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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
THE SPOTTS TRUST CHARLES HERMES TRUSTEE

A Employer identification number
47-6126112

Number and street (or P O box number if mail is not delivered to street address) PO BOX 366 | Room/suite

B Telephone number (see instructions)
(402) 462-4141

City or town, state or province, country, and ZIP or foreign postal code
HASTINGS, NE 68902

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)*▶$ 1,789,547

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

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	34,209	34,209		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	139,951			
	b	Gross sales price for all assets on line 6a 942,971				
	7	Capital gain net income (from Part IV, line 2)		139,951		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	3,038	3,038		
	12	**Total.** Add lines 1 through 11	177,198	177,198		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	9,750	9,750		0
	c	Other professional fees (attach schedule)	24,318	24,318		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	482	482		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	2,226	2,226		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	36,776	36,776		0
	25	Contributions, gifts, grants paid	80,000			80,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	116,776	36,776		80,000
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	60,422			
	b	**Net investment income** (if negative, enter -0-)		140,422		
	c	**Adjusted net income** (if negative, enter -0-)				

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	162,812	41,779	41,779
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶ ______			
	Less allowance for doubtful accounts ▶ ______			
	4 Pledges receivable ▶ ______			
	Less allowance for doubtful accounts ▶ ______			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶ ______			
	Less allowance for doubtful accounts ▶ ______			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)	33,141	17,999	21,092
	b Investments—corporate stock (attach schedule)	960,160	969,127	1,154,815
	c Investments—corporate bonds (attach schedule)	25,998	25,032	28,800
	11 Investments—land, buildings, and equipment basis ▶ ______			
	Less accumulated depreciation (attach schedule) ▶ ______			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	349,270	535,162	543,003
	14 Land, buildings, and equipment basis ▶ ______			
	Less accumulated depreciation (attach schedule) ▶ ______			
	15 Other assets (describe ▶ ______)	1,038	58	58
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	1,532,419	1,589,157	1,789,547
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶ ______)			
	23 **Total liabilities** (add lines 17 through 22)	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	697,184	697,184	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	835,235	891,973	
	30 **Total net assets or fund balances** (see instructions)	1,532,419	1,589,157	
	31 **Total liabilities and net assets/fund balances** (see instructions)	1,532,419	1,589,157	

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	1,532,419
2	Enter amount from Part I, line 27a	2	60,422
3	Other increases not included in line 2 (itemize) ▶ ______	3	0
4	Add lines 1, 2, and 3	4	1,592,841
5	Decreases not included in line 2 (itemize) ▶ ______	5	3,684
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,589,157

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	139,951
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

1 Enter the appropriate amount in each column for each year, see instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	78,954	1,692,235	0 046657
2012	75,585	1,600,300	0 047232
2011	75,646	1,651,219	0 045812
2010	68,119	1,539,355	0 044252
2009	86,890	1,363,248	0 063737

2	**Total** of line 1, column (d).	2	0 247690
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 049538
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,610,333
5	Multiply line 4 by line 3.	5	79,773
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,404
7	Add lines 5 and 6.	7	81,177
8	Enter qualifying distributions from Part XII, line 4.	8	80,000

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ 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	2,808
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	2,808
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	2,808
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,400		
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	2,400
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	408
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		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
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.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
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	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶NE			
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	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶MR CHARLES HERMES TRUSTEE Telephone no ▶(402) 462-4141

Located at ▶2ND ST JOSEPH AVE HASTINGS NE ZIP+4 ▶68901

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 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	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)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **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)	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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

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

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
CHARLES HERMES PO BOX 366 HASTINGS, NE 68902	TRUSTEE 5 00	0	0	0
STEPHANIE BLISS PO BOX 366 HASTINGS, NE 68902	TRUSTEE 5 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. . . . . ▶	0

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	1,565,438
b	Average of monthly cash balances	1b	69,418
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	1,634,856
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	1,634,856
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	24,523
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,610,333
6	**Minimum investment return.** Enter 5% of line 5	6	80,517

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	80,517
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 2,808		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	2,808
3	Distributable amount before adjustments Subtract line 2c from line 1	3	77,709
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	77,709
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	77,709

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	80,000
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	80,000
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	80,000

