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Return of Private Foundation

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

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation BARNEY AND SUSIE COCKBURN CHARITABLE TRUST		A Employer identification number 47-5276300
Number and street (or P.O. box number if mail is not delivered to street address) P.O. BOX AA		B Telephone number (575) 746-8000
City or town, state or province, country, and ZIP or foreign postal code ARTESIA, NM 88211		C If exemption application is pending, check here ☒
G Check all that apply ☒ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 4,701,927.		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)		

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		3,618,714.			
2 Check ☐ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		116,145.	105,557.	116,145.	STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		<45,768.>			
b Gross sales price for all assets on line 6a		2,184,612.			
7 Capital gain net income (from Part IV, line 2)			0.		
8 Net short-term capital gain				N/A	
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss)					
11 Other income		36,758.	36,758.	36,758.	STATEMENT 2
12 Total. Add lines 1 through 11		3,725,849.	142,315.	152,903.	
13 Compensation of officers, directors, trustees, etc.		0.	0.	0.	0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 3		4,996.	4,996.	4,996.	0.
b Accounting fees STMT 4		10,545.	10,545.	10,545.	0.
c Other professional fees STMT 5		38,134.	38,134.	38,134.	0.
17 Interest					
18 Taxes STMT 6		17.	0.	0.	0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		8,988.	0.	0.	0.
24 Total operating and administrative expenses. Add lines 13 through 23		62,680.	53,675.	53,675.	0.
25 Contributions, gifts, grants paid		0.			0.
26 Total expenses and disbursements. Add lines 24 and 25		62,680.	53,675.	53,675.	0.
27 Subtract line 26 from line 12		3,663,169.			
a Excess of revenue over expenses and disbursements			88,640.		
b Net investment income (if negative enter -0-)					
c Adjusted net income (if negative enter -0-)				99,228.	

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Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash non interest-bearing			
	2 Savings and temporary cash investments		64,540.	64,540.
	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			
	7 Other notes and loans receivable ▶ Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - US and state government obligations			
	b Investments - corporate stock			
	c Investments - corporate bonds			
	11 Investments - land, buildings and equipment basis ▶ Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	0.	3,598,513.	4,637,172.
	14 Land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
15 Other assets (describe ▶ <u>ROYALTY RIGHTS</u>)	0.	116.	215.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	0.	3,663,169.	4,701,927.	
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			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31 ☐			
	24 Unrestricted			
	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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	3,663,169.	
	30 Total net assets or fund balances	0.	3,663,169.	
31 Total liabilities and net assets/fund balances	0.	3,663,169.		

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	0.
2 Enter amount from Part I, line 27a	2	3,663,169.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	3,663,169.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	3,663,169.

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				
b SEE ATTACHED STATEMENTS				
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				
b				
c				
d				
e 2,184,612.		2,230,380.	<45,768.>	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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				
b				
c				
d				
e			<45,768.>	
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	<45,768.>
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) If (loss), enter -0- in Part I, line 8		{ }	3	1,783.

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.)

N/A

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			
2012			
2011			
2010			
2009			
2 Total of line 1, column (d)			2
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
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4
5 Multiply line 4 by line 3			5
6 Enter 1% of net investment income (1% of Part I, line 27b)			6
7 Add lines 5 and 6			7
8 Enter qualifying distributions from Part XII, line 4 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			8

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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	1,773.
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-)	0.
3	Add lines 1 and 2	1,773.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	0.
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	1,773.
6	Credits/Payments	
6a	2014 estimated tax payments and 2013 overpayment credited to 2014	
6b	Exempt foreign organizations - tax withheld at source	
6c	Tax paid with application for extension of time to file (Form 8868)	
6d	Backup withholding erroneously withheld	
7	Total credits and payments. Add lines 6a through 6d	0.
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	40.
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	1,813.
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐	

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?		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		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ☐ \$ 0. (2) On foundation managers ☐ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ☐ \$ 0.		
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		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
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? If "Yes," attach the statement required by General Instruction T		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?		X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ☐ NM		
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	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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► FIRST AMERICAN BANK TRUST DEPTMEN Telephone no ► (575) 746-8000 Located at ► P.O. BOX AA, ARTESIA, NM ZIP+4 ► 88211			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

1a	During the year did the foundation (either directly or indirectly)		Yes	No		Yes	No
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐	☒				
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐	☒				
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☐	☒				
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☐	☒				
	(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)?	☐	☒				
	(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)	☐	☒				
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here	N/A	1b				
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))						
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	☐	☒				
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	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 ►						
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐	☒				
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		

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

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?

