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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

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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 R B & PEARL P RICHARDSON TRUST 50511690		A Employer identification number 81-6010500	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 0634		B Telephone number (see instructions) (503) 464-3580	
City or town, state or province, country, and ZIP or foreign postal code MILWAUKEE, WI 532010634		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 5,431,942		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

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.	136,947	136,947		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	558,668			
	b Gross sales price for all assets on line 6a 3,781,550				
	7 Capital gain net income (from Part IV, line 2) . . .		558,668		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	695,615	695,615		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	50,692	45,623		5,069
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	1,500	0	0	1,500
	c Other professional fees (attach schedule)				0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	5,854	2,342		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	58,046	47,965	0	6,569
	25 Contributions, gifts, grants paid	280,080			280,080
	26 Total expenses and disbursements. Add lines 24 and 25	338,126	47,965	0	286,649
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	357,489			
	b Net investment income (if negative, enter -0-)		647,650		
	c Adjusted net income (if negative, enter -0-)			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	2,321	3,955	3,955
	2	Savings and temporary cash investments	65,937	89,047	89,047
	3	Accounts receivable ▶ <u>4,817</u>			
		Less allowance for doubtful accounts ▶ _____	7,381	4,817	4,817
	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 ▶ <u>0</u>			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)	139,631	 15,042	14,944
	b	Investments—corporate stock (attach schedule)	3,857,474	 3,850,592	4,238,188
	c	Investments—corporate bonds (attach schedule).	671,884	 1,138,703	1,080,991
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)			0	
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)	4,744,628	5,102,156	5,431,942	
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	
	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	4,744,628	5,102,156	
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)	4,744,628	5,102,156	
31		Total liabilities and net assets/fund balances (see instructions) . . .	4,744,628	5,102,156	

Part III Analysis of Changes in Net Assets or Fund Balances		
1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return)	1 4,744,628
2	Enter amount from Part I, line 27a	2 357,489
3	Other increases not included in line 2 (itemize) ▶ 	3 40
4	Add lines 1, 2, and 3	4 5,102,157
5	Decreases not included in line 2 (itemize) ▶ 	5 1
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 5,102,156

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	558,668
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	272,073	5,405,875	0 050329
2012	260,063	5,154,774	0 050451
2011	265,356	5,169,311	0 051333
2010	230,767	4,944,345	0 046673
2009	201,173	4,543,344	0 044279

2	Total of line 1, column (d).	2	0 243065
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 048613
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	5,599,986
5	Multiply line 4 by line 3.	5	272,232
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	6,477
7	Add lines 5 and 6.	7	278,709
8	Enter qualifying distributions from Part XII, line 4.	8	286,649

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

Part VI

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	6,477
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	6,477
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	6,477
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,847	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	3,847
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	2,630
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 <input type="checkbox"/> 0 Refunded <input type="checkbox"/>		11	0

Part VII-A

Statements Regarding Activities

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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
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 <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes.</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions): <input type="checkbox"/> MT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV.</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	The books are in care of US BANK Telephone no (503) 464-3580 Located at 555 SW OAK ST PORTLAND OR ZIP+4 97204			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? 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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		No
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? If "Yes," list the years 20 , 20 , 20 , 20 Yes No			
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		No
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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(5)	Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
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.	<input type="checkbox"/>		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
US BANK	TRUSTEE	50,692		
PO BOX 3168	1			
PORTLAND, OR 97208				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	5,562,048
b	Average of monthly cash balances.	1b	123,217
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,685,265
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	5,685,265
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	85,279
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,599,986
6	Minimum investment return. Enter 5% of line 5.	6	279,999

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	279,999
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	6,477
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,477
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	273,522
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	273,522
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	273,522

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	286,649
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	286,649
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	6,477
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	280,172

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				273,522
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 20__ , 20__		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				0
b From 2010.				0
c From 2011.				1,073
d From 2012.				10,678
e From 2013.				9,469
f Total of lines 3a through e.	21,220			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 286,649				
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.				273,522
e Remaining amount distributed out of corpus	13,127			
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	34,347			
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). . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	34,347			
10 Analysis of line 9				
a Excess from 2010. . . .				0
b Excess from 2011. . . .				1,073
c Excess from 2012. . . .				10,678
d Excess from 2013. . . .				9,469
e Excess from 2014. . . .				13,127

Part XIV

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. . . .

