Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: BESS SPIVA TIMMONS FOUNDATION, INC

A Employer identification number: 43-6075014

Number and street (or P O box number if mail is not delivered to street address): C/O US BANK NA, TRUST DEPT PO BOX 8

Room/suite:

B Telephone number (see instructions): 417-625-3202

City or town, state or province, country, and ZIP or foreign postal code: JOPLIN MO 64802-0008

C If exemption application is pending, check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1 Foreign organizations, check here ▶ ☐
2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 5,210,938

J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis)

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☒ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	18,041	18,041		
	4	Dividends and interest from securities	99,669	99,669		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	964,987			
	b	Gross sales price for all assets on line 6a 4,620,638				
	7	Capital gain net income (from Part IV, line 2)		964,987		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	1,082,697	1,082,697	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 1	1,800	1,800		
	c	Other professional fees (attach schedule) Stmt 2	29,652	29,652		
	17	Interest	140	140		
	18	Taxes (attach schedule) (see instructions) Stmt 3	20,674			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	21,911	13,147		8,764
	22	Printing and publications				
	23	Other expenses (att sch) Stmt 4	4,235	4,235		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	78,412	48,974	0	8,764
	25	Contributions, gifts, grants paid	241,800			241,800
	26	**Total expenses and disbursements.** Add lines 24 and 25	320,212	48,974	0	250,564
	27	Subtract line 26 from line 12:				
	a	**Excess of revenue over expenses and disbursements**	762,485			
	b	**Net investment income** (if negative, enter -0-)		1,033,723		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

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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
Assets	1	Cash – non-interest-bearing	439	21,602	21,602
	2	Savings and temporary cash investments	72,192	155,476	155,476
	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 (att 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) See Stmt 5	800,682	964,615	1,170,063
	c	Investments – corporate bonds (attach schedule) See Stmt 6	564,144	658,505	670,017
	11	Investments – land, buildings, and equipment. basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶ See Statement 7)	2,937,706	3,330,724	3,193,780
	16	Total assets (to be completed by all filers – see the instructions Also, see page 1, item I)	4,375,163	5,130,922	5,210,938
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 ▶ See Statement 8)	14,154	7,426	
	23	**Total liabilities** (add lines 17 through 22)	14,154	7,426	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	7,024,740	7,989,727	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	-2,663,732	-2,866,232	
	29	Retained earnings, accumulated income, endowment, or other funds	1	1	
	30	**Total net assets or fund balances** (see instructions)	4,361,009	5,123,496	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,375,163	5,130,922	

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	4,361,009
2	Enter amount from Part I, line 27a	2	762,485
3	Other increases not included in line 2 (itemize) ▶ See Statement 9	3	2
4	Add lines 1, 2, and 3	4	5,123,496
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	5,123,496

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 Schedule	P		
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	4,620,638		3,655,651	964,987
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				964,987
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 — 964,987

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 — 964,987

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	261,650	5,280,460	0.049551
2012	241,750	5,092,311	0.047474
2011	230,250	5,092,045	0.045218
2010	263,739	4,941,826	0.053369
2009	250,277	4,587,507	0.054556

2	**Total** of line 1, column (d)	2	0.250168
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	0.050034
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,374,820
5	Multiply line 4 by line 3	5	268,924
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	10,337
7	Add lines 5 and 6	7	279,261
8	Enter qualifying distributions from Part XII, line 4	8	250,564

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	20,674
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	20,674
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	20,674
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 13,248		
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	13,248
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	7,426
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶	Refunded ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

				Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?		13	X	
	Website address ▶ timmonsfoundation.org				
14	The books are in care of ▶ US BANK, NA 402 S MAIN, PO BOX 8 Telephone no. ▶ 417-625-3202				
	Located at ▶ JOPLIN MO ZIP+4 ▶ 64802-0008				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 – Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year	▶ 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?		16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶				

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	N/A	1c		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ 20 , 20 , 20 , 20				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? N/A	5b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53 4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	6b		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE ATTACHED SCHEDULE	0.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 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 N/A	
2	
3	
4	

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	5,443,067
b	Average of monthly cash balances	1b	13,603
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	5,456,670
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	5,456,670
4	Cash deemed held for charitable activities Enter 1½% of line 3 (for greater amount, see instructions)	4	81,850
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,374,820
6	**Minimum investment return.** Enter 5% of line 5	6	268,741

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	268,741
2a	Tax on investment income for 2014 from Part VI, line 5	2a	20,674		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	20,674
3	Distributable amount before adjustments Subtract line 2c from line 1			3	248,067
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	248,067
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	248,067

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	250,564
b	Program-related investments – total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	250,564
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	250,564

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					248,067
2 Undistributed income, if any, as of the end of 2014:					
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	3,996				
b From 2010	18,770				
c From 2011					
d From 2012					
e From 2013	10,872				
f **Total** of lines 3a through e		33,638			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 250,564					
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					248,067
e Remaining amount distributed out of corpus		2,497			
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		36,135			
b Prior years' undistributed income Subtract line 4b from line 2b					
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed					
d Subtract line 6c from line 6b. Taxable amount – see instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions					
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0
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)		3,996			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		32,139			
10 Analysis of line 9					
a Excess from 2010	18,770				
b Excess from 2011					
c Excess from 2012					
d Excess from 2013	10,872				
e Excess from 2014	2,497				

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1 Information Regarding Foundation Managers:

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

N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

N/A

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

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

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

BESS SPIVA TIMMONS FOUNDATION
C/O US BANK NA, TRUST DEPT JOPLIN MO 64802-0008

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

LETTER APPLICATION-SEE ATTACHED

c Any submission deadlines

AUGUST 1

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year SEE ATTACHED SCHEDULE				241,800
Total			▶ 3a	241,800
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	18,041	
4 Dividends and interest from securities			14	99,669	
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					964,987
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		117,710	964,987

13 **Total.** Add line 12, columns (b), (d), and (e) 13 1,082,697

(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)
N/A	

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

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

Signature of officer or trustee: Bryna Majcher | Date: 3/1/15 | Title:

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed
Cecil H Hull	Cecil H Hull	02/17/15	
Firm's name ▶ BAKER DAVIS RODERIQUE		PTIN	P01229738
Firm's address ▶ 920 E 15th St Joplin, MO 64804-2266		Firm's EIN ▶	43-1870827
		Phone no	417-782-0829

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Federal Statements

Statement 1 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Tax Preparation	$ 1,800	$ 1,800	$	$
Total	$ 1,800	$ 1,800	$ 0	$ 0

Statement 2 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Trustee Fees	$ 29,652	$ 29,652	$	$
Total	$ 29,652	$ 29,652	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise Tax	$ 20,674	$	$	$
Total	$ 20,674	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
Admin Expenses	2,860	2,860		
Bank charges	343	343		
Legal	1,032	1,032		
Total	$ 4,235	$ 4,235	$ 0	$ 0

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	$ 800,682	$ 964,615	Cost	$ 1,170,063
Total	$ 800,682	$ 964,615		$ 1,170,063

Statement 6 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SCHEDULE ATTACHED	$ 564,144	$ 658,505	Cost	$ 670,017
Total	$ 564,144	$ 658,505		$ 670,017

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 15 - Other Assets

Description	Beginning of Year	End of Year	Fair Market Value
MUTUAL FUNDS-SCHEDULE ATTACHED	$ 2,937,706	$ 3,330,724	$ 3,193,780
Total	$ 2,937,706	$ 3,330,724	$ 3,193,780

Statement 8 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
Accrued Excise tax	$ 9,654	$ 7,426
Loan	4,500	
Total	$ 14,154	$ 7,426