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

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

(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
FIRST AMERICAN BANK	TRUSTEE			
P.O. BOX AA				
ARTESIA, NM 88211	1.00	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1) 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

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

3 Five highest-paid independent contractors for professional services. 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 N/A	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
All other program-related investments. See instructions.	
Total. Add lines 1 through 3	0.

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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	4,448,678.
b	Average of monthly cash balances	1b	89,109.
c	Fair market value of all other assets	1c	215.
d	Total (add lines 1a, b, and c)	1d	4,538,002.
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	4,538,002.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	68,070.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	4,469,932.
6	Minimum investment return. Enter 5% of line 5	6	223,497.

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	223,497.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,773.
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	1,773.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	221,724.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	221,724.
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	221,724.

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	0.
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	
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	0.
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	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	0.

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.

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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				221,724.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$	0.			
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				0.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
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 instr			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				221,724.
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	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				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

N/A

1 a 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)

2 a 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)(ii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Tax year

(a) 2014

(b) 2013

Prior 3 years

(c) 2012

(d) 2011

(e) Total

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**1 Information Regarding Foundation Managers**

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

NONE

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

NONE

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

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

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

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

c Any submission deadlines

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

**BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST**

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				
NONE				
Total			3a	0.
b Approved for future payment				
NONE				
Total			3b	0.

[illegible]

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

[illegible]

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

[illegible]

- 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.

Signature of officer or trustee Frank Coates, ARP Date 11-15-16

ASST VP
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

**Paid
Preparer
Use Only**

Print/Type preparer's name

SPROLES WOODARD
L.L.P.

Preparer's signature _____

W. L. L. P.

Date _____

11-15-16

Check ☐ self-employed

PTIN

P00141522

Firm's name ► SPROLES WOODARD L.L.P.

Firm's address ► P.O. BOX 1323
ARTESIA, NM 88211-1323

Firm's EIN ▶ 75-0807999

Phone no 575-748-1374

Form **990-PF** (2014)

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

OMB No. 1545-0047

2014

Name of the organization

**BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST**

Employer identification number

47-5276300

Organization type (check one)

Filers of

Section

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule****Note** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization BARNEY AND SUSIE COCKBURN CHARITABLE TRUST	Employer identification number 47-5276300
---	---

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

(a) No	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MAGGIE SUETTA COCKBURN CHARITABLE REMAINDER TRUST P.O. BOX AA ARTESIA, NM 88211	\$ 3,618,714.	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization

Employer identification number

BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST

47-5276300

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

[illegible]

Name of organization

BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST

Employer identification number

47-5276300

Part III. Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this info. once) ▶ \$

Use duplicate copies of Part III if additional space is needed.

(a) No from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST

CONTINUATION FOR 990-PF, PART IV
47-5276300 PAGE 1 OF 5

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 AMERICAN HIGH-INCOME TR-F2	P	08/29/13	05/24/14
b BLACKROCK GNMA PORT	P	07/31/13	07/31/14
c BLACKROCK GLOBAL ALLOCATION	P	12/17/13	08/19/14
d COLUMBIA STRATEGIC INCOME FUND	P	06/24/13	05/28/14
e DOUBLELINE TOTAL RET BD	P	06/10/14	08/15/14
f FIDELITY GOVT INCOME	P	12/16/13	08/15/14
g LOOMIS SAYLES	P	05/27/14	05/28/14
h PIMCO HIGH YEILD FUND	P	12/02/13	05/28/14
i PERMANENT PORTFOLIO	P	12/30/13	08/20/14
j VANGUARD GNMA FIXED INC	P	03/07/14	07/31/14
k FANNIE MAE	P	03/24/14	11/24/14
l FANNIE MAE - CALL OPTION	P	03/24/14	11/24/14
m ALCOA INC	P	02/03/11	08/19/14
n ALCATEL-LUCENT	P	12/03/09	08/19/14
o AMERICAN HIGH-INCOME TR-F2	P	01/20/12	05/28/14

(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 80.		79.	1.
b 319.		315.	4.
c 57.		54.	3.
d 16.		16.	0.
e 50,359.		50,075.	284.
f 39.		38.	1.
g 6.		6.	0.
h 54.		52.	2.
i 94.		89.	5.
j 40,379.		40,000.	379.
k 50,000.		50,000.	0.
l 1,000.			1,000.
m 10,975.		11,628.	<653.>
n 91.		104.	<13.>
o 1,161.		1,098.	63.