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:

■ 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))

• 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	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	280,080
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?			Yes	No
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				

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	*****	2015-04-30	*****	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name DONALD J ROMAN	Preparer's Signature	Date 2015-04-30	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00364310
	Firm's name <input checked="" type="checkbox"/> PRICEWATERHOUSECOOPERS LLP			Firm's EIN <input checked="" type="checkbox"/>	13-4008324
	Firm's address <input checked="" type="checkbox"/> 600 GRANT STREET PITTSBURGH, PA 15219			Phone no	(412) 355-6000

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
WYETH			2014-01-08
8868 212 ABERDEEN FDS EMRGN		2013-05-08	2014-01-09
770 IPATH DOW JONES UBS COMMODITY		2013-03-01	2014-01-09
2748 IPATH DOW JONES UBS COMMODITY		2012-12-18	2014-01-09
64 EXXON MOBIL CORP		2001-12-14	2014-01-09
83 EXXON MOBIL CORP		2001-10-24	2014-01-09
5 EXXON MOBIL CORP		2002-08-15	2014-01-09
106 PEPSICO INC		2001-09-19	2014-01-09
47 PEPSICO INC		2001-10-03	2014-01-09
15 PEPSICO INC		2001-10-24	2014-01-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
18			18
122,913		143,716	-20,803
27,581		30,962	-3,381
98,432		114,517	-16,085
6,380		2,446	3,934
8,275		3,314	4,961
498		186	312
8,738		5,200	3,538
3,875		2,300	1,575
1,237		724	513

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	
			18
			-20,803
			-3,381
			-16,085
			3,934
			4,961
			312
			3,538
			1,575
			513

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)
95 SPDR GOLD SHARES ETF		2013-04-12	2014-01-09
195 SPDR GOLD SHARES ETF		2012-12-03	2014-01-09
9802 355 LAUDUS INTERNATIONAL MARKETMASTERS		2010-09-28	2014-01-09
5117 471 LAUDUS INTERNATIONAL MARKETMASTERS		2013-03-01	2014-01-09
1159 164 LAUDUS INTERNATIONAL MARKETMASTERS		2013-05-14	2014-01-09
4017 809 LAUDUS INTERNATIONAL MARKETMASTERS		2013-06-26	2014-01-09
1282 472 ABERDEEN FDS EMRGN		2013-05-08	2014-01-15
2373 207 ABERDEEN FDS EMRGN		2013-05-24	2014-01-15
588 978 LAUDUS INTERNATIONAL MARKETMASTERS		2013-06-26	2014-01-15
506 CITIGROUP INC		2011-05-23	2014-02-14

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)
11,235		13,794	-2,559
23,060		32,452	-9,392
232,904		173,894	59,010
121,591		104,559	17,032
27,542		25,606	1,936
95,463		82,325	13,138
18,083		21,122	-3,039
33,462		37,805	-4,343
14,177		12,068	2,109
25,037		20,493	4,544

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	
			-2,559
			-9,392
			59,010
			17,032
			1,936
			13,138
			-3,039
			-4,343
			2,109
			4,544

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)
360 DOWCHEM CO		2013-09-24	2014-02-14
539 E M C CORP MASS		2011-03-16	2014-02-14
734 GENERAL ELEC CO		2006-07-05	2014-02-14
1145 INTEL CORP		2008-10-10	2014-02-14
310 INTERNATIONAL PAPER CO		2013-06-12	2014-02-14
130 MOHAWK INDS INC		2013-06-26	2014-02-14
130 ROCKWELL AUTOMATION INC		2013-11-21	2014-02-14
1859 591 T ROWE PRICE SC STOCK		2012-11-27	2014-02-14
1552 454 T ROWE PRICE SC STOCK		2012-12-18	2014-02-14
64 411 T ROWE PRICE SC STOCK		2013-03-01	2014-02-14

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)
16,751		14,141	2,610
13,690		13,901	-211
18,775		23,936	-5,161
28,026		21,475	6,551
15,203		13,971	1,232
18,905		14,342	4,563
15,127		14,487	640
82,975		65,397	17,578
69,271		53,755	15,516
2,874		2,377	497

