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Form **990-PF**

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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning _____, **and ending** _____

Name of foundation COVINGTON MEM FD FBO CAMP WESTMINSTE			A Employer identification number 58-6111328	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name	Foreign province/state/county	Foreign postal code	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 110,780		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	2,452	2,302		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	3,966			
	b Gross sales price for all assets on line 6a	49,458			
	7 Capital gain net income (from Part IV, line 2)		3,966		
	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)					
12 Total. Add lines 1 through 11	6,418	6,268	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	2,255	1,691		564
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,138			1,138
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	69	32		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	3,462	1,723	0	1,702
	25 Contributions, gifts, grants paid	4,000			4,000
26 Total expenses and disbursements. Add lines 24 and 25	7,462	1,723	0	5,702	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,044				
b Net investment income (if negative, enter -0-)		4,545			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash—non-interest-bearing	299	269	269	
	2	Savings and temporary cash investments	4,785	5,242	5,242	
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7	Other notes and loans receivable (attach schedule) ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments—U S. and state government obligations (attach schedule)				
	b	Investments—corporate stock (attach schedule)				
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶				
	Less: accumulated depreciation (attach schedule) ▶					
12	Investments—mortgage loans					
13	Investments—other (attach schedule)	96,069	94,443	105,269		
14	Land, buildings, and equipment basis ▶					
	Less: accumulated depreciation (attach schedule) ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	101,153	99,954	110,780		
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 ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	101,153	99,954		
28	Paid-in or capital surplus, or land, bldg., and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	101,153	99,954			
31	Total liabilities and net assets/fund balances (see instructions)	101,153	99,954			

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	101,153
2	Enter amount from Part I, line 27a	2	-1,044
3	Other increases not included in line 2 (itemize) ▶ <u>Mutual Fund & CTF Income Additions</u>	3	153
4	Add lines 1, 2, and 3	4	100,262
5	Decreases not included in line 2 (itemize) ▶ <u>See Attached Statement</u>	5	307
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	99,955

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 bnck warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				0
b				0
c				0
d				0
e				0
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	3,966	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	5,870	110,703	0.053025
2012	5,610	107,364	0.052252
2011	5,007	110,445	0.045335
2010	4,364	103,372	0.042216
2009	2,631	88,784	0.029634
2	Total of line 1, column (d)	2	0.222462
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	0.044492
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	112,882
5	Multiply line 4 by line 3	5	5,022
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	45
7	Add lines 5 and 6	7	5,067
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	5,702

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

Table with 11 rows for excise tax calculations. Includes sub-sections 6a-6d for credits and payments. Total tax due is 12, and overpayment is 0.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Columns include question number, Yes, and No. Includes questions about political activities, tax on political expenditures, and state reporting requirements.

Part VII-A Statements Regarding Activities (continued)			
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11	X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no. ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ <input type="checkbox"/> 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.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 ____ 20 ____ 20 ____ 20 ____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 ____ 20 ____ 20 ____ 20 ____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

(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)? Yes No
 Organizations relying on a current notice regarding disaster assistance check here Yes No

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). N/A

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? Yes 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? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4 00	2,255	

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

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

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

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Expenses

1 NONE	
.....	
2	
.....	
3	
.....	
4	
.....	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE		
.....		
2		
.....		
All other program-related investments See instructions		
3 NONE		
.....		
Total. Add lines 1 through 3		▶ 0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	110,754
b	Average of monthly cash balances	1b	3,847
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	114,601
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	114,601
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,719
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	112,882
6	Minimum investment return. Enter 5% of line 5	6	5,644

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	5,644
2a	Tax on investment income for 2014 from Part VI, line 5	2a	45
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	45
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	5,599
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	5,599
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	5,599

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	5,702
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	5,702
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	45
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	5,657

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				5,599
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			4,524	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4. \blacktriangleright \$ 5,702				
a Applied to 2013, but not more than line 2a			4,524	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				1,178
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				4,421
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

N/A

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon:				
a "Assets" alternative test—enter:				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

NONE

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

NONE

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	4,000
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name