Statement 9 - Form 990-PF, Part III, Line 3 - Other Increases

Description	Amount
Rounding	$ 2
Total	$ 2

Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

LETTER APPLICATION-SEE ATTACHED

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

AUGUST 1

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

NONE

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BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-13

	COST	MARKET VALUE	ANNUAL INCOME
Corporate Bonds			
$100,000 Bank of America 3.7% Due 9/01/15	101,323.00	104,531.00	3,700.00
$100,000 BNP Parigas 3.6% Due 2/23/16	101,233.00	105,281.00	3,600.00
$ 50,000 Goldman Sachs 5.375% Due 3/15/20	52,540.50	55,606.50	2,687.50
$100,000 Novaris Capital 4.125% Due 2/10/14	102,694.00	100,391.00	4,125.00
$100,000 Oracle 3.75% Due 7/8/14	104,353.00	101,726.00	3,750.00
$100,000 Wespac Banking 3% Due 8/4/15	102,000.00	103,890.00	3,000.00
TOTAL BONDS	564,143.50	571,425.50	20,862.50

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-13

	COST	MARKET VALUE	ANNUAL INCOME
CORPORATE COMMON STOCKS:			
500 shares Accenture PLC Cl A	34,774 75	41,110.00	930.00
400 shares ACE Ltd	24,760.76	41,412.00	1,008.00
500 shares American Tower	21,324 15	39,910 00	580 00
75 shares Apple	9,723.36	42,076.50	915.00
700 shares ADP	3,909 32	56,559.30	1,344.00
1,100 shares Bristol Myers Squibb	8,100 48	58,465.00	1,584.00
500 shares Cerner Corp	24,118.80	27,870 00	0.00
300 shares Chevron	36,161.40	37,473.00	1,200.00
1,200 shares Cisco	28,055 88	26,916.00	816.00
700 shares Coca Cola	26,717.95	28,917 00	784 00
500 shares Conoco Phillips	159.97	35,325.00	1,380 00
250 shares Costco	28,055.75	29,755.00	310.00
600 shares Dick's Sproting Goods	27,981 78	34,860.00	300.00
500 shares Dollar Tree	26,405.00	28,210.00	0.00
1,200 shares ECM Corp	30,971.88	30,180.00	480.00
300 shares Exxon Mobil	660.56	30,360.00	756.00
1,700 shares General Electric	6,445 83	47,651 00	1,496 00
1,000 shares General Mills	7,397 17	49,910 00	1,520 00
400 shares Home Depot	29,795.20	32,936.00	624.00
150 shares IBM	28,149.23	28,135.50	570.00
600 shares Johnson and Johnson	4,543 12	54,954.00	1,584 00
600 shares Macy's	26,682.48	32,040.00	600.00
40 shares Mastercard	26,117.20	33,418.40	176 00
500 shares McDonalds	16,345 10	48,515.00	1,620.00
1,300 shares Microsoft	22,739 60	48,633 00	1,456 00
400 shares 3M Company	5,781.55	56,100 00	1,368.00
1,000 shares J P. Morgan Chase & Co	17,891 89	58,480 00	1,520 00
800 shares Nike	26,306.92	62,912.00	768.00
250 shares Perrigo Co	38,051.25	38,365.00	0.00
1,700 shares Pfizer	7,040 83	52,071.00	1,768.00
250 shares Phillips 66	47.54	19,282.50	390.00
400 shares PNC Financial	28,870 68	31,032.00	704 00
300 shares Praxair	7,248.00	39,009.00	720.00
700 shares Procter & Gamble	8,437 00	56,987 00	1,684 20
700 shares Qualcom	17,738.00	51,975.00	980.00
800 shares Republic Service	26,143.20	26,560.00	832.00
500 shares Schlumberger	13,445.00	45,055.00	625 00
400 shares Starbucks	29,806 80	31,356.00	416.00
375 shares United Health Group	28,002 38	28,237.50	420.00
500 shares Verizon	18,058 48	24,570.00	1,060.00
500 shares Whole Food Market	27,715.35	28,915 00	240.00
TOTAL COMMON STOCKS	800,681 59	1,616,498 70	35,528.20

BESS SPIVA TIMMONS FOUNDATION, INC.
PRINCIPAL INVESTMENT SECURITIES
31-Dec-13

	COST	MARKET VALUE	ANNUAL INCOME
MUTUAL FUNDS			
22137.887 Aberdeen Emerging Mkts Fund	350,000 00	320,335 22	4,471 85
14735 908 Dnehaus Actıve Inc Fd	150,000 00	158,705 73	3,182.96
29252 438 INV Balance Rısk Fund	270,000.00	259,761 65	6,669 56
5010.02 Nuveen Short Term Bond Fund	50,000 00	50,300 60	1,082 16
9052 443 Nuveen Real Estate Fund	154,261.11	178,333 13	5,060 32
3500 00 I Shares S&P Stock Pref Index Fund	130,989 85	128,905.00	8,512 00
1025 32 Neuberger Berman Gensıs Fund	36,246.47	63,487 74	0.00
30499 715 Oppenheimer Sr Float Fund	255,000.00	256,502 60	12,748 88
13902 542 Highland Long Short Equity Fund	155,000 00	174,198.85	0 00
8736 349 Robeco Boston Partners	112,000 00	126,065.52	0 00
1704 864 T Rowe Prıce Mıd-Cap Growth Fund	93,648 19	124,080 00	0.00
3742.515 T Rowe Price Mıd Cap Value	100,000 00	112,462 58	823 35
19755 747 T Rowe Prıce Intl Gr & Inc Fund	275,000 00	307,596.98	6,914 51
4372 019 T Rowe Price Stock Fund	165,000 00	194,817.17	0 00
15936 88 Scout Internatıonal Fund	502,170 38	593,808 15	7,012 23
4000 00 SPDR DJ Wilshıre	138,390 00	164,800 00	7,476 00
TOTAL MUTUAL FUNDS	2,937,706.00	3,214,160 92	63,953 82
TOTAL PRINCIPAL INVESTMENT SECURITIES	4,302,531 09	5,402,085.12	120,344 52