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	
			2,610
			-211
			-5,161
			6,551
			1,232
			4,563
			640
			17,578
			15,516
			497

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)
4062 SPDR DOW JONES INTERNATIONAL ETF		2012-11-21	2014-02-14
2510 ISHARES S P U S PREFERRED STOCK ETF		2010-10-21	2014-02-21
2340 ISHARES S P U S PREFERRED STOCK ETF		2014-01-09	2014-02-21
40 MASTERCARD INC		2012-12-18	2014-02-21
60 MC DONALD'S CORP		2009-01-21	2014-02-21
50 PRAXAIR INC		2003-12-22	2014-02-21
168 247 T ROWE PRICE MID CAP GROWTH FD #64		2012-11-08	2014-02-21
263 383 T ROWE PRICE MID CAP VALUE FD INC		2012-11-08	2014-02-21
155 SCHLUMBERGER LTD		2004-01-12	2014-02-21
20 TARGET CORP		2001-09-19	2014-02-21

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)
165,324		157,498	7,826
96,341		94,063	2,278
89,816		87,892	1,924
3,029		1,179	1,850
5,811		3,455	2,356
6,395		1,895	4,500
12,713		9,652	3,061
7,973		6,424	1,549
14,080		4,177	9,903
1,127		572	555

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	
			7,826
			2,278
			1,924
			1,850
			2,356
			4,500
			3,061
			1,549
			9,903
			555

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)
15 UNITED TECHNOLOGIES CORP		2004-01-05	2014-02-21
165 VERIZON COMMUNICATIONS		2006-05-19	2014-02-21
25 VERIZON COMMUNICATIONS		2008-10-10	2014-02-21
265 AGILENT TECHNOLOGIES INC		2013-11-21	2014-02-28
797 ISHARES BARCLAYS TIPS BOND ETF		2012-09-17	2014-02-28
183 438 T ROWE PRICE MID CAP GROWTH FD #64		2012-11-08	2014-02-28
459 016 T ROWE PRICE MID CAP VALUE FD INC		2012-11-08	2014-02-28
345 SPDR DOW JONES INTERNATIONAL ETF		2013-01-23	2014-02-28
382 722 SCOUT INTERNATIONAL FUND		2010-09-28	2014-02-28
396 TARGET CORP		2008-12-09	2014-02-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,735		712	1,023
7,832		4,648	3,184
1,187		624	563
15,062		14,339	723
89,734		92,435	-2,701
13,967		10,524	3,443
14,064		11,195	2,869
14,318		14,169	149
14,088		11,673	2,415
24,801		13,127	11,674

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,023
			3,184
			563
			723
			-2,701
			3,443
			2,869
			149
			2,415
			11,674

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)
128 UNITED TECHNOLOGIES CORP		2004-07-15	2014-02-28
50 BLACKROCK INC		2013-05-24	2014-03-06
330 ROYAL CARIBBEAN CRUISES LTD		2013-11-21	2014-03-06
115 BOEING CO		2012-02-23	2014-03-20
332 DISNEY WALT CO		2011-02-10	2014-03-20
10 EXPRESS SCRIPTS HLDGS C		2011-03-07	2014-03-20
830 ISHARES S P U S PREFERRED STOCK ETF		2010-02-22	2014-03-20
244 J P MORGAN CHASE & CO		2008-12-09	2014-03-20
10 MC DONALD'S CORP		2009-01-21	2014-03-20
35 MC DONALD'S CORP		2009-06-24	2014-03-20

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,013		5,813	9,200
15,553		14,117	1,436
16,926		14,416	2,510
14,120		8,720	5,400
26,842		14,326	12,516
780		546	234
32,145		31,514	631
14,691		8,899	5,792
967		576	391
3,383		1,997	1,386

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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	
			9,200
			1,436
			2,510
			5,400
			12,516
			234
			631
			5,792
			391
			1,386

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3507 073 NUVEEN REAL ESTATE SECS I		2001-10-03	2014-03-20
365 ORACLE CORPORATION		2007-01-31	2014-03-20
386 PFIZER INC COMMON STOCK		2004-10-14	2014-03-20
60 PFIZER INC COMMON STOCK		2004-11-15	2014-03-20
187 PRAXAIR INC		2004-01-14	2014-03-20
25 STATE STR CORP		2011-08-11	2014-03-20
30 COVIDIEN PLC		2012-05-30	2014-03-20
46 COACH INC		2013-05-01	2014-04-08
244 COACH INC		2011-03-01	2014-04-08
101 ISHARES BARCLAYS TIPS BOND ETF		2012-07-13	2014-04-08