CAMP WESTMINISTER, INC. ATTN: LINDA ESTILE, OFFICE MGR

Street

1438 SHERIDAN ROAD, NE

City

ATLANTA

State

GA

Zip Code

30324

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

4,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
	Long Term CG Distributions	1,950							49,458				45,492		3,966
	Short Term CG Distributions								0				0		0
70	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		10/22/2014	263	266						-3
71	T ROWE PRICE SHORT TERM	77957P105			2/14/2012		10/28/2014	427	432						-5
72	T ROWE PRICE SHORT TERM	77957P105			2/11/2013		10/28/2014	181	183						-2
73	SPDR DJ WILSHIRE INTERNA	78463X863			5/23/2011		6/18/2014	219	198						21
74	VANGUARD TOTAL BOND MA	921837835			9/30/2014		10/22/2014	248	246						2
75	VANGUARD TOTAL BOND MA	921937835			9/30/2014		10/28/2014	661	656						5
76	VANGUARD FTSE EMERGING	922042858			2/7/2013		1/21/2014	823	923						-98
77	VANGUARD FTSE EMERGING	922042858			12/17/2010		1/21/2014	904	1,084						-180
78	VANGUARD FTSE EMERGING	922042858			12/17/2010		11/26/2014	128	141						-12
79	VANGUARD REIT VIPER	922908553			10/9/2013		4/22/2014	216	196						20
80	VANGUARD REIT VIPER	922908553			12/17/2010		4/22/2014	72	51						21
81	VANGUARD REIT VIPER	922908553			12/17/2010		10/22/2014	306	202						104
82	VANGUARD REIT VIPER	922908553			12/17/2010		11/26/2014	16	10.1						60

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

		1,138	0	0	1,138
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,138			1,138

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

		69	32	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	32	32		
2	PY Excise Tax Due	4			
3	Estimated Excise Payments	33			

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

Asset Description		Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
1			0		105,269
2	ARTISAN INTERNATIONAL FUND 661		0	3,865	5,472
3	DODGE & COX INCOME FD COM 147		0	5,479	6,053
4	HARBOR CAPITAL APRCTION-INST 2012		0	5,497	8,035
5	PIMCO FOREIGN BD FD USD H-INST 103		0	2,302	2,443
6	T ROWE PRICE SHORT TERM BD FD 55		0	4,756	4,709
7	PRINCIPAL GL MULT STRAT-INST #4684		0	1,153	1,153
8	MERGER FUND-INST #301		0	1,660	1,647
9	ARTISAN MID CAP FUND-INSTL 1333		0	3,601	4,192
10	FID ADV EMER MKTS INC-CL I 607		0	1,702	1,651
11	ISHARES S & P 500 INDEX FUND		0	2,041	2,896
12	DREYFUS INTERNATL BOND FD CL I 6094		0	2,572	2,466
13	DODGE & COX INT'L STOCK FD 1048		0	3,412	5,220
14	MFS VALUE FUND-CLASS I 893		0	6,744	8,485
15	DREYFUS EMG MKT DEBT LOC C-I 6083		0	2,863	2,491
16	DRIEHAUS ACTIVE INCOME FUND		0	2,264	2,249
17	JP MORGAN MID CAP VALUE-I 758		0	2,857	3,998
18	ASG GLOBAL ALTERNATIVES-Y 1993		0	2,245	2,196
19	VANGUARD REIT VIPER		0	2,554	4,050
20	AQR MANAGED FUTURES STR-I		0	1,608	1,645
21	STRATTON SM-CAP VALUE FD 37		0	2,237	2,120
22	VANGUARD EMERGING MARKETS ETF		0	1,872	1,761
23	JPMORGAN HIGH YIELD FUND SS 3580		0	3,988	3,865
24	T ROWE PRICE INST FLOAT RATE 170		0	1,719	1,674
25	OPPENHEIMER DEVELOPING MKT-I 799		0	5,024	5,025
26	VANGUARD TOTAL BOND MARKET ETF		0	6,069	6,095
27	SPDR DJ WILSHIRE INTERNATIONAL REA		0	3,552	3,866
28	NEUBERGER BERMAN LONG SH-INS #183		0	3,886	3,898
29	KALMAR GR W/VAL SM CAP-INS #4		0	1,765	1,996
30	CREDIT SUISSE COMM RT ST-CO 2156		0	5,156	3,918