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					77,709
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only.				0	
b Total for prior years 20___ , 20___ , 20___			0		
3 Excess distributions carryover, if any, to 2014					
a From 2009.	18,814				
b From 2010.					
c From 2011.					
d From 2012.					
e From 2013.					
f **Total** of lines 3a through e.		18,814			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 80,000					
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.					77,709
e Remaining amount distributed out of corpus		2,291			
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		21,105			
b Prior years' undistributed income Subtract line 4b from line 2b			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.			0		
d Subtract line 6c from line 6b Taxable amount —see instructions			0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					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)		0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .		18,814			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		2,291			
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. . . .	2,291				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Additional Data Table				
Total . . . . ▶ **3a**				80,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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)
1 Program service revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	34,209	
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.			14	3,038	
8 Gain or (loss) from sales of assets other than inventory			18	139,951	
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		177,198	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 177,198

(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)

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)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

****** 2016-03-25 ******

Signature of officer or trustee Date Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
ADAM V JACOBITZ CPA		2016-03-23	☐	P00478076

Firm's name ▶ MCDERMOTT AND MILLER PC — Firm's EIN ▶ 47-0608676

Firm's address ▶ PO BOX 1317 HASTINGS, NE 689021317 — Phone no (402) 462-4154

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
PUBLICLY TRADED SECURITIES	P		
POWERSHARES DB US DOLLAR INDEX BULLISH FUND	P		
POWERSHARES DB AGRICULTURE FUND	P		
POWERSHARES DB BASE METALS FUND	P		
POWERSHARES DB ENERGY FUND	P		
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
931,125		802,668	128,457
644			644
		330	-330
107			107
		22	-22
11,095			11,095

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			128,457
			644
			-330
			107
			-22
			11,095

Form 990PF Part XV Line 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*				
HASTINGS SYMPHONY ORCHESTRA 2100 W 6TH HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	PROMOTION OF THE ARTS	1,500
SAINT MARK'S PRO-CATHEDRAL 422 N BURLINGTON HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	20,000
HASTINGS COMMUNITY FOUNDATION 800 W 3RD - RM 232 HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	14,050
SALVATION ARMY 400 S BURLINGTON HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	23,200
HEARTLAND PET CONNECTION 1807 W J ST HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	300
CASA OF SOUTH CENTRAL NEBRASKA 2727 WEST 2ND ST HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	1,250
SPOUSAL ABUSESEXUAL ASSAULT CRISIS CENTER 220 S BURLINGTON AVE STE 4 HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	500
HASTINGS PUBLIC SCHOOLS - OPPORTUNITY FUND 1924 W A HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	500
YWCA - THE ZONE AFTER SCHOOL PROGRAM 604 N ST JOSEPH AVE HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	500
BIG BROTHERSBIG SISTERS 312 N LINCOLN AVE HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	200
START OVER ROVER 504 EAST SIDE BLVD HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	500
CATHOLIC SOCIAL SERVICES - FOOD FOR THOUGHT BACKPACK PROGRAM 515 WEST 3RD ST HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	500
CROSSROADS CENTER RESCUE MISSION 702 W 14TH ST HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	1,000
HASTINGS LITERACY PROGRAM 123 N MARIAN RD HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	100
HASTINGS COLLEGE 800 TURNER AVE HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	EDUCATION	8,000
Total . . . . ▶ **3a**				80,000

Form 990PF Part XV Line 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*				
HASTINGS MUSEUM - NATURE NOOK PROGRAM 1330 N BURLINGTON AVE HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	2,000
REVIVE MINISTRIES INC 835 S BURLINGTON AVE HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	400
PRAIRIE LOFT CENTER PO BOX 1731 HASTINGS, NE 68902	NONE	OTHER PUBLIC CHARITY	CHARITY	500
YMCA - POOL RENOVATION PROGRAM 1430 W 16TH STREET HASTINGS, NE 68901	NONE	OTHER PUBLIC CHARITY	CHARITY	5,000
Total . . . . ► **3a**				80,000

TY 2014 Accounting Fees Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PROFESSIONAL ACCOUNTING FEES	7,250	7,250		0
BOOKKEEPING FEES	2,500	2,500		0

TY 2014 General Explanation Attachment

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Identifier	Return Reference	Explanation
PURPOSE OF GRANT OR CONTRIBUTION	990-PF, PAGE 11, PART XV	TO SUPPORT AND FURTHER EACH ORGANIZATION'S TAX-EXEMPT PURPOSE.