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			** 1.
b			** 4.
c			** 3.
d			** 0.
e			** 284.
f			** 1.
g			** 0.
h			** 2.
i			** 5.
j			** 379.
k			** 0.
l			** 1,000.
m			<653.>
n			<13.>
o			63.

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 }

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)
If (loss), enter "-0-" in Part I, line 8

2

3

**BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST**

CONTINUATION FOR 990-PF, PART IV
47-5276300 PAGE 2 OF 5

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 ATLANTIC POWER CORP	P	02/09/12	03/28/14
b BP PLC ADR	P	12/03/09	08/04/14
c BLACKROCK GNMA PORT	P	02/29/12	08/01/14
d BLACKROCK LATIN AMERICAN FUND	P	02/09/12	02/03/14
e BLACKROCK GLOBAL ALLOCATION	P	07/19/13	08/20/14
f GUGGENHEIM FRONTIER MARKETS	P	02/02/11	03/12/14
g COLUMBIA STRATEGIC INCOME FUND	P	05/14/13	05/28/14
h COLUMBIA DIVIDEND INCOME	P	09/13/12	03/26/14
i DIAMOND OFFSHORE DRILLING	P	02/03/11	08/04/14
j DOUBLELINE TOTAL RETURN	P	01/08/13	08/15/14
k FIDELITY GOVT INCOME	P	10/05/12	08/07/14
l FRANKLIN GROWTH FUND	P	06/30/11	03/26/14
m FRONTIER COMM CORP	P	12/03/09	08/04/14
n GOLDMAN SACHS GROUP	P	09/28/11	07/11/14
o ISHARES MSCI MALAYSIA FREE INDES	P	06/30/11	03/07/14

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,132.		6,023.	<4,891.>
b 129,570.		151,916.	<22,346.>
c 10,184.		10,742.	<558.>
d 33,597.		49,479.	<15,882.>
e 917.		895.	22.
f 21,816.		32,698.	<10,882.>
g 212.		223.	<11.>
h 10,000.		8,279.	1,721.
i 5,966.		9,202.	<3,236.>
j 55,814.		57,530.	<1,716.>
k 57,003.		59,914.	<2,911.>
l 10,000.		7,333.	2,667.
m 326.		386.	<60.>
n 11,330.		11,268.	62.
o 17,886.		17,407.	479.

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<4,891.>
b			<22,346.>
c			<558.>
d			<15,882.>
e			22.
f			<10,882.>
g			<11.>
h			1,721.
i			<3,236.>
j			<1,716.>
k			<2,911.>
l			2,667.
m			<60.>
n			62.
o			479.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

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 LORD ABBETT HIGH YEILD	P	11/03/14	11/20/14
b METROPOLITAN WEST STRATEGIC INCOME	P	08/07/14	10/23/14
c PIMCO TOTAL RETURN FUND	P	02/03/14	08/22/14
d PIMCO HIGH YEILD FUND	P	10/31/13	09/30/14
e PIMCO GNMA	P	02/03/14	02/13/14
f PROSHARES ULTRASHORT	P	07/30/14	08/21/14
g PROSHARES TR SHORT HIGH YEILD	P	01/27/14	12/02/14
h CAPITAL GAINS DIVIDENDS			
i			
j			
k			
l			
m			
n			
o			

(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 21,317.		21,536.	<219.>
b 25,014.		25,033.	<19.>
c 37,956.		38,048.	<92.>
d 226,692.		227,164.	<472.>
e 15,638.		15,736.	<98.>
f 1,040.		1,056.	<16.>
g 9,090.		9,251.	<161.>
h 44,177.			44,177.
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "0-")
a			** <219.>
b			** <19.>
c			** <92.>
d			** <472.>
e			** <98.>
f			** <16.>
g			** <161.>
h			44,177.
i			
j			
k			
l			
m			
n			
o			

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	<45,768.>
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) If (loss), enter "-0-" in Part I, line 8 }	3	1,783.

