firm's name PRICEWATERHOUSECOOPERS LLP Firm's address 600 GRANT STREET PITTSBURGH, PA 15219 Firm's EIN 13-4008324 Phone no (412) 355-6000

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
58 UNISYS CORPORATION		2012-08-28	2014-01-06
124 ASHFORD HOSPITALITY PRIME IN		2013-11-19	2014-01-09
128 HOME BANCSHARES INC		2013-03-15	2014-01-10
16 AZZ INCORPORATED		2012-02-06	2014-01-16
45 AZZ INCORPORATED		2013-06-13	2014-01-16
83 SONIC AUTOMOTIVE INC CLASS A		2011-06-22	2014-01-21
64 SONIC AUTOMOTIVE INC CLASS A		2013-03-19	2014-01-21
68 PROSPERITY BANCSHARES INC		2012-07-03	2014-01-22
68 PROSPERITY BANCSHARES INC		2012-07-25	2014-01-24
140 SONIC AUTOMOTIVE INC CLASS A		2011-03-16	2014-01-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,951		1,227	724
2,211		2,647	-436
4,391		2,366	2,025
653		416	237
1,836		1,910	-74
1,915		1,121	794
1,477		1,494	-17
4,281		2,792	1,489
4,493		2,724	1,769
3,157		1,840	1,317

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			724
			-436
			2,025
			237
			-74
			794
			-17
			1,489
			1,769
			1,317

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
377 CIRRUS LOGIC INC		2013-10-04	2014-01-31
35 LSB INDS INC		2012-07-13	2014-02-03
38 LSB INDS INC		2013-04-12	2014-02-03
82 LSB INDS INC		2012-07-13	2014-02-06
94 LSB INDS INC		2012-06-29	2014-02-14
78 182 NEW MEDIA INVESTMENT GROUP		2014-02-13	2014-02-21
132 PERICOM SEMICONDUCTOR CORP		2009-11-06	2014-02-24
21 QUESTCOR PHARMACEUTICALS		2013-06-11	2014-02-26
99 AUXILIUM PHARMACEUTICALS INC		2013-07-24	2014-03-03
2 BIO-REFERENCE LABS INC		2013-04-12	2014-03-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,555		8,553	-1,998
1,129		1,123	6
1,226		1,243	-17
2,583		2,589	-6
3,049		2,224	825
949		962	-13
1,142		1,415	-273
1,590		962	628
3,052		1,781	1,271
51		48	3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,998
			6
			-17
			-6
			825
			-13
			-273
			628
			1,271
			3

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
153 BIO-REFERENCE LABS INC		2012-11-20	2014-03-04
75 BIO-REFERENCE LABS INC		2013-04-12	2014-03-07
48 ELECTRONICS FOR IMAGING INC		2013-02-25	2014-03-11
476 MYLAN INC		2010-02-12	2014-03-12
165 EPL OIL GAS INC		2012-11-01	2014-03-13
171 RUDOLPH TECHNOLOGIES INC		2012-12-14	2014-03-17
61 CARMIKE CINEMAS INC		2013-11-08	2014-03-19
358 NEWCASTLE INVT CORP		2013-06-17	2014-03-19
725 NEWCASTLE INVT CORP		2012-12-28	2014-03-19
126 RUDOLPH TECHNOLOGIES INC		2012-12-14	2014-03-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,875		4,165	-290
1,863		1,785	78
2,074		1,123	951
25,096		8,682	16,414
6,237		3,674	2,563
1,905		2,103	-198
1,931		1,423	508
1,665		1,963	-298
3,373		2,331	1,042
1,434		1,546	-112

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-290
			78
			951
			16,414
			2,563
			-198
			508
			-298
			1,042
			-112

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
55 CHESAPEAKE LODGING TRUST		2012-06-06	2014-03-20
005 NEW MEDIA INVESTMENT GROUP		2014-02-13	2014-03-20
126 PERICOM SEMICONDUCTOR CORP		2010-10-01	2014-03-24
118 RAMCO GERSHENSON PROPERTIES		2012-01-26	2014-03-24
94 RAMCO GERSHENSON PROPERTIES		2013-07-18	2014-03-24
83 EPL OIL GAS INC		2012-10-16	2014-03-27
53 EPL OIL GAS INC		2013-07-11	2014-03-27
128 RUDOLPH TECHNOLOGIES INC		2012-12-11	2014-03-27
99 1 COMMON SENSE OFFSHORE, LTD		2011-04-01	2014-03-31
290 WABTEC CORP		2012-04-10	2014-04-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,419		991	428
1,035		1,175	-140
1,871		1,314	557
1,490		1,506	-16
3,202		1,832	1,370
2,045		1,695	350
1,402		1,486	-84
13,713		13,713	
22,632		10,604	12,028

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			428
			-140
			557
			-16
			1,370
			350
			-84
			12,028