Identifier	Return Reference	Explanation
DISTRIBUTIONS TO DONOR ADVISED FUNDS	990-PF, PAGE 5, PART VII-A, LINE 12	DISTRIBUTIONS TO THE HASTINGS COMMUNITY FOUNDATION HAVE BEEN PLACED INTO A DONOR ADVISED FUND IN WHICH THE SPOTTS TRUST HAS ADVISORY PRIVILEGES OVER THE DISTRIBUTION OF THESE FUNDS THE CURRENT YEAR DISTRIBUTION OF $14,050 TO THE HASTINGS COMMUNITY FOUNDATION HAS BEEN TREATED AS A QUALIFYING DISTRIBUTION THE DONOR ADVISED FUNDS WILL BE USED TO SUPPORT ORGANIZATIONS THAT ARE ORGANIZED AND OPERATED EXCLUSIVELY FOR RELIGOUS, CHARITABLE, SCIENTIFIC, LITERARY, OR EDUCATIONAL PURPOSES

Identifier	Return Reference	Explanation
PURPOSE OF FILING OF AMENDED RETURN	FORM 990-PF, LINE G	AMENDED RETURN IS BEING FILED TO CORRECT PAGE 9, PART XIII TO REFLECT THE PROPER ORDERING RULES FOR QUALIFYING DISTRIBUTIONS THIS CHANGE RESULTS IN REPORTING THE PROPER EXCESS DISTRIBUTION CARRYOVER TO 2015 IN THE AMOUNT OF $2,291 NO OTHER CHANGES HAVE BEEN MADE TO THE ORIGINALLY FILED RETURN

TY 2014 Investments Corporate Bonds Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AMERICAN INTL GRP 3.375% DUE 8/15/20	1,020	1,038
ANHEUSER BUSCH COS INC 6.45% DUE 9/1/37	730	1,315
AOL TIME WARNER INC 7.625% DUE 4/15/31	789	1,394
BANK OF AMERICA CORP 2.000% DUE 1/11/18	0	0
CAPITAL ONE FINCL CORP NTS 6.150% DUE 9/1/16	1,022	1,075
CISCO SYSTEMS INC MW 5.500% DUE 2/22/16	1,067	1,056
CITIGROUP INC NTS B/E 6.125% DUE 5/15/18	1,097	1,129
CONCOPHILLIPS CDA FDG 5.625% DUE 10/15/16	1,035	1,080
ENERGY TRANSFER PARTNERS 5.950%	1,000	1,004
EQUITY RESIDENTIAL PPTYS 5.125% DUE 3/15/16	908	1,047
GENL ELEC CORP 5.625%	960	1,107
J P MORGAN CHASE & CO 5.150% DUE 10/1/15	981	1,030
JOHN DEERE CAPITAL CORP 1.200%	1,006	996
MCDONALDS CORP 5.000% DUE 2/1/19	1,031	1,115
MORGAN STANLEY 3.750% DUE 2/25/23	1,003	1,028
ONEOK PARTNERS 6.150% DUE 10/1/16	1,026	1,073
PHILIP MORRIS INTL 1.875% DUE 1/15/19	997	993
PRUDENTIAL FINANCIAL INC NTS B/E 4.750% DUE 9/17/15	1,070	1,027
TELECOM ITALIA B/E 6.375%	1,824	2,072
TOTAL CAPITAL SA B/E 3.000% DUE 6/24/15	1,000	1,012

Name of Bond	End of Year Book Value	End of Year Fair Market Value
UNITEDHEALTH GROUP INC 5.800% DUE 3/15/36	823	1,256
VIACOM INC NTS 6.875%	794	1,277
VODAFONE GROUP PLC 6.150% DUE 2/27/37	1,704	2,428
WELLS FARGO & CO 4.600% DUE 4/1/21	1,102	1,117
XEROX CORP NTS B/E 6.350% 5/15/18	1,043	1,131