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BESS SPIVA TIMMONS FOUNDATION
PRINCIPAL INVESTMENT SECURITIES
2014

	COST	MARKET VALUE	ANNUAL INCOME
CORPORATE BONDS			
100000 BNP PARIBAS MTN 3.6% 2-23-16	100,977 48	102,786.00	3,600.00
100000 BANK OF AMERICA 3.7% 9-1-15	101,042.51	101,745.00	3,700.00
150000 GENERAL ELECTRIC 3.1% 10/9/23	149,116 50	151,873.50	4,650.00
50000 GOLDEN SACHS 5.375% 3-15-20	52,286.37	56,035 00	2,687.50
150000 ILLINOIS TOOL 3.5% 3/1/24	153,507.66	156,133 50	5,250.00
100000 WESTPAC BANKING 3% 8-4-15	101,574.00	101,444 00	3,000.00
TOTAL BONDS	658,504.52	670,017.00	22,887.50
143 ACE LTD	8,851 97	16,427 84	371.80
108 AGILENT TECHNOLOGIES	4,601 75	4,421.52	43.20
61 ALEXION PHARMACEUTIALS	9,706 93	11,286.83	0.00
83 ALLERGAN	13,452.64	17,644 97	16.60
26 AMAZON	8,343.87	8,069.10	0.00
116 AMERICAN EXPRESS	10,959.68	10,792 64	120 64
112 AMERICAN TOWER CORP	7,531.65	11,071 20	170 24
157 AMERPRISE FINANCIAL	18,398.83	20,763 25	364 24
256 AMPHENOL CORP	12,302.08	13,775 36	128.00
74 ANADARKO PETROLEUM	8,021.60	6,105 00	79 92
301 APPLE COMPUTER	5,574 73	33,224.38	565.88
110 ARM HOLDINGS PLC	4,979.70	5,093.00	29 48
734 BANK OF AMERICA	11,404.27	13,131 26	146 80
41 BIOGEN IDEC	12,610.37	13,917.45	0.00
137 BOEING	17,929 59	17,807 26	498 68
105 BORG WARNER	6,747.30	5,769 75	54 60
49 BOSTON PROPERTIES	5,674.69	6,305 81	127 41
226 BRISTOL MYERS SQUIBB	1,289.77	13,340.78	334 48
84 CBS CORP CL B	5,091.87	4,648 56	50 40
321 CMS ENERGY	9,735.93	11,154 75	346 68
244 CA INC	7,076 00	7,429 80	244.00
274 CALPINE CORP	6,581 15	6,063 62	0 00
26 CALIFORNIA RESOURCES	231 67	143 26	0.00
115 CAPITAL ONE FINANCIAL	9,310.40	9,493 25	138 00
113 CARMAX	5,038.67	7,523 54	0 00
210 CARNIVAL CORP	8,064.00	9,519 30	210.00
266 CENTURYLINK	9,794.12	10,528.28	574.56
140 CERNER	6,753.26	9,052.40	0 00
110 CHEVRON	13,259.18	12,339.80	470 80
8 CHIPOTE MEXICAN GRILL	5,419.59	5,476.08	0.00
430 CISCO SYSTEMS	10,603 80	11,960.45	326.80
312 CITIGROUP	14,844.93	16,882 32	12.48
44 COSTCO	4,937.81	6,237.00	62.48
128 COVIDIEN PLC	11,516 16	13,091 84	184.32
41 CUMMINS INC	6,380.83	5,910 97	127.92
238 DELTA AIRLINES	9,381.94	11,707.22	85 68

60 DIRECTV	5,053.80	5,202.00	0.00
61 DISCOVERY COMMUNICATIONS C	2,514.04	2,056 92	0.00
61 DISCOVERY COMMUNICATIONS CL A	2,581 29	2,101 45	0.00
117 DISNEY WALT CO	9,729.42	11,020.23	134.55
118 DOLLAR TREE	6,231 58	8,304.84	0.00
295 DOW CHEMICAL	15,328.20	13,454 95	495.60
66 EATON CORP	4,746 71	4,485.36	129.36
94 ECOLAB	10,072.10	9,824.88	124.08
75 EMERSON ELECTRIC	5,008 49	4,629.75	141.00
58 EQUITABLE CORP	5,171.27	4,390 60	6.96
248 EXELON	9,109.04	9,195 84	307.52
82 EXXON MOBIL	180.55	7,580 90	226.32
93 FMC TECHNOLOGIES	5,483 28	4,356.12	0.00
184 FACEBOOK	11,862 54	14,355.68	0.00
240 FIFTH THIRD BANCORP	5,023 18	4,890 00	124.80
770 GENERAL ELECTRIC	7,213.58	19,457 90	708.40
166 GENERAL MILLS	4,442 33	8,852.78	272.24
178 GILEAD SCIENCES	14,090 03	16,778.28	0.00
26 GOOGLE INC CL A	14,383.85	13,797 16	0.00
31 GOOGLE INC CL C	16,908 95	16,318.40	0.00
21 GRAINGER INC	5,371 80	5,352 69	90.72
204 HALLIBURTON	14,139 62	8,023.32	146.88
142 HASBRO	7,424 47	7,808.58	244.24
303 HEWLETT PACKARD	10,935 24	12,159.39	193.92
137 HOME DEPOT	10,204 86	14,380.89	257.56
66 HUNT JB TRANSPORTATION SERVICI	5,036.88	5,560 50	52.80
81 INGERSOLL RAND	5,013.90	5,134.59	81.00
315 INTEL	9,391 44	11,431.35	283.50
319 JP MORGAN CHASE	5,707 51	19,963.02	510.40
163 JARDEN CORP	6,327 66	7,804.44	0.00
59 KANSAS SOUTHERN	6,233 35	7,199 77	66.08
54 KEYSTONE TECHNOLOGIES	1,755 13	1,823.58	0.00
116 LAUDER ESTEE COS	8,674.48	8,839 20	111.36
209 LINCOLN NATIONAL CORP	10,839 45	12,053 03	167.20
141 LULULEMON ATHLETICA	5,640.00	7,866 39	0.00
114 MACYS	5,069 67	7,495 50	142.50
97 MASTERCARD INC	17,890.28	23,607 84	175.36
97 MCKESSON CORP	17,717.05	20,135.26	93.12
248 MERCK & CO	14,389 66	14,083.92	446.40
174 MICROSOFT	3,043.61	8,082 30	215.76
67 MOSAIC	2,904 45	3,058.55	67.00
96 MOTOROLA SOLUTIONS	6,404 16	6,439 68	130.56
155 NIKE INC	5,096 97	14,903 25	173.60
66 OCCIDENTIAL PETROLEUM	6,514 59	5,320 26	190.08
68 OCEANEERING INTL	5,090.48	3,999.08	73.44
137 PGE CORP	6,508.87	7,293 88	249.34
53 PPG INDUSTRIES	10,704.41	12,250.95	142.04
43 PERRIGO CO LTD	6,544.81	7,187.88	18.06
647 PFIZER	2,679.65	20,154.05	724.64
127 PHILIP MORRIS INTL	11,365.23	10,344.15	508.00
95 PIONEER NATURAL RESOURCES	21,478.04	14,140.75	7.60
134 PNC FINANCIAL SERVERCIES	9,671 68	12,224 82	257.28