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
148 RAMCO GERSHENSON PROPERTIES		2012-01-26	2014-04-07
89 QUESTCOR PHARMACEUTICALS		2013-06-13	2014-04-08
137 PERICOM SEMICONDUCTOR CORP		2011-10-04	2014-04-09
142 PERICOM SEMICONDUCTOR CORP		2011-10-04	2014-04-23
146 RAMCO GERSHENSON PROPERTIES		2012-01-11	2014-04-23
48 STONE ENERGY CORP		2012-09-11	2014-04-25
167 TIBCO SOFTWARE INC		2013-12-13	2014-04-25
678 TIBCO SOFTWARE INC		2013-01-25	2014-04-25
41 STONE ENERGY CORP		2011-08-29	2014-04-30
75 AMTRUST FINANCIAL SERVICES		2009-08-12	2014-05-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,400		1,539	861
7,188		4,049	3,139
1,075		1,209	-134
1,123		1,044	79
2,348		1,414	934
2,179		1,234	945
3,218		3,994	-776
13,064		16,150	-3,086
1,963		1,000	963
3,220		807	2,413

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			861
			3,139
			-134
			79
			934
			945
			-776
			-3,086
			963
			2,413

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
220 UNITED THERAPEUTICS CORP		2012-07-20	2014-05-14
67 UNION BANKSHARES CORP		2013-08-12	2014-05-20
PERRIGO CO			2014-05-30
141 MEDASSETS INC		2013-03-19	2014-06-02
111 NETGEAR INC		2013-02-22	2014-06-03
219 PETSMA RT INC		2012-06-07	2014-06-03
55 PETSMA RT INC		2013-12-13	2014-06-03
57 PROTECTIVE LIFE CORP		2011-10-12	2014-06-03
222 PROTECTIVE LIFE CORP		2011-10-12	2014-06-05
72 MYR GROUP INC DE		2013-01-24	2014-06-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
22,727		11,578	11,149
1,640		1,497	143
11			11
3,217		2,749	468
3,619		3,233	386
12,634		14,512	-1,878
3,173		3,994	-821
3,343		983	2,360
15,385		3,761	11,624
1,835		1,619	216

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			11,149
			143
			11
			468
			386
			-1,878
			-821
			2,360
			11,624
			216

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
112 NETGEAR INC		2010-09-15	2014-06-09
109 MYR GROUP INC DE		2013-01-24	2014-06-11
32 SPIRIT AIRLINES INC		2013-02-01	2014-06-16
9 COMMUNITY TR BANCORP INC		2012-05-07	2014-06-18
23 MICROS SYS INC		2013-02-01	2014-06-19
131 MEASUREMENT SPECIALTIES INC		2011-01-18	2014-06-20
44 CARMIKE CINEMAS INC		2013-06-03	2014-06-24
45 MICROS SYS INC		2014-03-05	2014-06-24
102 MICROS SYS INC		2013-02-01	2014-06-24
276 71 COMMON SENSE OFFSHORE, LTD		2011-04-01	2014-06-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,813		2,692	1,121
2,753		2,450	303
1,981		623	1,358
32		27	5
1,510		1,052	458
11,291		3,124	8,167
1,535		813	722
3,050		2,535	515
6,914		3,710	3,204
38,199		38,199	

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,121
			303
			1,358
			5
			458
			8,167
			722
			515
			3,204

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
18 CRANE CO		2007-12-28	2014-07-02
44 ALERE INC		2012-03-19	2014-07-03
101 CHESAPEAKE LODGING TRUST		2012-06-06	2014-07-03
58 VCA INC		2013-09-11	2014-07-03
103 MICROSYS INC		2013-12-13	2014-07-08
272 MICROSYS INC		2008-02-12	2014-07-08
380 SMITH A O CORP		2013-02-21	2014-07-08
41 ALERE INC		2012-01-26	2014-07-09
44 CINEMARK HLDGS INC		2012-06-07	2014-07-09
102 ENTEGRIS INC		2010-12-14	2014-07-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,328		788	540
1,749		1,137	612
3,007		1,816	1,191
2,075		1,655	420
6,978		5,477	1,501
18,426		9,568	8,858
18,222		13,195	5,027
1,526		961	565
1,495		1,000	495
1,421		753	668

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			540
			612
			1,191
			420
			1,501
			8,858
			5,027
			565
			495
			668

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
43 SINCLAIR BROADCAST GROUP INC A		2013-06-20	2014-07-09
35 SPIRIT AIRLINES INC		2013-02-01	2014-07-17
296 UNISYS CORPORATION		2012-11-30	2014-07-25
33 CENTENE CORP		2011-05-11	2014-07-28
100 ARCTIC CAT INC		2013-02-22	2014-07-30
306 GRAPHIC PACKAGING HLDG CO		2013-06-20	2014-08-01
222 INGREDION INC		2013-04-08	2014-08-01
81 INGREDION INC		2013-12-13	2014-08-01
100 ARCTIC CAT INC		2012-12-24	2014-08-05
106 BLUCORA INC		2013-01-09	2014-08-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,498		1,236	262
2,325		681	1,644
6,379		5,659	720
2,457		1,193	1,264
3,626		3,563	63
3,672		2,387	1,285
16,448		16,294	154
6,001		5,355	646
3,521		3,504	17
1,720		1,739	-19