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

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

1	Mutual Fund & CTF Income Additions	1	153
2	Total	2	153

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

1	Mutual Fund & CTF Income Subtraction	1	270
2	Cost Basis Adjustment	2	37
3	Total	3	307

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

CUSTIP #	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	2016	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	2016
1	IAOR MANAGED FUTURES STR#1 #15213		10/24/2014	11/26/2014	66			62	4	2	0	0	0	0	2
2	ARTISAN INTERNATIONAL FUND #661		6/20/2014	11/26/2014	155			157	-2	4	0	0	0	0	-4
3	ARTISAN MID CAP FUND-INS #1333		1/23/2014	4/22/2014	151			152	-1	1	0	0	0	0	-1
4	ARTISAN MID CAP FUND-INS #1333		1/23/2014	4/22/2014	438			436	2	82	0	0	0	0	82
5	CREDIT SUISSE COMM RET ST-#2156		9/7/2011	6/18/2014	431			520	-89	-89	0	0	0	0	-89
6	CREDIT SUISSE COMM RET ST-#2156		9/7/2011	6/18/2014	555			680	-125	-125	0	0	0	0	-125
7	CREDIT SUISSE COMM RET ST-#2156		9/7/2011	6/18/2014	987			1,201	-214	-214	0	0	0	0	-214
8	DIAMOND HILL LONG SHORT FD CL #1		9/7/2011	10/22/2014	1,238			1,201	37	517	0	0	0	0	517
9	DODGE & COX INTL STOCK FD #1968		8/10/2014	10/22/2014	1,755			423	1,332	120	0	0	0	0	120
10	DODGE & COX INTL STOCK FD #1968		8/27/2007	10/22/2014	50			54	-4	4	0	0	0	0	-4
11	DODGE & COX INTL STOCK FD #1968		8/27/2007	10/22/2014	48			53	-5	5	0	0	0	0	-5
12	DODGE & COX INTL STOCK FD #1968		2/6/2008	10/22/2014	31			31	0	0	0	0	0	0	0
13	DODGE & COX INTL STOCK FD #1968		2/6/2008	10/22/2014	32			281	-249	-249	0	0	0	0	-249
14	DODGE & COX INCOME FD COM #147		6/20/2014	11/26/2014	272			205	67	67	0	0	0	0	67
15	DODGE & COX INCOME FD COM #147		10/11/2013	12/1/2014	202			70	132	132	0	0	0	0	132
16	DODGE & COX INCOME FD COM #147		4/24/2014	6/18/2014	171			178	-7	7	0	0	0	0	-7
17	DODGE & COX INCOME FD COM #147		10/11/2013	6/18/2014	168			163	5	5	0	0	0	0	5
18	DODGE & COX INCOME FD COM #147		10/11/2013	9/5/2014	432			419	13	13	0	0	0	0	13
19	DODGE & COX INCOME FD COM #147		10/11/2013	10/22/2014	288			280	8	8	0	0	0	0	8
20	DODGE & COX INCOME FD COM #147		8/24/2007	10/22/2014	32			29	3	3	0	0	0	0	3
21	DODGE & COX INCOME FD COM #147		8/24/2007	10/22/2014	695			626	69	69	0	0	0	0	69
22	DREYFUS EMG MKT DEBT LOC CI #606		2/4/2011	6/18/2014	200			200	0	0	0	0	0	0	0
23	DREYFUS EMG MKT DEBT LOC CI #606		8/10/2012	6/18/2014	77			79	-2	2	0	0	0	0	-2
24	DREYFUS EMG MKT DEBT LOC CI #606		12/17/2010	6/18/2014	836			830	6	6	0	0	0	0	6
25	DREYFUS EMG MKT DEBT LOC CI #606		2/11/2013	1/21/2014	303			301	2	2	0	0	0	0	2
26	DRIEHAUS ACTIVE INCOME FUND		7/12/2013	6/18/2014	756			751	5	5	0	0	0	0	5