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)
74,876		44,397	30,479
13,882		6,234	7,648
12,275		12,279	-4
1,908		1,673	235
24,765		7,070	17,695
1,694		863	831
2,107		1,436	671
2,257		2,699	-442
11,970		15,701	-3,731
11,316		11,440	-124

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	
			30,479
			7,648
			-4
			235
			17,695
			831
			671
			-442
			-3,731
			-124

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)
120 ISHARES BARCLAYS TIPS BOND ETF		2013-04-12	2014-04-08
641 907 NUVEEN REAL ESTATE SECS I		2001-10-03	2014-04-08
50000 F N M A DEB 2 000% 4/18/19		2012-04-05	2014-04-18
1215 63 AMERICAN CENTY INTL BOND FD INSTL		2010-10-13	2014-04-24
247 APACHE CORP		2004-11-15	2014-04-24
5 BAXTER INTL INC		2012-07-13	2014-04-24
171 CHEVRONTEXACO CORP		2011-04-12	2014-04-24
220 MC DONALD'S CORP		2009-10-15	2014-04-24
11568 783 NUVEEN INFLATION PRO SEC CLI		2014-03-06	2014-04-24
11052 45 AMERICAN CENTY INTL BOND FD INSTL		2013-01-23	2014-06-05

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)
13,444		14,666	-1,222
14,071		7,965	6,106
50,000		50,000	
17,323		18,380	-1,057
21,689		11,143	10,546
362		272	90
21,292		17,867	3,425
21,951		12,618	9,333
128,529		127,372	1,157
157,829		160,724	-2,895

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,222
			6,106
			-1,057
			10,546
			90
			3,425
			9,333
			1,157
			-2,895

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)
70 APPLE COMPUTER INC		2006-05-16	2014-07-02
80 APPLE COMPUTER INC		2008-09-29	2014-07-02
130 ECOLAB INC		2013-01-23	2014-07-02
603 708 NUVEEN REAL ESTATE SECS I		2001-10-03	2014-07-02
300 STARBUCKS CORP		2013-04-12	2014-07-02
5 3M CO		2003-02-19	2014-07-02
5 UNITED PARCEL SERVICE INC CL B		2011-02-17	2014-07-02
5 ACCENTURE PLC CL A		2012-05-02	2014-07-02
60 COVIDIEN PLC		2012-05-30	2014-07-02
COUNTRYWIDE FINANCIAL CORPORATION			2014-08-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,547		660	5,887
7,483		1,256	6,227
14,387		9,557	4,830
13,964		7,491	6,473
23,438		15,863	7,575
724		315	409
516		382	134
405		325	80
5,462		2,873	2,589
83			83

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	
			5,887
			6,227
			4,830
			6,473
			7,575
			409
			134
			80
			2,589
			83

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)
255 BAXTER INTL INC		2012-07-13	2014-08-28
38 GOOGLE INC CL A		2009-01-30	2014-08-28
38 GOOGLE INC CL C		2009-01-30	2014-08-28
77 INTERNATIONAL BUSINESS MACHS CORP		2012-07-13	2014-08-28
592 216 NUVEEN REAL ESTATE SECS I		2002-04-23	2014-08-28
6023 212 T ROWE PRICE INTL BOND FUND		2014-04-24	2014-08-28
373 432 SCOUT INTERNATIONAL FUND		2010-09-28	2014-08-28
285 STATE STR CORP		2011-08-11	2014-08-28
1055 01 LS OPPORTUNITY		2014-04-08	2014-08-28
335 GENERAL MILLS INC		2013-02-07	2014-09-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
19,080		13,859	5,221
22,136		6,848	15,288
21,709		6,826	14,883
14,789		14,326	463
13,982		7,655	6,327
58,847		58,597	250
13,940		11,390	2,550
20,423		9,839	10,584
13,968		13,061	907
16,997		14,203	2,794