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			262
			1,644
			720
			1,264
			63
			1,285
			154
			646
			17
			-19

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
94 THORATEC CORP		2013-11-04	2014-08-11
72 ALERE INC		2012-01-26	2014-08-12
28 MOOG INC CLASS A		2012-03-29	2014-08-13
163 THORATEC CORP		2013-11-08	2014-08-13
178 JETBLUE AIRWAYS CORP		2014-02-25	2014-08-14
105 DSW INC CL A		2011-12-05	2014-08-15
217 BLUCORA INC		2013-02-22	2014-08-18
101 DSW INC CL A		2011-08-24	2014-08-18
132 ALERE INC		2012-10-05	2014-08-20
177 AUXILIUM PHARMACEUTICALS INC		2013-07-17	2014-08-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,200		3,998	-1,798
2,488		1,687	801
1,885		1,225	660
3,779		6,724	-2,945
2,113		1,631	482
2,868		2,201	667
3,384		3,420	-36
2,767		2,101	666
4,577		2,907	1,670
3,132		3,168	-36

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,798
			801
			660
			-2,945
			482
			667
			-36
			666
			1,670
			-36

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
131 HANGER INC		2010-05-07	2014-08-20
55 HANGER INC		2014-07-10	2014-08-20
174 HANGER INC		2010-05-07	2014-08-27
181 JETBLUE AIRWAYS CORP		2014-02-25	2014-08-27
52 AUXILIUM PHARMACEUTICALS INC		2013-07-17	2014-08-28
104 AUXILIUM PHARMACEUTICALS INC		2013-10-23	2014-08-28
26 SPIRIT AIRLINES INC		2013-02-01	2014-08-28
130 ORBITAL SCIENCES CORP		2013-02-27	2014-09-04
136 UNION BANKSHARES CORP		2013-08-27	2014-09-08
86 AMERICAN EQUITY INVT LIFE HL		2011-01-19	2014-09-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,712		2,417	295
1,139		1,616	-477
3,814		2,888	926
2,228		1,643	585
956		931	25
1,913		1,802	111
1,858		427	1,431
3,515		1,948	1,567
3,214		2,995	219
2,047		1,116	931

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			295
			-477
			926
			585
			25
			111
			1,431
			1,567
			219
			931

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
64 CARMIKE CINEMAS INC		2013-07-17	2014-09-11
74 SABRA HEALTH CARE REIT INC		2012-06-05	2014-09-11
38 SPIRIT AIRLINES INC		2011-12-28	2014-09-11
77 MOOG INC CLASS A		2012-04-23	2014-09-12
184 HUBBELL INC CL B		2012-10-08	2014-09-15
290 JETBLUE AIRWAYS CORP		2014-01-31	2014-09-16
78 SPIRIT AIRLINES INC		2011-12-28	2014-09-16
54 MOOG INC CLASS A		2012-12-27	2014-09-18
82 SABRA HEALTH CARE REIT INC		2013-10-24	2014-09-22
32 SABRA HEALTH CARE REIT INC		2013-09-20	2014-09-22

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,064		1,331	733
2,056		905	1,151
2,709		589	2,120
5,293		3,213	2,080
21,859		15,395	6,464
3,232		2,619	613
5,278		1,209	4,069
3,790		2,176	1,614
2,110		2,120	-10
824		755	69

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			733
			1,151
			2,120
			2,080
			6,464
			613
			4,069
			1,614
			-10
			69

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
75 BUCKLE INC		2013-12-13	2014-09-23
320 BUCKLE INC		2011-09-01	2014-09-23
464 DONALDSON CO INC		2011-04-19	2014-09-23
47 ROSS STORES INC		2013-12-13	2014-09-23
235 ROSS STORES INC		2010-06-29	2014-09-23
117 CELADON GROUP INC		2013-05-21	2014-09-25
151 74 COMMON SENSE OFFSHORE, LTD		2011-04-01	2014-09-30
132 GRAPHIC PACKAGING HLDG CO		2013-06-03	2014-10-02
175 CELADON GROUP INC		2013-04-19	2014-10-03
108 SABRA HEALTH CARE REIT INC		2013-09-20	2014-10-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,435		3,768	-333
14,657		12,675	1,982
18,948		10,318	8,630
3,486		3,365	121
17,431		6,332	11,099
2,308		2,251	57
18,947		18,947	
1,588		1,009	579
3,454		3,222	232
2,654		1,753	901