BARNEY AND SUSIE COCKBURN
CHARITABLE TRUST

CONTINUATION FOR 990-PF, PART IV
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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	VANGUARD GNMA FIXED INC	P	09/13/11	07/30/14
b	VANGUARD SHORT-TERM INVEST	P	01/27/11	08/01/14
c	VERIZON COMMUNICATIONS	P	12/03/09	03/27/14
d	VODAFONE GROUP	P	12/03/09	03/27/14
e	WELLS FARGO AND CO	P	12/03/09	08/07/14
f	ZOETIS INC	P	02/13/11	08/19/14
g	MORGAN STANLEY	P	10/18/11	01/24/14
h	ALLIANCEBERNSTEIN HIGH INC	P	12/10/13	07/14/14
i	AMERICAN HIGH INCOME	P	02/07/14	11/19/14
j	BLACKROCK HIGH YEILD BOND	P	10/20/14	12/01/14
k	DIREXION SHS	P	12/01/14	12/05/14
l	FIDELITY CONSERVATIVE BOND	P	10/01/14	10/27/14
m	GOLDMAN SACHS STRATEGIC INCOME	P	08/07/14	08/18/14
n	ISHARES HIGH YEILD	P	09/19/17	09/26/14
o	JP MORGAN HIGH YEILD	P	04/01/14	07/14/14

(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	69,608.	72,342.	<2,734.>
b	67,255.	67,535.	<280.>
c	20.	21.	<1.>
d	16.	20.	<4.>
e	177,183.	189,035.	<11,852.>
f	589.	362.	227.
g	26,000.	26,000.	0.
h	85,294.	84,210.	1,084.
i	144,659.	144,397.	262.
j	64,441.	64,478.	<37.>
k	6,725.	6,848.	<123.>
l	4,298.	4,303.	<5.>
m	7,777.	7,792.	<15.>
n	9,334.	9,451.	<117.>
o	21,536.	21,404.	132.

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) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<2,734.>
b			<280.>
c			<1.>
d			<4.>
e			<11,852.>
f			227.
g			0.
h			** 1,084.
i			** 262.
j			** <37.>
k			** <123.>
l			** <5.>
m			** <15.>
n			** <117.>
o			** 132.

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	
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) If (loss), enter "-0-" in Part I, line 8 }	3	

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 IVY MUNICIPAL HIGH INC	P	04/30/12	08/15/14
b JANUS SHORT TERM BOND	P	01/27/11	08/15/14
c LAZARD EMERGING MKTS	P	02/02/11	03/11/14
d LOOMIS SAYLES BOND	P	05/14/13	05/28/14
e MARKET VECTORS INDONESIA	P	02/02/11	03/12/14
f MFS MASS INV GROWTH	P	12/03/09	03/11/14
g PIMCO TOTAL RETURN FUND	P	01/09/12	08/18/14
h PERMANENT PORTFOLIO	P	02/09/12	08/20/14
i PROSHARES ULTRASHORT	P	02/01/11	08/01/14
j RIDGEWORTH INST	P	06/30/11	08/11/14
k RIDGEWORTH UNTRA ST	P	02/01/11	08/20/14
l SPDR GOD TRUST	P	02/02/11	08/19/14
m UNISYS CORP	P	12/03/09	08/19/14
n VANGUARD LONG-TERM BOND	P	05/14/13	05/30/14
o VANGUARD SHORT-TERM BOND	P	01/27/11	08/20/14

(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 55,715.		56,791.	<1,076.>
b 134,415.		135,291.	<876.>
c 30,000.		36,735.	<6,735.>
d 111.		111.	0.
e 15,213.		18,621.	<3,408.>
f 30,000.		16,907.	13,093.
g 5,410.		5,401.	9.
h 928.		997.	<69.>
i 11,377.		26,803.	<15,426.>
j 167,984.		166,988.	996.
k 67,584.		67,313.	271.
l 21,851.		25,541.	<3,690.>
m 3,981.		5,870.	<1,889.>
n 352.		338.	14.
o 53,649.		53,802.	<153.>