TY 2014 Investments Corporate Stock Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AARON RENTS INC	0	0
ABBOTT LABORATORIES	11,647	13,097
ABERCROMBIE & FITCH CO	0	0
ACADIA REALTY	0	0
ACI WORLDWIDE INC	0	0
ACTAVIS PLC ACT	9,587	10,039
ACTUANT CORP NEW CL A	0	0
ALBANY MOLECULAR RESEARCH AMRI	698	700
ALCOA INC AA	11,854	11,637
ALERE INC	2,041	2,128
ALEXANDRIA REAL ESTATE EQUITIES	0	0
ALIBABA GRP HOLDING ADR LTD SPON	6,070	6,444
ALLIANCE DATA SYSTEMS CORP	9,778	14,589
AMAG PHARMACEUTICALS	638	810
AMAZON.COM INC	17,764	16,449
AMERICAN ASSETS TRUST INC SBI	0	0
AMERICAN CAMPUS COMMUNITIES INC REITS	0	0
AMERICAN EQUITY INVESTMENT LIFE HOLDING CO	856	1,781
AMERICAN HOMES 4 RENT	0	0
AMSBURG CORP	2,947	3,446
ANHUESER BUSCH SA/NV SPONSORED ADR	0	0
AON PLC	0	0
APPLE INC	20,895	48,457
ARES CAPITAL CORP	0	0
ARMADA HOFFLER PROPERTIES INC	0	0
ASML HOLDING NV-NY REGISTRY SHS NEW 2012	9,248	10,244
ASPEN INSURANCE HOLDINGS LTD	1,630	2,013
ASSOCIATED BANC CORP WISCONSIN	0	0
ATMOS ENERGY CORP	0	0
ATWOOD OCEANICS INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AVALONBAY COMMUNITIES INC SBI	0	0
BANCO SANTANDER CENT HISPANO SPON	0	0
BARNES GROUP INC	420	407
BIOGEN IDEC INC	4,937	5,092
BIOMARIN PHARMACEUTICAL INC	0	0
BIOMED REALTY TRUST INC REITS	0	0
BLOOMIN BRANDS INC	962	1,461
BOEING CO	0	0
BOSTON PROPERTIES INC	0	0
BRE PROPERTIES INC CL A	0	0
BRISTOL MYERS SQUIBB CO	6,549	11,216
BROADRIDGE FINANCIAL SOLUTIONS INC	1,939	3,371
BROADSOFT INC	744	842
CACI INT'L INC CL A	1,942	2,155
CAMDEN PPTY TR SBI	0	0
CAPITAL BANK FINANCIAL CORP	1,322	1,688
CELADON GROUP INC	0	0
CELGENE CORP	7,665	10,403
CHECKPOINT SOFTWARE TECH	10,625	13,200
CHICO FAS INC	0	0
CITI GROUP INC	8,836	8,322
CLEARWATER PAPER CORP	0	0
CNO FINANCIAL GROUP INC COM	792	2,049
COCA-COLA COMPANY	0	0
COMCAST CORP NEW	11,492	14,096
COMERICA INC	11,517	11,288
COMMUNITY HEALTH SYS INC	0	0
COMMVAULT SYSTEMS INC	1,733	1,809
CON-WAY INC	493	541
COSTCO WHSL CORP NEW	11,875	14,033

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CROWN CASTLE INTL CORP	0	0
CUBESMART SBI	0	0
CVS CAREMARK CORP	6,120	9,824
DANAHER CORP	9,950	13,714
DDR CORP REIT SBI	0	0
DISCOVERY COMMUNICATIONS INC	0	0
DOMINION RES INC	9,971	12,765
DOUGLAS EMMETT INC	0	0
DUN & BRADSTREET CORP	2,086	2,419
DUPONT FABROS TECHNOLOGY INC	0	0
DXP ENTERPRISES INC	0	0
EATON CORP	0	0
EBAY INC	0	0
EDWARDS LIFESCIENCE CORP	0	0
ELIZABETH ARDEN INC	0	0
ELLIE MAE INC	668	1,048
EMPIRE STATE REALTY	0	0
EPAM SYSTEMS INC	0	0
EPR PROPERTIES REIT	0	0
EQUITY LIFESTYLE PROPERTIES INC REIT	0	0
EQUITY RESIDENTIAL SBI	0	0
ESTERLINE TECHNOLOGIES CORP	2,485	2,632
EXCEL TRUST INC REIT	0	0
EXTRA SPACE STORAGE INC REITS	0	0
FACEBOOK INC	8,913	9,206
FAMILY DOLLAR STORES INC	0	0
FEDERAL RLTY INV TR BI MD	0	0
FEDEX CORPORATION	0	0
FIAR ISAAC INC	0	0
FIRST CASH FINANCIAL SERVICES	1,312	2,227