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-333
			1,982
			8,630
			121
			11,099
			57
			579
			232
			901

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
194 SIGMA ALDRICH CORP		2011-06-15	2014-10-07
29 SIGMA ALDRICH CORP		2013-12-13	2014-10-07
45 ATWOOD OCEANICS INC		2013-10-24	2014-10-10
21 ATWOOD OCEANICS INC		2013-07-11	2014-10-10
51 ROSETTA RESOURCES INC		2014-06-18	2014-10-10
108 SABRA HEALTH CARE REIT INC		2012-01-11	2014-10-10
8 STONE ENERGY CORP		2013-07-11	2014-10-10
40 STONE ENERGY CORP		2014-06-19	2014-10-10
64 TEXAS ROADHOUSE INC		2012-06-07	2014-10-10
122 TEREX CORP		2013-03-07	2014-10-13

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
26,349		13,119	13,230
3,939		2,598	1,341
1,770		2,431	-661
826		1,153	-327
1,947		2,634	-687
2,655		1,267	1,388
195		194	1
975		1,863	-888
1,783		978	805
3,347		3,543	-196

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			13,230
			1,341
			-661
			-327
			-687
			1,388
			1
			-888
			805
			-196

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
39 CRANE CO		2013-11-04	2014-10-14
6 CRANE CO		2007-12-28	2014-10-14
147 GRAPHIC PACKAGING HLDG CO		2013-06-03	2014-10-14
1 KAPSTONE PAPER & PACKAGING CORP		2012-01-30	2014-10-14
57 KAPSTONE PAPER & PACKAGING CORP		2014-06-05	2014-10-14
512 SILICON IMAGE INC		2014-03-12	2014-10-14
33 TENNECO AUTOMOTIVE INC		2014-01-22	2014-10-14
30 TENNECO AUTOMOTIVE INC		2011-06-02	2014-10-14
39 ENERSYS		2013-03-07	2014-10-15
133 TEREX CORP		2012-11-02	2014-10-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,202		2,492	-290
339		263	76
1,636		1,046	590
25		9	16
1,431		1,710	-279
2,298		3,497	-1,199
1,580		1,897	-317
1,436		1,228	208
2,042		1,551	491
3,587		3,117	470

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-290
			76
			590
			16
			-279
			-1,199
			-317
			208
			491
			470

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
82 ATWOOD OCEANICS INC		2012-09-10	2014-10-16
458 JETBLUE AIRWAYS CORP		2014-03-05	2014-10-16
125 MATRIX SERVICE CO		2013-01-25	2014-10-16
373 SILICON IMAGE INC		2014-03-07	2014-10-16
21 AMTRUST FINANCIAL SERVICES		2013-10-16	2014-10-23
89 ATWOOD OCEANICS INC		2011-12-01	2014-10-23
28 AMTRUST FINANCIAL SERVICES		2013-10-16	2014-10-30
63 TRIMAS CORP		2014-02-14	2014-10-30
17 IDACORP INC		2014-10-16	2014-11-03
15 CENTENE CORP		2011-05-11	2014-11-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,168		3,807	-639
4,621		4,037	584
2,676		1,818	858
1,625		2,478	-853
1,062		778	284
3,733		3,863	-130
1,253		1,037	216
1,940		2,211	-271
1,074		963	111
1,394		542	852

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-639
			584
			858
			-853
			284
			-130
			216
			-271
			111
			852

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
82 LA Z BOY INC		2014-01-29	2014-11-04
132 SAPIENT CORP		2013-01-10	2014-11-04
51 AMTRUST FINANCIAL SERVICES		2013-10-16	2014-11-05
163 R F MICRO DEVICES INC		2014-07-25	2014-11-06
63 MICROSEMI CORP		2013-07-22	2014-11-13
385 SAPIENT CORP		2013-02-14	2014-11-13
16 CENTENE CORP		2011-05-11	2014-11-14
135 ENTEGRIS INC		2013-07-17	2014-11-17
98 MOVADO GROUP INC		2014-08-07	2014-11-17
8 ASHFORD INC		2014-11-12	2014-11-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,880		2,291	-411
3,243		1,515	1,728
2,604		706	1,898
2,206		1,784	422
1,693		1,497	196
9,498		4,378	5,120
1,569		578	991
1,800		1,359	441
2,533		4,162	-1,629
834		448	386

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-411
			1,728
			1,898
			422
			196
			5,120
			991
			441
			-1,629
			386