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

(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	(l) Losses (from col (h)) Gains (excess of col (h) gain over col (k), but not less than "-0-")
a			<1,076.>
b			<876.>
c			<6,735.>
d			0.
e			<3,408.>
f			13,093.
g			9.
h			<69.>
i			<15,426.>
j			996.
k			271.
l			<3,690.>
m			<1,889.>
n			14.
o			<153.>

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	
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) If (loss), enter "-0-" in Part I, line 8	3	

FORM 990-PF		DIVIDENDS AND INTEREST FROM SECURITIES			STATEMENT 1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
VARIOUS SECURITIES	160,322.	44,177.	116,145.	105,557.	116,145.
TO PART I, LINE 4	160,322.	44,177.	116,145.	105,557.	116,145.

FORM 990-PF		OTHER INCOME			STATEMENT 2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME		
OIL AND GAS ROYALTY INCOME	36,758.	36,758.	36,758.		
TOTAL TO FORM 990-PF, PART I, LINE 11	36,758.	36,758.	36,758.		

FORM 990-PF		LEGAL FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	4,996.	4,996.	4,996.	0.	
TO FM 990-PF, PG 1, LN 16A	4,996.	4,996.	4,996.	0.	

FORM 990-PF		ACCOUNTING FEES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	10,545.	10,545.	10,545.	0.	
TO FORM 990-PF, PG 1, LN 16B	10,545.	10,545.	10,545.	0.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
TRUSTEE FEES	38,134.	38,134.	38,134.	0.	
TO FORM 990-PF, PG 1, LN 16C	38,134.	38,134.	38,134.	0.	

FORM 990-PF	TAXES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
REAL ESTATE TAXES	17.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 18	17.	0.	0.	0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
MISCELLANEOUS	8,988.	0.	0.	0.	
TO FORM 990-PF, PG 1, LN 23	8,988.	0.	0.	0.	

FORM 990-PF	OTHER INVESTMENTS		STATEMENT	8
DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE	
AES CORP AES CORP	COST	6,123.	6,789.	
AT&T INC	COST	11,785.	14,242.	
ABBOTT LABS	COST	7,237.	14,767.	
ABBVIE INC	COST	7,841.	21,464.	
APPLE INC	COST	27,983.	57,950.	
BAXTER INTL INC	COST	7,896.	11,946.	
BECTON DICKINSON & CO	COST	9,534.	15,725.	
BERKSHIRE HATHAWAY INC DEL CL B	COST	59,972.	66,066.	