55	POLARIS INDUSTRIES	7,124 70	8,318.20	105.60
65	PRAXAIR	1,570 40	8,421.40	169 00
29	PRECISION CASTPARTS CORP	7,624 10	6,985.52	3 48
19	PRICELINE GROUP	22,592 90	21,663 99	0 00
186	PROCTOR & GAMBLE	6,537.97	16,942.74	478.76
76	PRUDENTIAL FINANCIAL	6,800.75	6,874 96	176 32
133	QUALCOM	3,370.22	9,885 89	223 44
77	RALPH LAUREN	11,919.60	14,257 32	138 60
136	REPUBLIC SERVICES	4,444.34	5,474 00	152.32
149	SALESFORCE	8,516.84	8,837.19	0.00
448	STAPLES INC	5,025.85	8,117 76	215.04
148	STARBUCKS	11,028.52	12,143 40	189.44
95	TRACTOR SUPPLY	6,094.25	7,487.90	60.80
203	UNITED HEALTH GROUP	15,158.62	20,521 27	304.50
150	UNITED TECHNOLOGIES	17,066 88	17,250 00	354.00
293	UNUM GROUP	10,326 08	10,219 84	193 38
75	VISA	15,697 50	19,665.00	144 00
218	WALGREEN	16,336 92	16,611 60	294.30
214	WELLS FARGO	11,063.01	11,731 48	299 60
176	WHOLEFOODS MARKET	9,755.80	8,873.92	91.52
146	WILLIAMS COMPANYS	8,412.52	6,561.24	332.88
112	WORKDAY INC	9,556.96	9,140.32	0 00
49	WYNN RESORTS	9,692 20	7,289 24	294.00
70	3M	5,591.74	11,502.40	287 00
	TOTAL STOCKS	964,615.03	1,170,063.32	18,885 34
3318 045	BLACKROCK EMERGING MKTS EQ	33,213 63	34,109 50	0.00
41069.198	CAMBAIR INTL EQUITY FD	103,180.90	93,754 32	1,631.75
8063 305	CAUSEWAY EMERGING MKTS INTL	101,033.22	93,534.34	2,233 54
10817 422	DRIEHAUS SELECT CREDIT FD	110,360 10	98,979.41	3,504 84
2177 079	GLENMERE SC EQUITY FD	58,759 35	56,429 89	41.36
41460.011	GOLDEN SACHS COMM STRAT FD	231,762 43	162,938 20	95.36
8207.049	HIGHLAND LONG SHORT EQUITY Z	100,364 80	98,977 01	0 00
18645 54	LAUDUS INTL MARKETMASTERS	447,120 05	413,185 17	6,600 52
6548.137	LOOMIS SAYLES GLOBAL BOND FD	108,974.99	102,347.38	2,841.89
10429 546	LOOMIS SAYLES STRATEGIC ALPH	106,090.46	103,773.98	3,660 77
3836 784	MORGAN DEMPSEY SM MICRO VALU	52,180 26	47,576.12	140.46
17912 936	NUVEEN HIGH INCOME BOND FD	166,590 30	150,110.40	10,658.20
14051 503	NUVEEN INFLATION PRO SEC FD	155,530.86	154,707 05	2,163.93
5537.997	NUVEEN REAL ESTATE FD	95,383.68	133,465 73	3,516.63
7341.74	NEUBERGER BERMAN LONG SHORT	94,747.72	95,222 37	193.09
10390 127	OPPENHEIMER DEVELOPING MKTS	379,450.20	364,277.85	3,106 65
19290.756	OPPENHEIMER SR F FLOATING RT FI	162,000.43	156,062.22	7,465.52
6439 865	ROBECO BP LONG SHORT BD FD	96,018.39	98,465.54	0.00
12661 8	Tcw EMERGING MKTS INCOME FD	110,790.75	102,054.11	5,317 96
28407.192	T ROWE PRICE INTL GR & INC FD	410,768 36	391,167.03	0 00
1623.562	T ROWE PRICE MID CAP GRWTH	91,317.62	122,481 52	0.00
4169.352	T ROWE PRICE MID CAP VALUE FD	115,085 23	120,160 72	1,292 50
	TOTAL MUTUAL FUNDS	$3,330,723 73	3,193,779 86	54,464 97
	TOTAL EQUITY	$4,953,843.28	5,033,860.18	96,237.81

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GAIN/LOSS PROFILE REPORT FROM 01/01/14 TO 12/31/14 02/02/15 11 33

ACCOUNT# 08730450 TIMMONS, BESS S FOUNDATION PLG

TAX ID 43-6075014 ACC TYPE 33 CAPACITY 13 ACCNT 173 ADM 855 MGR 2589

QUALIFICATION CRITERIA FOR REPORTING

REPORTING FOR ACCOUNT 08730450 (ID 438) TIMMONS, BESS S FOUNDATION PLG

SUMMARY WILL BE SORTED BY DATE OF ENTRY

GAIN/LOSS SCHEDULE

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
1/08/14	4521 89000	FIRST AMER PRIME OBLIG FUND CL Y	12/16/13	1/08/14	4521 89	4521 89	0 00
1/23/14	2355 86000	FIRST AMER PRIME OBLIG FUND CL Y	12/16/13	1/23/14	2355 86	2355 86	0 00
2/07/14	995.78000	FIRST AMER PRIME OBLIG FUND CL Y	12/16/13	2/07/14	995 78	995 78	0 00
2/10/14	440.00000	FIRST AMER PRIME OBLIG FUND CL Y	12/16/13	2/10/14	440 00	440 00	0 00
2/21/14	2335 20000	FIRST AMER PRIME OBLIG FUND CL Y	12/16/13	2/21/14	2335 20	2335 20	0 00
2/24/14	22137 88700	ABERDEEN FDS EMRGN	4/26/13	2/21/14	304617 33	350000 00	-45382.67
2/24/14	8214 67700	INV BALANCE RISK COMM STR Y	4/26/13	2/21/14	75328 59	75821.47	-492 88
2/24/14	667 26000	T ROWE PRICE SC STOCK	4/26/13	2/21/14	30006 68	25182 39	4824 29
2/26/14	1200 00000	CISCO SYS INC	8/30/13	2/21/14	26585 53	28055 88	-1470 35
2/26/14	1200 00000	E M C CORPORATION	8/30/13	2/21/14	30662 34	30971 88	-309 54
2/27/14	474999 99000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	2/27/14	474999 99	474999 99	0 00
3/04/14	5016 43000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	3/04/14	5016 43	5016 43	0 00
3/13/14	1800 00000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	3/13/14	1800 00	1800 00	0 00
3/21/14	2482 29000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	3/21/14	2482 29	2482 29	0 00
3/21/14	20000 00000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	3/21/14	20000 00	20000 00	0 00
4/07/14	9539 72000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	4/07/14	9539 72	9539.72	0.00
4/23/14	2474.97000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	4/23/14	2474 97	2474.97	0 00
5/05/14	8518.22000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	5/05/14	8518 22	8518 22	0 00
5/22/14	2475 21000	FIRST AMER PRIME OBLIG FUND CL Y	2/26/14	5/22/14	2475 21	2475 21	0 00
6/05/14	18036 62000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	6/05/14	18036 62	18036 62	0 00
6/18/14	2702 70300	OPPENHEIMER DEVELOPING MKT I	2/21/14	6/17/14	106378 39	96859 69	9518 70
6/19/14	4118 37700	DRIEHAUS SELECT CREDIT FUND	2/26/14	6/18/14	42172 18	42007 44	164 74
6/19/14	5010 02000	NUVEEN SHORT TERM BOND FUND CL I	7/01/13	6/18/14	50350 69	50000 00	350 69
6/19/14	5111 41600	OPPENHEIMER SENIOR FLOATING RATE I	9/10/13	6/18/14	42884 78	42680 32	204.46
6/23/14	360 00000	CERNER CORPORATION	9/11/13	6/18/14	18882 48	17365 54	1516 94
6/23/14	190 00000	CHEVRON CORPORATION	8/30/13	6/18/14	24562 65	22902 22	1660 43
6/23/14	700 00000	COCA COLA COMPANY	8/30/13	6/18/14	28818 36	26717 95	2100 41
6/23/14	206.00000	COSTCO WHSL CORP	8/30/13	6/18/14	23765 69	23117 94	647 75
6/23/14	600.00000	DICKS SPORTING GOODS INC	8/30/13	6/18/14	26615 41	27981 78	-1366 37
6/23/14	382 00000	DOLLAR TREE INC	8/30/13	6/18/14	20417 44	20173 42	244 02
6/23/14	263 00000	HOME DEPOT INC	8/30/13	6/18/14	21015.86	19590 34	1425 52
6/23/14	150 00000	INTERNATIONAL BUSINESS MACHINES CORP	9/11/13	6/18/14	27287 39	28149 23	-861 84
6/23/14	451.00000	MACYS INC	9/11/13	6/18/14	25915 28	20056 33	5858 95
6/23/14	126 00000	MASTERCARD INC	9/11/13	6/18/14	9383 59	8226 92	1156 67
6/23/14	266 00000	P N C FINANCIAL SERVICES GROUP INC	8/30/13	6/18/14	23364 92	19199 00	4165 92