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
75 MOVADO GROUP INC		2014-07-31	2014-11-19
7701 ASHFORD INC		2014-11-12	2014-11-25
56 IDACORP INC		2014-10-16	2014-11-26
136 MASTEC INC		2012-06-29	2014-12-02
231 SANCHEZ ENERGY CORP		2014-05-06	2014-12-02
AMERICAN INTL GROUP INC			2014-12-03
5 JARDEN CORP		2012-10-12	2014-12-04
12 BUFFALO WILD WINGS INC		2012-06-11	2014-12-08
111 CARMIKE CINEMAS INC		2013-07-17	2014-12-10
73 AMERICAN AXLE & MFG HLDGS INC		2011-12-23	2014-12-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,899		3,054	-1,155
90		43	47
3,433		3,172	261
3,055		1,771	1,284
2,358		7,022	-4,664
2,710			2,710
22		12	10
2,017		760	1,257
2,994		2,044	950
1,566		709	857

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,155
			47
			261
			1,284
			-4,664
			2,710
			10
			1,257
			950
			857

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
24 AMTRUST FINANCIAL SERVICES		2009-11-11	2014-12-12
29 BRUNSWICK CORP		2014-08-18	2014-12-12
101 CARMIKE CINEMAS INC		2013-05-28	2014-12-15
24 J2 GLOBAL INC		2012-11-13	2014-12-18
21 CENTENE CORP		2011-05-11	2014-12-19
150 FINISH LINE INC CL A		2014-11-13	2014-12-22
52 AMTRUST FINANCIAL SERVICES		2009-11-11	2014-12-23
15 CENTENE CORP		2011-05-11	2014-12-23
100 FINISH LINE INC CL A		2014-11-06	2014-12-23
36 CHESAPEAKE LODGING TRUST		2013-07-22	2014-12-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,375		248	1,127
1,422		1,238	184
2,578		1,826	752
1,470		731	739
2,214		759	1,455
3,379		4,063	-684
2,805		523	2,282
1,580		542	1,038
2,289		2,670	-381
1,338		847	491

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,127
			184
			752
			739
			1,455
			-684
			2,282
			1,038
			-381
			491

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
105 FINISH LINE INC CL A		2014-11-03	2014-12-24
155 93 COMMON SENSE OFFSHORE, LTD		2011-04-01	2014-12-31
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,386		2,783	-397
18,389		32,396	-14,007
			165,853

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-397
			-14,007

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
WILL STEGER FOUNDATION 2801 21ST AVE SOUTH SUITE 110 MINNEAPOLIS, MN 55402	NONE	PUBLIC	GENERAL SUPPORT	5,000
THE NATURE CONSERVANCY 4245 FAIRFAX DR SUITE 100 ARLINGTON, VA 222031637	NONE	N/A	GENERAL	59,267
MINNESOTA ZOO FOUNDATION 13000 ZOO BLVD APPLE VALLEY, MN 551244621	NONE	PUBLIC	UNRESTRICTED	59,267
MINNEAPOLIS INSTITUTE OF ARTS 2400 3RD AVE S MINNEAPOLIS, MN 55404	NONE	N/A	GENERAL	29,634
MINNESOTA ORCHESTRAL ASSOCIATION 1111 NICOLLET AVE MINNEAPOLIS, MN 55403	NONE	N/A	UNRESTRICTED	29,634
SCIENCE MUSEUM OF MINN 120 KELLOGG BLVD W ST PAUL, MN 55101	NONE	PUBLIC	UNRESTRICTED	59,267
TWIN CITIES PUBLIC TELEVISION 172 EAST FOURTH STREET St Paul, MN 55101	NONE	PUBLIC	GENERAL SUPPORT	94,177
WOLF RIDGE ENVIRONMENTAL LEARNING CENTER 3282 CRANBERRY RD FINLAND, MN 55603	NONE	PUBLIC	GENERAL SUPPORT	25,000
THOMAS IRVING DODGE NATURE CENTER 365 W MARIE AVENUE ST PAUL, MN 55118	NONE	PUBLIC	GENERAL SUPPORT	38,000
UNIVERSITY OF MINNESOTA FOUNDATION 200 OAK STREET SE SUITE 500 MINNEAPOLIS, MN 55455	NONE	PUBLIC	GENERAL SUPPORT	8,500
MINNESOTA LANDSCAPE ARBORETUM 3675 ARBORETUM DRIVE CHASKA, MN 55318	NONE	PUBLIC	GENERAL SUPPORT	8,500
LAKE SUPERIOR ZOOLOGICAL SOCIETY 7210 FREMONT STREET DULUTH, MN 55807	NONE	PUBLIC	GENERAL SUPPORT	32,500
HAWK RIDGE BIRD OBSERVATORY PO BOX 3006 DULUTH, MN 558033006	NONE	PUBLIC	GENERAL SUPPORT	8,500
HARTLEY NATURE CENTER 3001 WOODLAND AVENUE DULUTH, MN 55803	NONE	PUBLIC	GENERAL SUPPORT	8,500
COMO FRIENDS 1225 ESTABROOK DRIVE ST PAUL, MN 55103	NONE	PUBLIC	GENERAL SUPPORT	10,000
Total				596,013