Name of Stock	End of Year Book Value	End of Year Fair Market Value
FIRST POTOMAC REALTY TRUST SBI	0	0
FIRST TRUST LARGE CAP CORE ALPHADEX FUND	41,778	46,086
FIRST TRUST TECHNOLOGY ALPHADEX FUND	8,546	12,803
FIRSTMERIT CORPORATION	2,792	3,004
FLEETCOR TECHNOLOGIES INC	14,116	16,507
FOREST CITY ENTERPRISES INC CL A	0	0
FORUM ENERGY TECHNOLOGIES INC	2,171	1,700
FULTON FINANCIAL CORP PA	0	0
GENERAL DYNAMICS CORP COM	6,562	7,431
GENERAL MOTORS CO	10,778	9,740
GLOBE SPECIALTY METALS INC	711	741
GNC HOLDINGS INC	2,170	2,677
GOLDCORP INC	5,935	4,834
GOOGLE INC CL A	8,194	13,267
GRAPHIC PACKAGING HOLDING INC	1,926	2,996
GROUP 1 AUTOMOTIVE INC	1,048	1,613
GUGGENHEIM ENHANCED SHORT DURATION BOND	0	0
GUGGENHEIM S&P 500 EQUAL WEIGHTED INDEX FUND	12,577	13,128
GUGGENHEIM S&P 500 PURE VALUE	28,759	31,217
HAEMONETICS CORP MASS	1,911	2,058
HANCOCK HOLDING CO	0	0
HARMAN INTL INDS INCE NEW	0	0
HCA HOLDINGS INC	9,273	9,321
HCC INSURANCE HLDGS INC	1,919	3,318
HCP INC	0	0
HEALTH CARE REIT INC	0	0
HEALTH MANAGEMENT ASSN INC NEW CL A	0	0
HERSHA HOSPITALITY TRUST SBI	1,524	2,060
HIGHWOODS PROPERTIES INC	0	0
HILLENBRAND INC.	1,849	2,415

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HOME DEPOT INC	10,893	14,486
HOST HOTELS & RESORTS INC	0	0
HSN INC	1,884	2,356
ICF INTL INC	1,145	1,803
IDEXX LABORATORIES INC	9,825	9,934
IGATE CORP NEW	2,778	3,000
INTEGRA LIFESCIENCES HOLDING	1,628	2,440
INTERNATIONAL BUSINES MACHINE CORP	0	0
INTUIT INC	12,750	14,750
ISHARES BARCLAYS 1-3 TREASURY BOND FUND	0	0
ISHARES CORE S&P 500 INDEX FUND	50,616	64,750
ISHARES CORE S&P TOTAL US STOCK MARKET FUND	42,366	54,362
ISHARES HIGH DIVIDEND EQUITY FUND	36,667	42,174
ISHARES IBOXX $ HIGH YIELD CORP BOND FUND	22,331	21,504
ISHARES INTERMEDIATE CREDIT BOND	0	0
ISHARES MSCI EAFE INDEX	14,476	14,784
ISHARES MSCI EMERGING MARKETS	20,068	18,859
ISHARES MSCI USA MINIMUM VOLATILITY	7,289	8,460
ISHARES RUSSELL 2000	17,514	19,977
ISHARES US PREFERRED STOCK	0	0
ISHARES US REAL ESTATE IYR	17,818	21,208
JACK HENRY & ASSOC INC	0	0
JACK IN THE BOX INC	947	1,919
JOHNSON & JOHNSON	5,831	8,156
KAPSTONE PAPER & PCKG	1,595	1,612
KAR AUCTION SVCS INC	1,924	3,569
KILROY REALTY CORP	0	0
KINDER MORGAN INC	0	0
KRAFT FOODS GROUP	0	0
LENNOX INTL INC	1,023	1,901