27	DRIEHAUS ACTIVE INCOME FUND		10/11/2013	6/18/2014	1,569			1,560	9	9	0	0	0	0	9
28	DRIEHAUS ACTIVE INCOME FUND		7/12/2013	10/22/2014	621			617	4	4	0	0	0	0	4
29	EATON VANCE GLOBAL MACRO - I #606		1/23/2014	10/22/2014	1,064			1,088	-24	-24	0	0	0	0	-24
30	EATON VANCE GLOBAL MACRO - I #606		6/20/2014	11/26/2014	615			619	-4	4	0	0	0	0	-4
31	JP MORGAN MID CAP VALUE-I #758		3/31/2011	11/26/2014	417			417	0	0	0	0	0	0	0
32	HARBOR CAPITAL APRECTION-INST #20		5/25/2011	6/18/2014	230			156	74	74	0	0	0	0	74
33	HARBOR CAPITAL APRECTION-INST #20		4/24/2014	6/18/2014	288			277	11	11	0	0	0	0	11
34	HARBOR CAPITAL APRECTION-INST #20		5/25/2011	6/18/2014	706			470	236	236	0	0	0	0	236
35	HARBOR CAPITAL APRECTION-INST #20		10/22/2014	11/26/2014	444			426	18	18	0	0	0	0	18
36	ISHARES CORE S & P 500 ETF		4/64/28/200	10/22/2014	209			196	13	13	0	0	0	0	13
37	PIMCO TOTAL RET FDN-INST #35		6/9/39/0700	1/21/2014	161			169	-8	8	0	0	0	0	-8
38	OPPENHEIMER DEVELOPING MKT-I #75		2/11/2013	11/26/2014	117			107	10	10	0	0	0	0	10
39	OPPENHEIMER DEVELOPING MKT-I #75		5/10/2012	6/18/2014	48			50	-2	2	0	0	0	0	-2
40	PIMCO TOTAL RET FDN-INST #35		2/4/2011	6/18/2014	203			200	3	3	0	0	0	0	3
41	PIMCO TOTAL RET FDN-INST #35		10/11/2013	9/5/2014	268			265	3	3	0	0	0	0	3
42	PIMCO TOTAL RET FDN-INST #35		5/26/2009	9/30/2014	245			234	11	11	0	0	0	0	11
43	PIMCO TOTAL RET FDN-INST #35		10/31/2008	10/31/2008	5,613			5,236	377	377	0	0	0	0	377
44	PIMCO TOTAL RET FDN-INST #35		6/20/2014	11/26/2014	64			65	-1	1	0	0	0	0	-1
45	KALMAR GR W VAL SM CAP-INS #4		12/17/2010	6/18/2014	2,245			1,421	824	824	0	0	0	0	824
46	KEELEY SMALL CAP VAL FD CL I #2541		9/7/2011	4/22/2014	1,815			2,103	-288	-288	0	0	0	0	-288
47	LAUDUS MONDRIAN INTL FIN-INST #294C		2/14/2012	4/22/2014	199			214	-15	15	0	0	0	0	-15
48	LAUDUS MONDRIAN INTL FIN-INST #294C		7/12/2013	4/22/2014	290			283	7	7	0	0	0	0	7
49	LAUDUS MONDRIAN INTL FIN-INST #294C		1/23/2014	4/22/2014	304			298	6	6	0	0	0	0	6
50	LAUDUS MONDRIAN INTL FIN-INST #294C		6/20/2014	11/26/2014	504			490	14	14	0	0	0	0	14
51	MFS VALUE FUND CLASS I #893		2/11/2013	6/18/2014	495			473	22	22	0	0	0	0	22
52	MERGER FD SH BEN INT #260		7/12/2013	8/8/2014	1,088			1,097	-9	9	0	0	0	0	-9
53	MERGER FD SH BEN INT #260		2/11/2013	8/8/2014	88			85	3	3	0	0	0	0	3
54	MERGER FD SH BEN INT #260		7/12/2013	1/21/2014	457			460	-3	3	0	0	0	0	-3
55	ASSG GLOBAL ALTERNATIVES-Y #1983		7/12/2013	6/18/2014	475			483	-8	8	0	0	0	0	-8
56	ASSG GLOBAL ALTERNATIVES-Y #1983		7/12/2013	11/26/2014	127			126	1	1	0	0	0	0	1
57	ASSG GLOBAL ALTERNATIVES-Y #1983		6/20/2014	11/26/2014	504			490	14	14	0	0	0	0	14