ACCOUNT# 08730450 TIMMONS, BESS S FOUNDATION PLG
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6/23/14	207.00000	PERRIGO CO LTD	12/19/13	6/18/14	29472 55	31506 44	-2033 89
6/23/14	664 00000	REPUBLIC SVCS INC	8/30/13	6/18/14	24494 41	21698 86	2795 55
6/23/14	252 00000	STARBUCKS CORP	9/11/13	6/18/14	18939 41	18778 28	161 13
6/23/14	172 00000	UNITED HEALTH GROUP INC	9/11/13	6/18/14	13471 52	12843.76	627 76
6/23/14	324 00000	WHOLE FOODS MKT INC	9/11/13	6/18/14	13358 68	17959 55	-4600 87
6/24/14	306658 32000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	6/24/14	306658 32	306658 32	0 00
7/11/14	99845 97000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	7/11/14	99845 97	99845 97	0 00
7/23/14	2398 98000	FIRST AMER PRIME OBLIG FUND CL Y	7/08/14	7/23/14	2398.98	2398 98	0 00
7/29/14	272 02000	FIRST AMER PRIME OBLIG FUND CL Y	7/08/14	7/29/14	272.02	272 02	0 00
7/30/14	4442 13900	BLACKROCK EMERGING MKTS L S EQTY IS	6/18/14	7/29/14	45709 61	44465 81	1243 80

GAIN/LOSS SCHEDULE

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
7/30/14	3000 00000	FIRST AMER PRIME OBLIG FUND CL Y	7/08/14	7/30/14	3000 00	3000 00	0 00
7/30/14	6900 56000	FIRST AMER PRIME OBLIG FUND CL Y	7/08/14	7/30/14	6900 56	6900 56	0 00
7/30/14	1868 73700	LAUDUS INTERNATIONAL MARKETMASTERS	2/21/14	7/29/14	45447 68	44812 31	635 37
7/30/14	16251.25100	OPPENHEIMER SENIOR FLOATING RATE I	9/10/13	7/29/14	136185 48	135697 95	487 53
7/30/14	4755 31600	TCW EMERGING MARKETS INCOME FUND	6/18/14	7/29/14	41751 68	41609 01	142 67
8/01/14	90 00000	BOSTON PPTYS INC	6/18/14	7/29/14	10888 85	10422 90	465 95
8/01/14	133 00000	CENTURYLINK INC	6/18/14	7/29/14	5365 12	4897 06	468 06
8/01/14	30 00000	GOLDMAN SACHS GROUP INC	6/18/14	7/29/14	5284 08	5071 80	212 28
8/01/14	1500 00000	ISHARES S P U S PREFERRED STOCK ETF	8/30/13	7/29/14	59781.02	56879 85	2901 17
8/07/14	5589 93000	FIRST AMER PRIME OBLIG FUND CL Y	7/08/14	8/07/14	5589 93	5589 93	0 00
8/21/14	2444 58000	FIRST AMER PRIME OBLIG FUND CL Y	7/08/14	8/21/14	2444 58	2444 58	0 00
9/03/14	19325 80000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	9/03/14	19325 80	19325 80	0 00
9/09/14	18 28000	FIRST AMER PRIME OBLIG FUND CL Y	7/16/14	9/09/14	18 28	18 28	0 00
9/18/14	43 17000	FIRST AMER PRIME OBLIG FUND CL Y	7/16/14	9/18/14	43 17	43 17	0 00
9/23/14	2448 03000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	9/23/14	2448 03	2448 03	0 00
10/01/14	1031 50000	FIRST AMER PRIME OBLIG FUND CL Y	8/01/14	10/01/14	1031 50	1031 50	0 00
10/15/14	0.06000	FIRST AMER PRIME OBLIG FUND CL Y	8/01/14	10/15/14	0.06	0 06	0 00
10/20/14	479.84500	BLACKROCK EMERGING MKTS L S EQTY IS	6/18/14	10/17/14	5023 98	4803 25	220 73
10/20/14	301 47800	CAMBIAR INTL EQUITY FUND INS	6/18/14	10/17/14	6897 82	7669 60	-771 78
10/20/14	875 24200	CAUSEWAY EMERGING MARKETS INSTL	6/17/14	10/17/14	10564 17	10966 78	-402 61
10/20/14	650 99000	DRIEHAUS SELECT CREDIT FUND	2/26/14	10/17/14	6347 15	6640 10	-292 95
10/20/14	739 50400	LOOMIS SAYLES GLBL BOND INST	6/18/14	10/17/14	12046 52	12305 34	-258 82
10/20/14	1015 51100	LOOMIS SAYLES STRATEGIC ALPHA FUND Y	6/18/14	10/17/14	10185 58	10337 90	-152 32
10/20/14	763 16100	NEUBERGER BERMAN LONG SH INS	6/18/14	10/17/14	9623 46	9844 78	-221 32
10/20/14	570 12400	NUVEEN HIGH INCOME BOND FD CL I	6/18/14	10/17/14	5034 19	5302 15	-267.96
10/20/14	1740 38600	NUVEEN INFLATION PRO SEC CL I	2/26/14	10/17/14	19544 53	19161 65	382 88
10/20/14	153 82500	OPPENHEIMER DEVELOPING MARKETS I	2/21/14	10/17/14	5791 51	5512 79	278 72
10/20/14	3285 37700	ROBECO BOSTON PARTNERS L S RSRCH	6/17/14	10/17/14	47407 99	48984 97	-1576 98
10/20/14	901.89600	TCW EMERGING MARKETS INCOME FUND	6/18/14	10/17/14	7657 10	7891.59	-234 49
10/22/14	311.00000	BANK OF AMERICA CORP	6/18/14	10/17/14	5028 76	4848 49	180 27
10/22/14	42 00000	BOEING CO	6/18/14	10/17/14	5167 56	5167 56	0 00
10/22/14	43 00000	BOSTON PPTYS INC	6/18/14	10/17/14	5107 42	4979 83	127.59
10/23/14	2479 11000	FIRST AMER PRIME OBLIG FUND CL Y	8/01/14	10/23/14	2479 11	2479 11	0 00
10/23/14	220011 22000	FIRST AMER PRIME OBLIG FUND CL Y	VARIOUS	10/23/14	220011 22	220011 22	0 00
10/31/14	335 12000	ROBECO BOSTON PARTNERS L S RSRCH	6/17/14	10/30/14	5013 40	4996 64	16 76

ACCOUNT# 08730450 TIMMONS, BESS S FOUNDATION PLG
TAX ID 43-6075014 ACC TYPE 33 CAPACITY 13 ACCNT 173 ADM 855 MGR 2589

11/04/14	95 00000	LINCOLN NATL CORP IND	6/18/14	10/30/14	5037 26	4927 03	110 23
11/04/14	27 00000	PIONEER NAT RES CO	6/18/14	10/30/14	4957.36	6104 29	-1146 93
11/04/14	162 00000	STATE STR CORP	6/18/14	10/30/14	11962.90	10904 22	1058.68
11/21/14	2279 22000	FIRST AMER PRIME OBLIG FUND CL Y	10/22/14	11/21/14	2279.22	2279 22	0.00
12/03/14	14 41000	FIRST AMER PRIME OBLIG FUND CL Y	10/22/14	12/03/14	14 41	14 41	0.00
12/04/14	0 50000	JARDEN CORP	6/18/14	12/04/14	22 29	19 41	2 88
12/09/14	26 07000	FIRST AMER PRIME OBLIG FUND CL Y	10/22/14	12/09/14	26 07	26 07	0 00
12/09/14	336 43200	LAUDUS INTERNATIONAL MARKETMASTERS	2/21/14	12/08/14	7717 75	8067 64	-349 89
12/09/14	380 22700	NEUBERGER BERMAN LONG SH INS	6/18/14	12/08/14	4984.78	4904 93	79 85
12/11/14	31 00000	HASBRO INC	6/18/14	12/08/14	1767 26	1620 83	146 43