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
BOYS & GIRLS CLUBS OF THE GREATER TWIN CITIES 690 JACKSON STREET ST PAUL, MN 55130	NONE	PUBLIC	GENERAL SUPPORT	6,000
WILD LIFE REHABILITATION CENTER 2530 DALE STREET ROSEVILLE, MN 55113	NONE	PUBLIC	GENERAL SUPPORT	30,000
LAKE SUPERIOR CENTER GREAT LAKES AQUARIUM 353 HARBOR DRIVE DULUTH, MN 55802	NONE	PUBLIC	GENERAL SUPPORT	25,000
COURAGE CENTER ATTN DIRECTOR OF GIFT PLANNING 3915 GOLDEN VALLEY ROAD MINNEAPOLIS, MN 554224249	NONE	N/A	UNRESTRICTED	59,267
Total				596,013

TY 2014 Accounting Fees Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION	1,500			1,500

**TY 2014 Investments Corporate
Bonds Schedule****Name:** DONALD WEESNER CHARITABLE TR UA 35417410**EIN:** 41-6463406

Name of Bond	End of Year Book Value	End of Year Fair Market Value
OPPENHEIMER SR FLOAT RATE Y	300,000	290,311
GENERAL ELEC CAP	208,750	201,464
NUVEEN HIGH INCOME BD	372,520	379,361
DUPONT EI NEMOUR	300,108	300,198
ONTARIO PROVINCE	218,138	215,298
BARCLAYS BANK PLC	200,000	149,386
CREDIT SUISSE COMM RET ST CO	486,906	303,244
INV BALANCE RISK COMM STR Y	300,000	197,968

TY 2014 Investments Corporate Stock Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CISCO SYS INC	120,293	166,890
CLOROX CO	91,737	208,420
EMERSON ELEC CO	65,371	185,190
EXXON MOBIL CORP	112,511	369,800
GENERAL ELEC CO	299,365	252,700
GENERAL MILLS INC	90,457	293,315
HONEYWELL INTL INC	83,861	199,840
INTEL CORP	98,250	181,450
JOHNSON & JOHNSON	96,737	261,425
MEDTRONIC INC	96,000	216,600
MICROSOFT CORP	141,500	185,800
NORFOLK SOUTHN CORP	67,000	219,220
PFIZER INC	329,040	311,500
PROCTER & GAMBLE CO	137,412	273,270
TARGET CORP	134,860	455,460
WELLS FARGO & CO	131,241	383,740
3M CO	59,913	246,480
BEMIS INC	85,751	135,630
STATE STR CORP	136,319	235,500
P G & E CORP	122,136	159,720
BLUCORA INC		
CHURCH AND DWIGHT INC	8,760	24,037
CRANE CO	3,765	5,048
F M C CORP	10,500	15,512
I SHARES M S C I E A F E INDEX	698,338	532,350
I SHARES MSCI EMERGING MKTS	302,232	282,888
HUNT J B TRANS SVC INC	14,851	22,748
IDEXX LABS INC	12,592	29,061
MICROS SYS INC		
CORE LABS N V	6,545	12,636

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CELADON GROUP INC		
OREILLY AUTOMOTIVE INC	7,059	30,627
SIGNATURE BK	6,858	23,932
VCA ANTECH INC	8,494	14,777
J2 GLOBAL COMMUNICATIONS INC	4,996	12,152
WABASH NATL CORP	8,128	9,394
RAYMOND JAMES FINL INC	18,113	23,317
GRAINGER W W INC	7,673	20,136
BBCN BANCORP INC	9,915	8,642
EQUIFAX INC	17,070	24,099
AMTRUST FINL SERV	2,394	4,725
BRANDYWINE REALTY TRUST	6,990	10,643
DUPONT FABROS TECH	10,227	11,966
ENERSYS	2,255	9,628
HOME BANCSHARES INC		
INTEGRATED SILICON SOL INC	4,224	6,545
MASTEC INC	21,515	10,921
PERICOM SEMICONDUCTOR CORP		
SKYWORKS SOLUTIONS INC	21,404	52,206
ENERGY SELECT SECTOR SPDR FD	50,569	71,244
KAPSTONE PAPER & PACKAGING COR	1,936	6,536
LSB INDS INC		
SAPIENT CORP		
CARDTRONICS INC	5,929	12,153
DONALDSON CO INC		
LITTLEFUSE INC	7,676	12,954
MEASUREMENT SPECIALTIES INC		
MYR GROUP INC DE		
TRIUMPH GROUP INC	11,087	14,788
STONE ENERGY CORP	8,776	8,626