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	
			5,221
			15,288
			14,883
			463
			6,327
			250
			2,550
			10,584
			907
			2,794

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)
10495 503 NUVEEN INFLATION PRO SEC CLI		2014-03-06	2014-09-24
5222 69 T ROWE PRICE INTL BOND FUND		2014-04-24	2014-09-24
DELL INC			2014-10-07
75000 F H L M C M T N 5 000% 11/13/14		2004-11-19	2014-11-13
AMERICAN INTL GROUP INC			2014-11-24
AMERICAN INTL GROUP INC			2014-11-24
4615 654 SCOUT INTERNATIONAL FUND		2011-07-27	2014-12-01
693 108 SCOUT INTERNATIONAL FUND		2012-07-13	2014-12-01
192 WAL MART STORES INC		2011-02-10	2014-12-01
1060 BANK OF AMERICA CORP		2013-05-24	2014-12-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
116,185		115,555	630
49,302		50,802	-1,500
84			84
75,000		74,589	411
28			28
20			20
167,733		142,423	25,310
25,188		20,059	5,129
16,665		10,677	5,988
18,592		14,013	4,579

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	
			630
			-1,500
			84
			411
			28
			20
			25,310
			5,129
			5,988
			4,579

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)
239 EXPRESS SCRIPTS HLDGS C		2011-03-07	2014-12-11
8037 576 GOLDMAN SACHS COMM STRAT INS		2014-01-09	2014-12-11
235 ISHARES S P U S PREFERRED STOCK ETF		2010-02-22	2014-12-11
125 ISHARES S P U S PREFERRED STOCK ETF		2014-01-15	2014-12-11
557 768 NUVEEN REAL ESTATE SECS I		2002-04-23	2014-12-11
251 PEPSICO INC		2004-01-14	2014-12-11
2632 709 T ROWE PRICE INTL BOND FUND		2014-07-02	2014-12-11
973 361 SCOUT INTERNATIONAL FUND		2012-07-13	2014-12-11
4188 797 SCOUT INTERNATIONAL FUND		2013-03-01	2014-12-11
639 756 SCOUT INTERNATIONAL FUND		2013-04-12	2014-12-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,111		13,048	7,063
33,517		43,724	-10,207
9,268		8,792	476
4,930		4,742	188
14,028		7,763	6,265
24,246		11,354	12,892
23,773		25,931	-2,158
34,554		28,169	6,385
148,702		136,814	11,888
22,711		22,212	499

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	
			7,063
			-10,207
			476
			188
			6,265
			12,892
			-2,158
			6,385
			11,888
			499

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)
140 3M CO		2010-10-21	2014-12-11
190 UNITED PARCEL SERVICE INC CL B		2012-12-18	2014-12-11
2150 601 LS OPPORTUNITY		2014-04-08	2014-12-11
225 ACCENTURE PLC CL A		2012-05-02	2014-12-11
FANNIE MAE COM			2014-12-23
CAPITAL GAIN DIVIDENDS	P		


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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
22,388		9,891	12,497
21,109		14,496	6,613
27,356		26,624	732
19,145		14,637	4,508
155			155
			92,425

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	
			12,497
			6,613
			732
			4,508
			155

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
SHRINERS HOSPITALS FOR CHILDREN ATTN TRUST & INVESTMENT ACT MANAGER PO BOX 31356 TAMPA,FL 336313356	NONE	PUBLIC	GENERAL SUPPORT	28,008
BUFFALO HART PRESBYTERIAN CHURCH C/O ANN HUGHES CLERK OF SESSION 7442 ROLLING OAKS DRIVE RIVERTON,IL 62561	NONE	PUBLIC	GENERAL SUPPORT	28,008
REGENTS OF UNIVERSITY OF MICHIGAN ANNUITY AND TRUST SERVICE 3003 S STATE ST STE 9000 ANN ARBOR,MI 48109	NONE	PUBLIC	GENERAL SUPPORT	28,008
PEO FOUNDATION 3700 GRAND AVENUE DES MOINES,IA 50312	NONE	PUBLIC	GENERAL SUPPORT	18,672
SHODAIR CHILDREN'S HOSPITAL PO BOX 5539 HELENA,MT 596045539	NONE	PUBLIC	GENERAL SUPPORT	28,008
ROCKY MOUNTAIN COLLEGE ATTN CONTROLLER 1511 POLY DRIVE BILLINGS,MT 59102	NONE	PUBLIC	GENERAL SUPPORT	18,672
FIRST PRESBYTERIAN CHURCH HELENA ATTN JOHN LAGERQUIST 535 N EWING ST HELENA,MT 59601	NONE	PUBLIC	GENERAL SUPPORT	56,016
ST PETER'S COMMUNITY HOSPITAL FDN 2475 BROADWAY HELENA,MT 59601	NONE	PUBLIC	GENERAL SUPPORT	28,008
WHITWORTH UNIVERSITY MS 0102 300 W HAWTHORNE RD SPOKANE,WA 99251	NONE	PUBLIC	GENERAL SUPPORT	18,672
STANFORD UNIVERSITY OFFICE OF PLANNED GIVING 3145 PORTER DR STANFORD,CA 94305	NONE	PUBLIC	GENERAL SUPPORT	28,008
Total  3a				280,080