GAIN/LOSS SCHEDULE

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
12/11/14	20 00000	MOTOROLA SOLUTIONS INC	6/18/14	12/08/14	1308 57	1334 20	-25 63
12/11/14	11 00000	PRECISION CASTPARTS CORP	6/18/14	12/08/14	2680 20	2891.90	-211 70
12/11/14	41 00000	PRUDENTIAL FINANCIAL INC	6/18/14	12/08/14	3646 87	3668 82	-21.95
12/11/14	16 00000	WYNN RESORTS LTD	6/18/14	12/08/14	2574 02	3164 80	-590 78
12/23/14	0 40000	CALIFORNIA RESOURCES CORP	6/18/14	12/23/14	2 25	3 56	-1 31
12/23/14	11 96000	FIRST AMER PRIME OBLIG FUND CL Y	10/22/14	12/23/14	11 96	11 96	0 00
12/23/14	303.94000	FIRST AMER PRIME OBLIG FUND CL Y	10/22/14	12/23/14	303 94	303.94	0 00
						TOTAL	-16460 05

NET CTF ST GAIN/LOSS	0 00
CAPITAL GAIN DISTRIBUTIONS	10451 89
MISC ST GAIN/LOSS	0 00
ST CAPITAL LOSS CARRYOVER	0 00
NET ST GAIN/LOSS	-6008 16

2/10/14	100000 00000	NOVARTIS CAPITAL 4 125% 2/10/14	6/02/09	2/10/14	100000 00	102632 10	-2632 10
2/24/14	140.91100	NUVEEN REAL ESTATE SECS I	11/30/11	2/21/14	3002.81	2570 61*	432 20
2/24/14	5657 00000	SCOUT INTERNATIONAL FUND	10/06/09	2/21/14	206650 20	158000 00	48650 20
2/24/14	10279 88000	SCOUT INTERNATIONAL FUND	3/07/11	2/21/14	375523 99	344170 38	31353 61
2/26/14	500 00000	BRISTOL MYERS SQUIBB CO	7/18/88	2/21/14	27169 92	2853 47	24316 45
2/26/14	100 00000	BRISTOL MYERS SQUIBB CO	2/01/08	2/21/14	5433 99	2393 54	3040 45
2/26/14	200 00000	NIKE INC	5/21/08	2/21/14	15253 73	6576 73	8677 00
2/26/14	250 00000	PHILLIPS 66	5/30/79	2/21/14	18876 17	47 54	18828 63
2/26/14	300 00000	PROCTER & GAMBLE CO	10/05/93	2/21/14	23484 58	3615.86	19868 72
2/26/14	1000 00000	SPDR DJ WILSHIRE INTERNATIONAL	9/15/11	2/21/14	41307.07	35070 00	6237.07
2/26/14	1000 00000	SPDR DJ WILSHIRE INTERNATIONAL	11/11/11	2/21/14	41307.07	34440 00	6867 07
2/26/14	500 00000	VERIZON COMMUNICATIONS INC	9/23/04	2/21/14	23675 08	18058 48	5616 60
2/26/14	100 00000	3M CO	4/08/86	2/21/14	13194 77	1445 39	11749 38
6/18/14	21037 76100	INV BALANCE RISK COMM STR Y	4/26/13	6/17/14	189129 47	194178 53	-5049 06
6/18/14	1025 65000	NEUBERGER BERMAN GENESIS INSTL FD	10/06/09	6/17/14	63303 12	36246 47	27056 65
6/19/14	200 00000	AUTOMATIC DATA PROCESSING	1/09/90	6/16/14	15715 65	1116 95	14598 70
6/19/14	8422 56400	DRIEHAUS ACTIVE INCOME FUND	11/30/11	6/18/14	90879 47	84141 41	6738 06

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6/19/14	4262 50600	DRIEHAUS ACTIVE INCOME FUND	10/19/12	6/18/14	45992 44	45097.31	895 13
6/19/14	700 00000	GENERAL ELECTRIC CO	7/18/88	6/16/14	18727 10	2654 17	16072 93
6/19/14	500 00000	GENERAL MILLS INC	1/09/90	6/16/14	27099 40	3698 59	23400 81
6/19/14	9124 08800	HIGHLAND LONG SHORT EQUITY Z	9/21/11	6/18/14	114051 10	100000 00	14051 10
6/19/14	2370 94100	HIGHLAND LONG SHORT EQUITY Z	10/19/12	6/18/14	29636 76	27289 53	2347 23
6/19/14	500 00000	J P MORGAN CHASE CO	2/25/93	6/16/14	28383 37	8945 95	19437.42
6/19/14	300 00000	JOHNSON JOHNSON	1/09/90	6/16/14	30712 33	2271 56	28440 77
6/19/14	300 00000	MICROSOFT CORP	1/22/09	6/16/14	12424 73	5247 60	7177 13
6/19/14	219 00900	NUVEEN REAL ESTATE SECS I	2/18/04	6/18/14	5035 02	3833 27	1201 75
6/19/14	604 86600	NUVEEN REAL ESTATE SECS I	5/10/04	6/18/14	13905 87	9159 36	4746 51
6/19/14	700 00000	PFIZER INC	5/02/94	6/16/14	20701 06	2899 17	17801 89
6/19/14	350 00000	QUALCOMM INC	12/20/01	6/16/14	27488 39	8869.00	18619 39
6/19/14	8736 34900	ROBECO BOSTON PARTNERS L S RSRCH	4/26/13	6/18/14	130433 69	112000.00	18433 69

GAIN/LOSS SCHEDULE

DATE	SHARES/PAR	DESCRIPTION	DATE ACQUIRED	DATE SOLD/RCD	NET PROCEEDS	PURCHASE COST	GAIN (LOSS)
6/19/14	2000 00000	SPDR DJ WILSHIRE INTERNATIONAL	11/11/11	6/16/14	87391 06	68880 00	18511 06
6/19/14	3704 75900	T ROWE PRICE SC STOCK	4/26/13	6/18/14	171122 80	139817 61	31305 19
6/23/14	386 00000	ACCENTURE PLC CL A	12/07/12	6/18/14	31763 23	26846 11	4917 12
6/23/14	257 00000	ACE LTD	9/15/11	6/18/14	26794 22	15908 79	10885 43
6/23/14	443 00000	AMERICAN TOWER CORP	10/08/07	6/18/14	38704 05	18893 20	19810 85
6/23/14	224 00000	APPLE INC	1/28/08	6/18/14	20500 05	4148 63	16351 42
6/23/14	404 00000	AUTOMATIC DATA PROCESSING	1/09/90	6/18/14	31584 02	2256 23	29327 79
6/23/14	274 00000	BRISTOL MYERS SQUIBB CO	7/18/88	6/18/14	13110 60	1563 70	11546 90
6/23/14	500 00000	CONOCOPHILLIPS	5/30/79	6/18/14	41854 07	159 97	41694 10
6/23/14	218 00000	EXXON MOBIL CORP	4/05/68	6/18/14	22287 82	480 01	21807 81
6/23/14	426 00000	GENERAL ELECTRIC CO	7/18/88	6/18/14	11365 42	1615 25	9750 17
6/23/14	407 00000	GENERAL MILLS INC	1/09/90	6/18/14	22038 60	3010 64	19027 96
6/23/14	101 00000	J P MORGAN CHASE CO	2/25/93	6/18/14	5767 98	1807 08	3960 90
6/23/14	234 00000	JOHNSON JOHNSON	1/09/90	6/18/14	23851 09	1771 82	22079 27
6/23/14	500 00000	MCDONALDS CORP	10/13/05	6/18/14	50618 88	16345.10	34273 78
6/23/14	826 00000	MICROSOFT CORP	1/22/09	6/18/14	34028 46	14448 39	19580 07
6/23/14	445 00000	NIKE INC	5/21/08	6/18/14	33559 82	14633 22	18926 60
6/23/14	197 00000	PFIZER INC	5/02/94	6/18/14	5773.94	815 91	4958 03
6/23/14	235 00000	PRAXAIR INC	1/17/02	6/18/14	30800 76	5677 60	25123.16
6/23/14	278 00000	PROCTER & GAMBLE CO	10/05/93	6/18/14	22109 99	3350 69	18759 30
6/23/14	217 00000	QUALCOMM INC	12/20/01	6/18/14	17072 12	5498 78	11573 34
6/23/14	500 00000	SCHLUMBERGER LTD	12/20/01	6/18/14	52832 08	13445 00	39387 08
6/23/14	265 00000	3M CO	4/08/86	6/18/14	37883 56	3830 27	34053 29
7/08/14	100000.00000	ORACLE CORP 3 750% 7/08/14	9/03/09	7/08/14	100000 00	103856 72	-3856 72
7/30/14	1587 44600	DRIEHAUS ACTIVE INCOME FUND	11/30/11	7/29/14	17033 29	15858 59	1174 70
7/30/14	463 39200	DRIEHAUS ACTIVE INCOME FUND	10/19/12	7/29/14	4972 20	4902 69	69 51
7/30/14	1467.33200	NUVEEN REAL ESTATE SECS I	2/18/04	7/29/14	34379 59	~~25682 38~~ 26924.74	~~8697 21~~ 7454.85
7/30/14	337.91900	NUVEEN REAL ESTATE SECS I	5/10/04	7/29/14	7917 44	5117.03	2800.41
8/01/14	114 00000	ACCENTURE PLC CL A	12/07/12	7/29/14	9213 33	7928 64	1284 69
8/01/14	96 00000	AUTOMATIC DATA PROCESSING	1/09/90	7/29/14	7915 02	536 14	7378 88
8/01/14	500 00000	ISHARES S P U S PREFERRED STOCK ETF	9/21/10	7/29/14	19927 01	20005 00	-77 99
8/01/14	1500 00000	ISHARES S P U S PREFERRED STOCK ETF	11/30/11	7/29/14	59781 03	54105.00	5676 03