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BUFFALO WILD WINGS INC	4,270	11,725
CINEMARK HLDGS INC	5,491	10,994
GRAPHIC PACKAGING HLDG CO	4,426	8,758
ROSS STORES INC		
TEXAS ROADHOUSE INC	16,961	23,835
ALERE INC		
INGREDION INC		
HILLTOP HOLDINGS INC	10,582	13,007
MADDEN STEVEN LTD	9,052	8,976
MYLAN INC		
TIBCO SOFTWARE INC		
ASHFORD HOSPITALITY TR INC		
AUXILIUM PHARM INC		
MEDASSETS INC	10,255	10,374
CINTAS INC	15,958	28,474
NEXTERA ENERGY INC	43,498	212,580
ANSYS INC	12,581	19,680
ENTEGRIS INC	4,128	7,490
FINISAR CORP	6,475	7,725
JARDEN CORP	12,663	25,185
MAXIMUS INC	9,383	20,565
NETGEAR INC		
QUESTCOR PHARMACEUTICALS		
ALLIANCE DATA SYSTEMS CORP	14,086	22,884
AMERICAN AXLE & MFG HLDGS INC	5,380	12,334
AMERICAN EQUITY INVT LIFE	4,721	12,377
ASHFORD HOSPITALITY PRIME IN	6,658	9,411
ATWOOD OCEANICS INC		
BUCKLE INC		
CAMDEN PPTY TR	21,792	25,918

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BOISE CASCADE CO	11,031	13,597
CENTENE CORP	2,598	8,412
CARMIKE CINEMAS INC		
CARTERS INC	21,126	24,883
COMMUNITY BK SYS INC	3,677	4,357
CYBERONICS INC	6,257	9,354
CNO FINANCIAL GROUP INC	9,412	13,070
COOPER COS INC	17,136	26,583
DSW INC CL A		
ELECTRONICS FOR IMAGING INC	6,511	11,950
FIRSTMERIT CORP	8,634	9,974
GRAND CANYON EDUCATION INC	13,380	13,391
HEXCEL CORP NEW	10,427	19,832
IGATE CAPITAL CORP	8,772	12,476
HURON CONSULTING GROUP INC	53	68
KORN FERRY INTL	11,049	12,281
LAKELAND FINANCIAL CORP	4,269	8,824
MENTOR GRAPHICS CORP	9,623	9,338
MATRIX SERVICE CO	2,953	4,531
ROSETTA RESOURCES INC	13,338	7,496
SMITH A O CORP		
PROSPERITY BANCSHARES INC		
PROTECTIVE LIFE CORP		
RPX CORP	6,181	5,622
SIGMA ALDRICH CORP		
SONIC AUTOMOTIVE INC CLASS A		
SPIRIT AIRLINES INC		
TAL INTL GROUP INC	6,261	9,280
TENNECO AUTOMOTIVE INC	7,967	11,945
THOR INDUSTRIES	8,586	12,682

Name of Stock	End of Year Book Value	End of Year Fair Market Value
THORATEC CORP		
WESBANCO INC	4,773	7,447
WESTERN ALLIANCE BANCORP	10,243	16,374
NUVEEN INTL SELECT FD		
AZZ INCORP	3,429	6,381
HUBBELL INC CL B		
MOOG INC CLASS A		
ORBITAL SCIENCES CORP	4,575	9,304
PRIMORIS SERVICES CORP	6,818	9,714
SWIFT TRANSPORTATION CO	6,641	15,403
TEREX CORP NEW		
WABTEC CORP		
EPL OIL GAS INC		
OCEANEERING INTERNATIONAL INC	14,260	15,232
ARCTIC CAT INC		
CHESAPEAKE LODGING TRUST	6,697	11,461
LITHIA MOTORS INC CL A	5,020	12,570
PETSMART INC		
SINCLAIR BROADCAST GROUP INC A	6,402	9,685
HAIN CELESTIAL GROUP INC	11,452	28,795
BIO REFERENCE LABS INC		
HANGER INC		
MYRIAD GENETICS INC	4,867	6,846
SCHEIN HENRY INC	14,905	25,460
UNITED THERAPEUTICS CORP		
CHEMICAL FINANCIAL CORP	4,446	5,944
NEWCASTLE INVT CORP		
PENNYMAC MTG INV TR	8,086	7,445
RAMCO GERSHENSON PROPERTIES		
SABRA HEALTH CARE REIT INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMERICAN STATES WATER CO	6,775	8,436
CIRRUS LOGIC INC		
F E I CO	11,895	20,690
JACK HENRY & ASSOCIATES INC	13,091	21,873
MICROSEMI CORP	5,833	8,883
RUDOLPH TECHNOLOGIES INC		
UNISYS CORPORATION		
UNION FIRST MKT BANKSHRS CORP		
WILLIAMS SONSMA INC	19,931	25,656
WILSHIRE BANCORP INC	9,252	9,158
WINTRUST FINL CORP	10,835	12,111
WOLVERINE WORLD WIDE INC	15,676	18,301
ACADIA HEALTHCARE CO INC	14,232	16,343
AIRGAS INC	21,312	22,460
AKRON INC COM	10,336	10,245
AMAG PHARMACEUTICALS INC	6,169	6,052
AMN HEALTHCARE SERVICES	6,588	8,800
AMSURG CORP	12,855	14,503
ARCBEST CORP	7,188	8,996
ARRIS GROUP INC	11,774	10,657
BRUNSWICK CORP	12,925	15,737
COHERENT INC	7,545	7,590
DEPOMED INC	6,935	7,668
EMERGENT BIOSOLUTIONS	7,315	8,332
ENANTA PHARMACEUTICALS INC	6,305	8,543
EURONET WORLDWIDE INC	10,138	11,035
F5 NETWORKS INC	20,550	25,832
GRACO INC	21,499	21,889
GREENBRIER COS INC	8,042	6,609
HORACE MANN EDUCATORS CORP	5,160	5,508