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LEVEL 3 COMMUNICATIONS	9,648	10,123
LIBERTY PROPERTY TRUST	0	0
LIFEPOINT HOSP INC	1,806	2,445
LITTLEFUSE INC	1,483	2,223
LPL FINL HOLDINGS INC COM	1,267	1,960
MACERICH COMPANY	0	0
MADDEN STEVEN LTD	2,031	1,942
MAIDEN HOLDINGS LTD	0	0
MANHATTAN ASSOC INC	0	0
MARTIN MARIETTA MATERIALS	6,115	5,185
MASTEC INC	0	0
MCGRATH RENTCORP	0	0
MEDASSETS INC	0	0
MEN'S WEARHOUSE	1,572	1,987
MERIT MEDICAL SYS INC	906	1,248
MICHAEL KORS HOLDINGS LTD	0	0
MICROSEMI CORP	0	0
MICROSOFT CORP	6,808	10,498
MONSANTO CO NEW	0	0
NATIONAL RETAIL PROPERTIES INC REIT	0	0
NEXTERA ENERGY INC	5,884	6,803
NIELSEN HOLDINGS N.V.	0	0
NOBLE ENERGY INC	6,623	4,221
OASIS PETROLEUM INC	0	0
ORACLE CORPORATION	0	0
O'REILLY AUTOMOTIVE INC	0	0
P P G INDUSTRIES	0	0
PACKAGING CORP OF AMERICA	0	0
PEPSICO INCORPORATED	13,261	14,089
PFIZER INC	11,047	12,772

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PHILIP MORRIS INTERNATIONAL INC	0	0
PIEDMONT OFFICE RLTY TR INC CL A	0	0
PLATINUM UNDERWRITERS	1,548	1,982
POWERSHARES DB BASE US DOLLAR INDEX BULLISH FUND	12,831	12,831
POWERSHARES DB ENERGY FUND	0	0
POWERSHARES QQQ TR SERIES 1	5,938	8,363
PRA HEALTH SCIENCES INC	1,525	1,599
PRECISION CASTPARTS CORP	11,013	15,898
PROCTER & GAMBLE CO	7,227	9,656
PROLOGIS INC COM	0	0
PROSPERITY BANCSHARES INC	856	1,273
PUBLIC STORAGE INC	0	0
RALPH LAUREN CORP CL A	12,598	14,442
RAMCO-GERSHENSON PROPERTIES MD NEW SBI	0	0
RANGE RESOURCES CORP	6,217	4,971
REGENCY CENTERS CORP	0	0
RELIANCE STEEL & ALUMINUM CO	1,900	2,022
RETAIL OPPORTUNITY INVTS CORP COM	0	0
REXNORD CORPORATION	1,876	2,031
RITE AID CORPORATION	0	0
RLJ LODGING TRUST SBI	0	0
RYLAND GROUP INC	1,287	1,427
SALESFORCE.COM	8,323	8,719
SANDISK CORPORATION	8,315	7,838
SEMTECH CORP	0	0
SERVICEMASTER GLOBAL SERV	2,123	2,463
SHERWIN WILLIAMS CO	9,348	15,256
SILGAN HOLDINGS INC	1,818	2,680
SIMON PPTY GROUP INC SBI	0	0
SIRONA DENTAL SYSTEMS INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SKYWORKS SOLUTIONS INC	0	0
SPDR BLACKSTON/GSO SENIOR LOAN	14,931	14,625
SPLUNK INC	9,661	8,960
SS&C TECHNOLOGIES HOLDINGS INC COM	1,389	3,041
STANDEX INTERNAT'L CORP	1,211	1,236
STARBUCKS CORP	6,764	9,846
STARWOOD HOTELS & RESORTS WORLDWIDE INC	13,090	12,971
STARWOOD HOTELS & RESORTS WORLDWIDE INC NEW	0	0
TARGET CORP	12,305	15,182
TAUBMAN CENTERS INC	0	0
TCP CAPITAL CORP	1,287	1,326
TELEFLEX INC	1,171	2,182
TENNECO INC	1,404	1,472
TEVA PHARMACEUTICAL	3,295	3,738
THERMON GRP HOLDINGS INC	1,012	1,185
TWENTY-FIRST CENTURY	5,411	6,836
UNILEVER NV ADR	0	0
UNION FIRST MARKET BANKSHARES CORP	1,894	1,926
UNION PACIFIC CORP	8,277	16,321
UNITED RENTALS INC	0	0
VENTAS INC	0	0
VERINT SYSTEMS INC	1,937	3,322
VERIZON COMMUNICATIONS COM	0	0
VERTEX PHARMACEUTICALS INC	6,245	6,534
VISA INC CL A	12,475	15,208
VMWARE INC CL A	8,475	7,427
VORNADO REALTY TRUST	0	0
VWR CORP	1,911	2,199
WABASH NATL CORP	0	0
WADDELL & REED FINL	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WAL-MART STORES INC	0	0
WEBSTER FINANCIAL CORP	2,427	3,286
WESCO INTL INC	0	0
WHOLE FOODS MARKET INC	0	0
WOLVERINE WORLD WIDE INC	1,374	1,945
YELP INC	11,079	8,538