ACCOUNT# 08730450 TIMMONS, BESS S FOUNDATION PLG
TAX ID 43-6075014 ACC TYPE 33 CAPACITY 13 ACCNT 173 ADM 855 MGR 2589

8/01/14	66 00000	JOHNSON JOHNSON	1/09/90	7/29/14	6752.31	499 74	6252 57
10/20/14	615 31500	HIGHLAND LONG SHORT EQUITY Z	10/19/12	10/17/14	7309.94	7082 27	227 67
10/20/14	536 33600	NUVEEN REAL ESTATE SECS I	5/10/04	10/17/14	12384 00	8121 62	4262 38
10/20/14	1751 05400	OPPENHEIMER SENIOR FLOATING RATE I	9/10/13	10/17/14	14358 64	14621 30	-262 66
10/20/14	221 07400	T ROWE PRICE MID CAP VALUE FD INC	4/26/13	10/17/14	6817 92	5907 10	910 82
10/31/14	208 07300	NUVEEN REAL ESTATE SECS I	5/10/04	10/30/14	5031 21	3150 80	1880 41
10/31/14	64 02800	T ROWE PRICE MID CAP GROWTH FD #64	9/21/11	10/30/14	5023.64	3517 06	1506 58
12/09/14	117 00900	T ROWE PRICE MID CAP GROWTH FD #64	9/21/11	12/08/14	9502 30	6427 30	3075 00
12/11/14	80 00000	J P MORGAN CHASE CO	2/25/93	12/08/14	5016 68	1431 35	3585 33
12/11/14	35 00000	MACYS INC	9/11/13	12/08/14	2167 15	1556 48	610 67
12/11/14	156 00000	PFIZER INC	5/02/94	12/08/14	4995 02	646 10	4348 92

TOTAL ~~916130.41~~ 914888.05

NET CTF LT GAIN/LOSS	0 00
CAPITAL GAIN DISTRIBUTIONS	55661 14
AMER INTL LITIGATIONS MISC LT GAIN/LOSS	~~0 00~~ 445.79
LT CAPITAL LOSS CARRYOVER	0 00
NET LT GAIN/LOSS	~~971791 55~~ 970994.98

CAPITAL GAIN DISTRIBUTIONS

DATE	SHARES/PAR	DESCRIPTION	GAIN
12/04/14	0 02745	HIGHLAND LONG SHORT EQUITY Z	225 31 LT
12/04/14	0 45536	HIGHLAND LONG SHORT EQUITY Z	3737 17 ST
12/09/14	0 59765	OPPENHEIMER DEVELOPING MARKETS I	5893 19 LT
12/15/14	0 59000	T ROWE PRICE MID CAP GROWTH FD #64	957 90 ST
12/15/14	6 08000	T ROWE PRICE MID CAP GROWTH FD #64	9871 26 LT
12/15/14	0 25000	T ROWE PRICE MID CAP VALUE FD INC	1042 34 ST
12/15/14	3 68000	T ROWE PRICE MID CAP VALUE FD INC	15343 21 LT
12/16/14	1.02300	GLENMEDE SC EQUITY PORT ADV	2227 16 LT
12/16/14	0 01520	NUVEEN HIGH INCOME BOND FD CL I	272 28 ST
12/16/14	0 05960	NUVEEN HIGH INCOME BOND FD CL I	1067 61 LT
12/17/14	0 07510	LOOMIS SAYLES GLBL BOND INST	491 77 ST
12/17/14	0 07530	LOOMIS SAYLES GLBL BOND INST	493 07 LT
12/17/14	0 03000	T ROWE PRICE INTL GR&INC FD	852 22 ST
12/17/14	0 46000	T ROWE PRICE INTL GR&INC FD	13067 31 LT
12/18/14	0 31810	NUVEEN REAL ESTATE SECS I	1761 64 ST
12/18/14	0 72150	NUVEEN REAL ESTATE SECS I	3995.66 LT
12/19/14	0 20181	ROBECO BOSTON PARTNERS L S RSRCH	1299 65 LT
12/22/14	0 03789	DRIEHAUS SELECT CREDIT FUND	409 83 ST
12/23/14	0 24154	MORGAN DEMPSEY SMALL MICRO CAP VALUE	926 74 ST
12/23/14	0 47861	MORGAN DEMPSEY SMALL MICRO CAP VALUE	1836 32 LT
12/23/14	0 04650	NEUBERGER BERMAN LONG SH INS	341 39 LT