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ICONIX BRAND GROUP	10,721	9,258
IDACORP INC	4,277	5,030
INTEGRATED DEVICE TECHNOLOGY	7,520	8,977
LA Z BOY INC	10,385	10,709
LENNOX INTERNATIONAL INC	21,375	22,912
LINEAR TECHNOLOGY CORP	21,018	21,979
MASTEC INC	2,561	5,788
METTLER TOLEDO INTL INC	21,601	24,197
MIDDLEBY CORP	21,584	24,081
PAREXEL INTL CORP	21,191	21,113
PLANTRONICS INC	8,370	8,907
PORTLAND GENERAL ELECTRIC CO	6,654	7,377
R F MICRO DEVICES INC	5,882	9,921
RADIAN GROUP INC	11,389	12,239
RYMAN HOSPITALITY PROPERTIES	10,233	11,128
SCANSOURCE INC	6,487	6,426
SCRIPPS NETWORKS INTERACTIVE	20,859	20,473
SNAP ON INC	21,635	23,656
STAMPS COM INC	4,725	4,799
STERIS CORP	14,015	16,407
SYNOPSIS INC	20,375	23,604
TEXAS ROADHOUSE INC	5,011	11,647
TRIMAS CORP	10,026	9,324
TRUEBLUE INC	5,422	4,762
UBIQUITI NETWORKS INC	11,778	6,699
ZUMIEZ INC	5,951	6,915
HELEN OF TROY CORP LTD	8,723	9,304
NUVEEN INTL GROWTH I	1,268,672	991,453
KITE REALTY GROUP TRUST	7,515	8,450
SUMMIT HOTEL PORPERTIES INC	7,225	9,604

Name of Stock	End of Year Book Value	End of Year Fair Market Value
POLARIS INDS INC	21,861	21,930
SYNAPTICS INC	8,875	9,844

TY 2014 Investments - Other Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
COAST DIVERSIFIED	AT COST	124,222	18,611
COMMON SENSE OFFSHORE LTD	AT COST	32,396	18,465
IDR CORE EQUITY RE STRATEGY	AT COST	474,122	636,999
MARATHON CREDIT OPP FD LTD	AT COST	500,000	581,943
IDR FIXED INCOME RE STRATEGY B	AT COST	151,725	150,928

TY 2014 Legal Fees Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	2,340			2,340

TY 2014 Other Assets Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED INTEREST	3,810	4,110	4,110
PENDING SALES	2,800	0	0

TY 2014 Other Decreases Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Description	Amount
LOSS ON PY SALES SETTLED IN CY	2,800

TY 2014 Other Expenses Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COURT FILING FEES	57	0		57
CHARITABLE FILING FEES	25	0		25
OTHER EXPENSES	10,500	0		10,500
IDR CORE EQUITY RE STRATEGY 20	3,500	3,500		0
IDR FIXED INCOME RE STRATEGY B	2,694	2,694		0

TY 2014 Other Income Schedule**Name:** DONALD WEESNER CHARITABLE TR UA 35417410**EIN:** 41-6463406

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RECOVERY OF PRIOR YEAR GRANT	4,507	0	
IDR CORE EQUITY RE STRATEGY 2010 LP	16,138	16,138	
IDR FIXED INCOME RE STRATEGY B LP	11,579	11,579	

TY 2014 Other Increases Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Description	Amount
LOSS ON CY SALES NOT SETTLED AT YEAR END	14,008

TY 2014 Other Liabilities Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Description	Beginning of Year - Book Value	End of Year - Book Value
RETURN OF CAPITAL ADJUSTMENT	6,272	2,768
DEFERRED INCOME	42	59

TY 2014 Taxes Schedule

Name: DONALD WEESNER CHARITABLE TR UA 35417410

EIN: 41-6463406

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	32	32		0
FEDERAL TAX	13,500	0		0
FOREIGN TAXES ON QUALIFIED FOR	3,982	3,982		0
FOREIGN TAXES ON NONQUALIFIED	3,232	3,232		0