CME GROUP INC	COST	3,596.	5,319.
CVS HEALTH CORPORATION	COST	9,025.	26,582.
CHEVRON CORPORATION	COST	64,077.	87,500.
COLGATE PALMOLIVE CO COM	COST	4,797.	8,718.
COMCAST CORP CL A	COST	3,402.	6,265.
EBAY INC COM	COST	11,004.	19,137.
ECOLAB INC	COST	5,694.	11,811.
EXXON MOBIL CORP	COST	15,695.	17,473.
GENERAL DYNAMICS CORP	COST	9,541.	17,340.
GENERAL ELECTRIC CO	COST	11,423.	14,000.
HALYARD HEALTH INC	COST	168.	352.
HERCULES TECHNOLOGY GROWTH	COST	6,030.	8,363.
JPMORGAN CHASE & CO	COST	9,718.	13,455.
JOHNSON & JOHNSON	COST	7,676.	13,176.
KIMBERLY CLARK CORP	COST	3,874.	7,163.
LEGACY RESERVES LP	COST	6,019.	2,640.
M & T BK CORP	COST	8,722.	12,688.
MEDTRONIC INC	COST	9,729.	18,122.
MERCK & CO INC	COST	8,329.	14,368.
MICROSOFT CORP	COST	20,317.	34,094.
ORACLE CORPORATION	COST	25,443.	34,672.
PFIZER INC	COST	4,670.	7,632.
RAYTHEON CO	COST	10,722.	23,256.
SPECTRA ENERGY CORP	COST	15,931.	20,727.
SYSCO CORP	COST	8,993.	12,026.
3M CO	COST	8,888.	16,596.
US BANCORP DEL	COST	17,268.	28,453.
UNITED STS STL CORP UNITED STATES	COST		
STEEL CORP		18,502.	15,509.
VERIZON COMMUNICATIONS	COST	11,640.	14,595.
VODAFONE GROUP PLC ADR	COST	3,046.	2,426.
WAL-MART STORES INC	COST	14,051.	21,642.
WELLS FARGO & COMPANY	COST	324,125.	845,215.
ALERIAN MLP ETF	COST	20,060.	18,449.
ISHARES IBOXX \$ INVESTMENT GRADE	COST		
CORP BOND FUND		310,039.	309,869.
ISHARES CORE GNMA BOND	COST	199,840.	202,480.
SCHLUMBERGER LTD	COST	6,652.	6,406.
NORDIC AMERN OFFSHORE LTD SEDOL	COST	5,968.	3,930.
COLUMBIA DIVIDEND INCOME-Z	COST	214,130.	274,622.
FRANKLIN GROWTH FUND-ADV	COST	55,320.	89,511.
MFS MASS INV GROWTH STK A	COST	65,709.	122,855.
T ROWE PRICE SMALL CAP VALUE #46	COST	81,327.	102,020.
VANGUARD MID CAP INDEX-INV	COST	91,082.	145,498.
GUGGENHEIM S&P MIDCAP 400 PURE	COST		
GROWTH ETF		41,237.	56,271.
SPDR S&P 500 ETF TRUST SPDR	COST	64,643.	93,315.
BLACKROCK GLOBAL ALLOCATION FUND-	COST	70.	71.
CAPITAL WRLD GRTH & INC-F2 AMERICAN	COST		
FUNDS		51,024.	52,002.
LAZARD EMERGING MKTS PORT-IN	COST	39,352.	33,239.
COLUMBIA CONV SECURITIES-Z	COST	22,499.	31,388.
OAKMARK EQUITY & INCOME	COST	88,941.	99,152.
VANGUARD BALANCED INDEX INV	COST	51,757.	53,021.

BURLINGTON NORTH SANTA FE	COST	9,841.	10,494.
GLENDALE ARIZ MUN PPTY CORP	COST	46,012.	45,257.
LOUISIANA LOC GOVT	COST	64,606.	66,430.
NEW MEXICO ST HOSP EQUIP LN	COST	75,139.	82,527.
DREYFUS STANDISH INTL FIXED INC	COST	94,658.	95,058.
FEDERATED INST HI YLD BOND FUND	COST	51,262.	49,603.
FIDELITY ADV FLO RT H/I-I	COST	104,615.	101,679.
PIMCO TOTAL RETURN FUND-INST	COST	216,294.	211,220.
PIMCO REAL RETURN FUND-INST	COST	91,557.	86,147.
PROFESSIONALLY MNGD OSTERWEIS STR-I	COST	76,039.	72,240.
T ROWE PRICE EMERGING MKT BD	COST	88,587.	81,856.
VANGUARD GNMA FIXED INC FUND #36	COST	50,385.	50,853.
SPDR BARCLAYS HIGH YIELD BOND	COST	30,000.	29,923.
VANGUARD TOTAL BOND MARKET ETF	COST	263,482.	263,584.
METROPOLITAN WEST STRATEGIC INCOME	COST	6.	6.
ALLIANCEBERNSTEIN HIGH INC AD	COST	79,983.	80,061.
AMERICAN HIGH-INCOME TR	COST	47.	46.
BLACKROCK HIGH YIELD BOND INST	COST	202.	194.
JP MORGAN HIGH YIELD FUND	COST	20,216.	20,174.
LORD ABBETT HIGH YIELD FUND	COST	52.	50.
PIMCO TOTAL RETURN FUND-INST	COST	9.	9.
PIMCO HIGH YIELD FUND-INSTL	COST	0.	0.
RIDGEWORTH INST US GV US IN	COST	0.	0.
SPDR BARCLAYS HIGH YIELD BOND	COST	5,356.	5,367.
IVY MUNICIPAL HIGH INC	COST	29.	31.
TOTAL TO FORM 990-PF, PART II, LINE 13		3,598,513.	4,637,172.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS	STATEMENT	9
	PART VII-A, LINE 10		

NAME OF CONTRIBUTOR	ADDRESS
MAGGIE SUETTA COCKBURN CHARITABLE REMAINDER TRUST	P.O. BOX AA ARTESIA, NM 88211