66113.03

TOTAL G/L 964986.81

BESS TIMMONS SPIVA FOUNDATION
2014 GRANT SCHEDULE

PART XV GRANTS AND CONTRIBUTIONS

GRANT RECIPIENT	ADDRESS	STATUS OF REC	PURPOSE OF GRANT	
A Sporting Chance	Springfield, Mo	Public Charity	Weekly Bowling Program	3000
Alice Lloyd College	Pippa Passes,Ky	Educational	Student Work Program	5000
Almost Home	St Louis, Mo	Public Charity	Transitional Living Program	3000
Art Feeds	Joplin,Mo	Public Charity	Art Packs	2000
Assistance League of Bellingham	Bellingham.WA	Public Charity	Enrichment Program	1500
Assistance League of Everett	Everett, Wa	Public Charity	Operation School Bell	2500
Bellingham Childcare & Learning Center	Bellingham.WA	Public Charity	Learning Services	2000
Big Brothers/Big Sisters of Yavapai Co	Phoenix, Az	Public Charity	General Support	10000
Boys/Girls Club	Vista ,Ca	Public Charity	STEM	2500
Cabool RIV Schools	Calbool, Mo	Educational	Library	2000
California Ballet Association	San Diego,Ca	Public Charity	General Support	7250
Call a Ride of South Lake	South Lake, Tx	Public Charity	General Support	2000
Canelo Project	Elgin,Az	Public Charity	Computer Equipment	1000
Caring Ministries	Tucson,Az	Public Charity	Box Truck & General Support	15000
Central Westchester Humane Society	Elmsfordm,Ny	Public Charity	Senior & Special Needs Animals	10000
Cerimon House	Portland ,Or	Public Charity	Cerimon House Salons	5500
Christians Addressing Family Abuses	Eugene,Or	Public Charity	General Support	12300
Christians as Family Advacates	Eugene,Or	Public Charity	Safe famililies for Children	10000
City of Marquette Kansas	Marquette,Ks	Public City	Swimming Pool Fund	5000
Colonial Fox Theatre Foundation	Pittsburg,Ks	Public Charity	Restorations	9000
Community Health Center of SE Kansas	Pittsburg,Ks	Public Charity	Building Health	2500
Donnelly College	Kansas City,Mo	Educational	Scholarships	3000
Ebsreins Anomaly Foundation	Coopersburg.Pa	Public Charity	Cone Procedure Research	10000
Foundation for the Schools of Tarrytown	Sleepy Hollow,Ny	Educational	General Support	4000
Friends of Saguara National Park	Tucson,Az	Public Charity	Exploring Desert Diversity	9000
Green Valley Assistance Services	Green Valley,Az	Public Charity	Safety & Health in Motion	2000
Home Medical Equipment Services	Joplin,Mo	Public Charity	Client Safety & Service	2200
Joplin Association for the Blind	Joplin,Mo	Public Charity	Low Vision Exams	2000
Magic Jungle Wildlife Preserve	Palm Springs, Ca	Public Charity	Save the Wild Ones	2500
Miners Hall Museum	Flanklin,Ks	Public Charity	Living Histort Project	5000
Missouri College Fund	Kansas City,Mo	Educational	Scholarships	1500

Missouri Lions Eye Research Foundation	Columbia,Mo	Public Charity	Equipment	3600	
Monarch School	San Diego,Ca	Educational	Educational Activities	2500	
Native American Arts & Culture	Medicine Park,Ok	Public Charity	Native Village Veterans Program	3000	
Nature Conservancy	Lawrence, Ks	Public Charity	General Support	5000	
Philanthroplic Endeavers Foundation	York,Pa	Public Charity	Parliament Arts	6000	
Portland Youth Builders	Portland, Or	Public Charity	Vista Service Project	2000	
Prescott Valley Performing Arts	Prescott,Az	Public Charity	Theater Programs	2000	
Rosies House	Phoenix Az	Public Charity	After School Programming	2000	
Serendipity Center	Portland, Or	Public Charity	General Support	3000	
Shoes That Fit	Clarmont,Ca	Public Charity	Back to School Project	2000	
Sierra Hospice	Chester,Ca	Public Charity	Camp HUG	1000	
Sisters of the Road	Portland,Or	Public Charity	Hot Meals Program	9000	
Store to Door	Portland,Or	Public Charity	Nourishment Program	9300	
Texas County Medical Hospital Foundation	Houston,Mo	Medical	Equipment & Scholarships	7500	
The Loft Cimema	Tucson,Az	Public Charity	General Support	3400	
The Young Philanthrop pic Foundation	Denver,Co	Public Charity	Penny Harvest	2500	
Theordore Korony American Legion Post 253	Bronx,Nyr5	Public Charity	General Support	1750	
TNK Childrens Foundation	Liberty,Mo	Public Charity	Kids with Cancer	4000	
Volunteers of America	Portland,Or	Public Charity	Education Program	6000	
Wings of Hope	St Louis, Mo	Public Charity	Medical Air Transport	3000	
Yavapi Exceptional Industries	Prescott,Az	Public Charity	Scholarships	4000	
Youth On Their Own	Tucson, Az	Public Charity	Student Living program	5000	
Total				241800	0

BESS SPIVA TIMMONS FOUNDATION, INC
INFORMATION FOR FORM 990-PF
YEAR 2014
43-6075014

Part VIII, Line 1

Name and Address of Officers, Directors & Managers	Title and Average Hours per Week	Contributions to EBP	Expenses Allowances	Compensation
U.S. Bank, NA P. O. Box 8 Joplin, MO 64802	Trustee Less than One	-0-	0	$29,652.26
Bryna Majidi 62 Riverview Ave Tarrytown NY 10591	Officer President Less than One	-0-	-0-	-0-
Tim Spears 3120 E. Lester St. Tucson, AZ 85716	Director Treasurer Less than One	-0-	-0-	-0-
Catherine Weeks 2000 E. 8th St. (PO Box 825) Vancouver, WA 98661 (98666)	Director Less than One	-0-	-0-	-0-
Jennifer Svacina 1393 Mamerow Lane E Oconomowoc, WI 53066	Director Less than One	0	0	0
Dana Whitby 1984 Folly Rd, Apt A314 Charleston SC 29412-9582	Director Vice President Less than One	-0-	-0-	-0-
Sarah Timmons 624 N Wrigley Lane Lawrence, KS 66044	Director Less than One	-0-	-0-	-0-
Gregory G. Timmons 3725 Rimrock Road York, PA 17402	Director Secretary Less than One	-0-	-0-	-0-

THE BESS SPIVA TIMMONS FOUNDATION

BACKGROUND AND PHILOSOPHY

The Bess Spiva Timmons Foundation, a family foundation, was established by Mrs. Timmons in 1967, to enable her children to carry on an already existing program of assistance in the areas of education, health, medical research, the arts, and programs with emphasis to benefit minority groups, social services, and ecology. Consideration is also given to experimental ventures in these designated areas. Small, struggling tax-exempt organizations, which have little or no federal, state or local financial assistance, are favored for grants.

The Foundation cannot consider requests from individuals or associations located in foreign countries, or for operating expenses, endowments, major building projects, or major acquisitions. The Foundation does not make permanent commitments of support.

The Foundation primarily limits its interest to the Central and Western United States. Grants generally range from one to ten thousand dollars.

No formal grant application forms are used. However, all requests should be stated in a letter following the guidelines listed below:

Application Information Required

Proposal letter should include the following:

1. Mission statement and background of organization.
2. Demonstration of need.
3. Amount requested.
4. Project title and name of project director.
5. Purpose of program for which funds are sought.
6. Time-lines for program implementation.
7. Evaluation after implementation of program.

Attachments

1. Current financial statement.
2. Copy of tax exempt status.
3. Roster of Board of Directors
4. Optional materials.

Submission Date

Grant applications must be submitted prior to August 31st, for consideration at the annual meeting of the Timmons foundation, which is held in October each year. The notification of grant awards will be made as soon as possible after the annual meeting. We strive to notify all applicants within 30 days following the annual meeting as to the disposition of their grant request.

Reports

A status report and evaluation of any funded project should be received by the Foundation either upon completion of the project or not later than March 31st, of the following year. This is requested of all grant recipients without regard to the size of the grant. The organization receiving the grant should acknowledge the amount received and states the deposition of the funds. Twenty percent of each Grant in the amount of $5,000 and more will be withheld until a status report is received.

Applications for grants should be forwarded to:

The Bess Spiva Timmons Foundation
U.S. Bank Private Client Group
P.O. Box 8
Joplin, MO 64802-0008

OR

Email: info@timmonsfoundation.org

If you have any questions, please call:

Catherine Spillman, President
(541) 998-3224