TY 2014 Accounting Fees Schedule

Name: R B & PEARL P RICHARDSON TRUST 50511690

EIN: 81-6010500

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	1,500			1,500

**TY 2014 Investments Corporate
Bonds Schedule****Name:** R B & PEARL P RICHARDSON TRUST 50511690**EIN:** 81-6010500

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NUVEEN HIGH INCOME BOND FUND	317,412	288,952
AMERICAN CENTURY INTL BD		
BERKSHIRE HATHAWAY INC	50,364	50,143
BARCLAYS BANK PLC 4/10/15	25,000	48,401
DEUTSCHE BANK AG MED TERM NT	99,410	100,706
COMMUNITY STATE BANK IA C D	25,000	25,705
CAMPBELL SOUP CO 3.050 7/15/17	50,246	51,698
ISHARES JP MORGAN EM BOND		
GENERAL ELEC CAP CORP	51,921	51,742
GOLDMAN SACHS COMM STRAT INS	184,895	132,347
NEUBERGER BERMAN LONG SH INS	115,142	116,608
TCW EMERGING MARKETS INCOME FU	219,313	214,689

TY 2014 Investments Corporate
Stock Schedule

Name: R B & PEARL P RICHARDSON TRUST 50511690
EIN: 81-6010500

Name of Stock	End of Year Book Value	End of Year Fair Market Value
APACHE CORP		
APPLE INC	26,958	64,131
BANK OF AMERICA CORP		
COACH INC		
ECOLAB INC	4,411	6,271
EXXON MOBIL CORP	11,735	30,971
GENERAL ELEC CO	7,765	13,899
GOLDMAN SACHS GROUP INC	15,492	19,383
INTEL CORP		
JOHNSON & JOHNSON	12,353	21,437
MASTERCARD INC	14,332	24,986
MICROSOFT CORP	25,518	46,775
ORACLE CORPORATION	3,377	8,994
PEPSICO INC		
PFIZER INC	20,325	24,609
PRAXAIR INC		
PROCTER & GAMBLE CO	11,678	20,040
QUALCOM INC	4,100	19,326
STATE STR CORP		
TARGET CORPORATION	5,290	6,832
UNITED PARCEL SERVICE INC CL B		
UNITED TECHNOLOGIES CORP	7,939	20,125
VERIZON COMMUNICATIONS	11,808	20,817
WAL MART STORES INC		
WELLS FARGO & CO	20,212	41,389
3M CO		
SCHLUMBERGER LTD	13,225	22,207
NUVEEN REAL ESTATE	275,809	325,986
LAUDUS INTL MRKMASTERS INV FD		
GOOGLE INC CL A		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
J P MORGAN CHASE & CO	20,586	30,977
ISHARES S&P PREF STK INDX FD	37,750	39,243
MCDONALDS CORP		
DISNEY WALT CO	29,306	30,612
GENERAL MILLS INC		
STARBUCKS		
IPATH DJ UBS COMMUNITY		
ISHARES BARCLAYS TIPS BD ETF		
SCOUT INTERNATIONAL FD	52,898	49,653
AMERICAN TOWER CORP	14,311	19,276
CHEVERON CORPORATION		
CITIGROUP INC	16,271	18,127
EMC CORPORATION		
EXPRESS SCRIPTS INC		
GILEAD SCIENCES INC	14,220	31,106
OCCIDENTAL PETRO CORP	13,147	11,285
PGE CORP	17,348	21,030
PRUDENTIAL FINANCIAL INC	14,141	20,715
ACE LTD	15,044	26,882
SPDR DJ WILSHIRE INTERNATIONAL		
BAXTER INTL INC		
BOEING CO	9,858	16,897
CVS CAREMARK CORP	14,276	30,049
EMERSON ELEC CO	11,083	15,309
INTERNATION BUSINESS MACHINES		
LSI CORPORATION		
NIKE INC	5,849	7,211
ACCENTURE PLC		
COVIDIEN PLC	8,752	18,922
OPPENHEIMER SR FLOA RATE	224,142	218,462