58	NEUBERGER BERMAN LONG SH-INS #1		4/24/2014	10/22/2014	197			194	3	3	0	0	0	0	3
59	NUVEEN HIGH YIELD MUNI BD-R #1668		4/24/2014	10/22/2014	120			115	5	5	0	0	0	0	5
60	NUVEEN HIGH YIELD MUNI BD-R #1668		6/7/2012	12/1/2014	1,905			1,818	87	87	0	0	0	0	87
61	OPPENHEIMER DEVELOPING MKT-Y #7		2/11/2013	6/18/2014	277			250	27	27	0	0	0	0	27
62	PIMCO TOTAL RET FDN-INST #35		10/11/2013	9/30/2014	623			623	0	0	0	0	0	0	0
63	PIMCO TOTAL RET FDN-INST #35		4/24/2014	9/30/2014	597			595	2	2	0	0	0	0	2
64	PIMCO FOREIGN BD FDU H-INST #1		8/26/2011	10/22/2014	155			149	6	6	0	0	0	0	6
65	RODGEWORTH SEIX HY BD-I #5855		7/26/2014	12/1/2014	857			874	-17	17	0	0	0	0	-17
66	RODGEWORTH SEIX HY BD-I #5855		8/26/2011	12/1/2014	2,860			1,696	1,164	1,164	0	0	0	0	1,164
67	RODGEWORTH SEIX HY BD-I #5855		8/26/2011	4/22/2014	2,860			2,633	227	227	0	0	0	0	227
68	RODGEWORTH SEIX HY BD-I #5855		2/14/2012	6/18/2014	1,082			1,104	-22	22	0	0	0	0	-22
69	RODGEWORTH SEIX HY BD-I #5855		2/14/2012	10/22/2014	586			595	-9	9	0	0	0	0	-9
70	RODGEWORTH SEIX HY BD-I #5855		2/14/2012	10/22/2014	263			266	-3	3	0	0	0	0	-3
71	RODGEWORTH SEIX HY BD-I #5855		2/14/2012	10/22/2014	181			183	-2	2	0	0	0	0	-2
72	SPDR DJ WILSHIRE INTERNATIONAL		9/23/2011	6/18/2014	219			198	21	21	0	0	0	0	21
73	VANGUARD TOTAL BOND MARKET ETF		9/30/2014	10/22/2014	246			246	0	0	0	0	0	0	0
74	VANGUARD TOTAL BOND MARKET ETF		9/30/2014	10/22/2014	681			659	22	22	0	0	0	0	22
75	VANGUARD FTSE EMERGING MARKET		2/7/2013	11/21/2014	825			923	-98	-98	0	0	0	0	-98
76	VANGUARD FTSE EMERGING MARKET		12/17/2010	11/26/2014	904			1,084	-180	-180	0	0	0	0	-180
77	VANGUARD FTSE EMERGING MARKET		10/9/2013	4/22/2014	216			186	30	30	0	0	0	0	30
78	VANGUARD FTSE EMERGING MARKET		12/17/2010	11/26/2014	73			79	-6	6	0	0	0	0	-6
79	VANGUARD FTSE EMERGING MARKET		10/9/2013	4/22/2014	51			51	0	0	0	0	0	0	0
80	VANGUARD REIT VIPER		12/17/2010	10/22/2014	306			202	104	104	0	0	0	0	104
81	VANGUARD REIT VIPER		12/17/2010	10/22/2014	161										

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	Wells Fargo Bank N A Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		Trustee	4 00	2,255		
										2,255		0

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

	Date	1	Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/7/2014	2	33
3 Second quarter estimated tax payment		3	
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	33

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

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	<u>4,524</u>
2	_____	2	_____
3	_____	3	_____
4	_____	4	_____
5	_____	5	_____
6	_____	6	_____
7	_____	7	_____
8	_____	8	_____
9	_____	9	_____
10	Total	10	<u>4,524</u>