TY 2014 Investments Government Obligations Schedule

Name:	THE SPOTTS TRUST CHARLES HERMES TRUSTEE
EIN:	47-6126112
US Government Securities - End of Year Book Value:	17,999
US Government Securities - End of Year Fair Market Value:	21,092
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2014 Investments - Other Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BLACKROCK EQUITY DIVIDEND FD CL C	AT COST	65,850	76,375
BLACKROCK FDS II HIGH YIELD BOND PT INVESTOR CL C	AT COST	0	0
BLACKROCK FDS II MULTI-ASSET INCOME PORT	AT COST	36,931	36,538
BRANDES INSTITUTIONAL EMERGING MARKETS FUND S	AT COST	39,220	33,286
EATON VANCE EMERGING MARKETS LOCAL INC FUND A	AT COST	19,688	15,349
EATON VANCE GLOBAL MACRO ABSOLUTE RETURN	AT COST	11,341	11,329
EUROPACIFIC GROWTH FUND CL C	AT COST	8,842	10,257
FEDERATED EQUITY FDS STRATEGIC VALUE DIVID FND INSTL	AT COST	11,426	11,315
FIDELITY ADVISOR II STRAT INCOME CL C	AT COST	0	0
FIDELITY ADVISOR TREASURY FUND CL C	AT COST	10,240	10,240
FIRST EAGLE GLOBAL FUND CL C	AT COST	55,114	68,301
FRANKLIN MUTUAL SERIES FD INC QUEST CL C	AT COST	10,974	10,266
GOLDMAN SACHS TR FINL SQUARE TREAS INSTRS FD INSTL CL	AT COST	1,755	1,755
GOLDMAN SACHS TR STRATEGIC INCOME FD CL INSTL	AT COST	11,297	10,929
JOHN HANCOCK FDS III GLOBAL SHAREHOLDER YLD CL I	AT COST	15,345	14,758
MAINSTAY LARGE CAP GROWTH FD CL C	AT COST	11,119	13,417
NUVEEN INVT FDS INC REAL ASSET INCOME FD CL I	AT COST	13,184	13,572
OPPENHEIMER DEVELOPING MARKETS FUND CL A	AT COST	62,034	60,967
OPPENHEIMER INTL BOND FD CL A	AT COST	63,483	58,678
OPPENHEIMER SENIOR FLOATING RATE FD CL Y	AT COST	7,574	7,296
PIMCO FDS INCOME FD CL P	AT COST	36,172	35,788
PRINCIPAL FDS INC GLOBAL DIVERSIFIED INCOME FD INSTL	AT COST	28,521	27,718
PRINCIPAL FUNDS INC PREFERRED SEC INSTL CL	AT COST	5,679	5,562
THORNBURG INVT TR INVT INCOME BULDER FD CL I	AT COST	9,373	9,307

TY 2014 Other Assets Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
ACCRUED DIVIDENDS RECEIVABLE	1,038	58	58

TY 2014 Other Decreases Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Description	Amount
2013 FEDERAL INCOME TAX EXPENSE	1,284
2014 FEDERAL ESTIMATED TAX PAID	2,400

TY 2014 Other Expenses Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS	2,091	2,091		0
OFFICE EXPENSE	135	135		0

TY 2014 Other Income Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
WELLS FARGO ADVISORS	112	112	112
WELLS FARGO ADVISORS	260	260	260
WELLS FARGO ADVISORS	22	22	22
WELLS FARGO ADVISORS	2,644	2,644	2,644

TY 2014 Other Professional Fees Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT BROKER AND MONEY MANAGER FEES	24,318	24,318		0

TY 2014 Taxes Schedule

Name: THE SPOTTS TRUST CHARLES HERMES TRUSTEE

EIN: 47-6126112

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	482	482		0