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SPDR GOLD TRUST		
T ROWE PRICE SC	11,623	13,956
AGILENT TECHNOLOGIES INC		
BLACKROCK INC	21,700	22,152
DOW CHEM CO		
INTERNATIONAL PAPER CO		
LOWES CO INC	14,279	24,080
MCKESSON CORPORATION	10,465	20,758
MERCK AND CO INC	12,087	16,753
MOHAWK INDS INC		
NRG ENERGY INC	14,201	13,610
ROCKWELL AUTOMATION INC		
SLM CORP	5,016	6,725
ROYAL CARIBBEAN CRUISES LTD	14,081	16,074
ABERDEEN FDS EMRGN MKT	305,791	288,054
LOOMIS SAYLES STRATEGIC ALPHA	191,332	185,238
ROBECO BOSTON PARTNERS L S RSR	215,035	247,529
T ROWE PRICE MID CAP GROWTH	137,601	176,252
T ROWE PRICE MID CAP VALUE	146,268	168,344
CAMBIAR INTL EQUITY FUND INS	108,888	99,987
CAUSEWAY EMERGING MARKETS INST	249,667	257,407
FIDELITY INVT TR AD INTL DISCI	206,195	199,951
GLENMEDE SC EQUITY PORT ADV	175,972	175,566
LS OPPORTUNITY	119,466	124,194
MORGAN DEMPSEY SMALL MICRO CAP	109,644	100,486
NUVEEN INFLATION PRO SEC CL I	110,791	110,791
T ROWE PRICE INTL BOND FUND	37,983	34,439
T ROWE PRICE INTL GR&INC FD	414,039	368,779
ISHARES JPMORGAN USD EMERG ETF	76,955	78,223
ABBVIE INC	14,889	14,070

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALLERGAN INC	13,599	17,007
ANADARKO PETROLEUM CORP	16,644	12,375
CALIFORNIA RESOURCES CORP	475	309
HEWLETT PACKARD CO	15,497	18,259
ILLINOIS TOOL WORKSINC	9,175	9,944
MEDTRONIC INC	11,516	12,996
NAVIENT CORP W D	8,956	14,263
POLARIS INDS INC	8,558	9,831
SOUTHWEST AIRLINES CO	16,871	22,218
INVESCO LTD	14,024	13,634

**TY 2014 Investments Government
Obligations Schedule****Name:** R B & PEARL P RICHARDSON TRUST 50511690**EIN:** 81-6010500**US Government Securities - End of****Year Book Value:**

15,042

US Government Securities - End of**Year Fair Market Value:**

14,944

**State & Local Government
Securities - End of Year Book
Value:****State & Local Government
Securities - End of Year Fair
Market Value:**

TY 2014 Other Decreases Schedule

Name: R B & PEARL P RICHARDSON TRUST 50511690

EIN: 81-6010500

Description	Amount
ADJUSTMENT FOR ROUNDING	1

TY 2014 Other Increases Schedule

Name: R B & PEARL P RICHARDSON TRUST 50511690

EIN: 81-6010500

Description	Amount
RETURN OF CAPITAL ADJUSTMENT	40

TY 2014 Taxes Schedule**Name:** R B & PEARL P RICHARDSON TRUST 50511690**EIN:** 81-6010500

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL ESTIMATES - PRINCIPAL	3,512	0		0
FOREIGN TAXES ON QUALIFIED FOR	2,203	2,203		0
FOREIGN TAXES ON NONQUALIFIED	139	139		0