Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: WHEELER FOUNDATION

A Employer identification number: 93-0553801

Number and street (or P.O. box number if mail is not delivered to street address): 900 WASHINGTON STREET, SUITE 900

Room/suite:

B Telephone number (see instructions): 360-693-7442

City or town, state or province, country, and ZIP or foreign postal code: VANCOUVER, WA 98660

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 16,126,773.

J Accounting method: ☒ Cash ☐ Accrual ☐ 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 ▶ ☐ if the foundation is **not** required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	402,748.	399,696.		STMT 1
5a	Gross rents				
b	Net rental income or (loss) ______				
6a	Net gain or (loss) from sale of assets not on line 10	581,092.			
b	Gross sales price for all assets on line 6a 1,825,385.				
7	Capital gain net income (from Part IV, line 2)		581,092.		
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)	14,993.	6,339.		STMT 5
12	**Total.** Add lines 1 through 11	998,833.	987,127.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc.	106,133.	79,600.		26,533.
14	Other employee salaries and wages		NONE	NONE	
15	Pension plans, employee benefits		NONE	NONE	
16a	Legal fees (attach schedule) STMT 6	1,268.	1,268.	NONE	NONE
b	Accounting fees (attach schedule) STMT 7	1,800.	1,800.	NONE	NONE
c	Other professional fees (attach schedule) STMT 8	12,467.	12,467.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 9	5,367.	5,361.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings		NONE	NONE	
22	Printing and publications		NONE	NONE	
23	Other expenses (attach schedule)				
24	**Total operating and administrative expenses.** Add lines 13 through 23	127,035.	100,496.	NONE	26,533.
25	Contributions, gifts, grants paid	839,000.			839,000.
26	**Total expenses and disbursements** Add lines 24 and 25	966,035.	100,496.	NONE	865,533.
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	32,798.			
b	**Net investment income** (if negative, enter -0-)		886,631.		
c	**Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.**

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		Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	668,383.	370,691.	370,691.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶	28,388.		
	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 ▶ NONE			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U S. and state government obligations (attach schedule) STMT 10	NONE	267,173.	291,408.
	b	Investments - corporate stock (attach schedule) STMT 11	9,124,925.	9,415,785.	11,174,698.
	c	Investments - corporate bonds (attach schedule) STMT 14	4,479,701.	4,339,449.	4,289,976.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	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)	14,301,397.	14,393,098.	16,126,773.
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)		NONE	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	14,301,397.	14,393,098.	
	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)	14,301,397.	14,393,098.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	14,301,397.	14,393,098.	

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	14,301,397.
2	Enter amount from Part I, line 27a	2	32,798.
3	Other increases not included in line 2 (itemize) ▶ADJ FOR TRANSACTIONS POSTED IN 2014 TAXABLE IN 201	3	86,121.
4	Add lines 1, 2, and 3	4	14,420,316.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 15	5	27,218.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	14,393,098.

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Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	PUBLICLY TRADED SECURITIES			
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	3,825,385.		3,244,293.	581,092.
b				
c				
d				
e				

	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	
a				581,092.
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	581,092.
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 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	845,208.	16,058,362.	0.052634
2012	812,493.	15,475,019.	0.052504
2011	748,086.	15,318,002.	0.048837
2010	714,632.	14,764,524.	0.048402
2009	645,702.	13,158,614.	0.049071

2	**Total** of line 1, column (d)	2	0.251448
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	0.050290
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	16,452,812.
5	Multiply line 4 by line 3	5	827,412.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,866.
7	Add lines 5 and 6	7	836,278.
8	Enter qualifying distributions from Part XII, line 4	8	865,533.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. . . . Date of ruling or determination letter: ________________ (attach copy of letter if necessary - see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	8,866.
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	
3	Add lines 1 and 2			3	8,866.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .			4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	8,866.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	7,260.		
b	Exempt foreign organizations - tax withheld at source	6b	NONE		
c	Tax paid with application for extension of time to file (Form 8868).	6c	NONE		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	7,260.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached			8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** . . . . ▶			9	1,606.
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** ▶ NONE **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ Riverview Asset Management Corp Telephone no. ▶ (360) 693-7442

Located at ▶ 900 WASHINGTON ST, STE. 900, VANCOUVER, WA ZIP+4 ▶ 98660

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		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? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ________, ________, ________, ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions)	2b		X
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________, ________, ________, ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
RIVERVIEW ASSET MANAGMENT 900 WASHINGTON ST, SUITE 900, VANCOUVER, WA 98660	MANAGER 2	106,133.	-0-	-0-
JOHN C. WHEELER 900 WASHINGTON ST, SUITE 900, VANCOUVER, WA 98660	DIRECTOR 0	-0-	-0-	-0-
CHARLES B. WHEELER 900 WASHINGTON ST, SUITE 900, VANCOUVER, WA 98660	DIRECTOR 0	-0-	-0-	-0-
THOMAS K. WHEELER 900 WASHINGTON ST, SUITE 900, VANCOUVER, WA 98660	DIRECTOR 0	-0-	-0-	-0-

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

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

Total number of other employees paid over $50,000 ▶ NONE

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

3 Five highest-paid independent contractors for professional services (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		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3 NONE	
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	16,703,362.
b	Average of monthly cash balances		1b	NONE
c	Fair market value of all other assets (see instructions)		1c	NONE
d	**Total** (add lines 1a, b, and c)		1d	16,703,362.
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	NONE
3	Subtract line 2 from line 1d		3	16,703,362.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	250,550.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4		5	16,452,812.
6	**Minimum investment return.** Enter 5% of line 5		6	822,641.

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	822,641.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	8,866.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,866.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	813,775.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	813,775.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	813,775.

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	865,533.
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	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	865,533.
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	8,866.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	856,667.

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				813,775.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			NONE	
b Total for prior years 20 12 ,20___,20___		NONE		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 ...... NONE				
b From 2010 ...... NONE				
c From 2011 ...... NONE				
d From 2012 ...... 85,086.				
e From 2013 ...... 56,806.				
f **Total** of lines 3a through e	141,892.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 865,533.				
a Applied to 2013, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				813,775.
e Remaining amount distributed out of corpus	51,758.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	193,650.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
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		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions			NONE	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				NONE
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	193,650.			
10 Analysis of line 9:				
a Excess from 2010 ... NONE				
b Excess from 2011 ... NONE				
c Excess from 2012 ... 85,086.				
d Excess from 2013 ... 56,806.				
e Excess from 2014 ... 51,758.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 Information Regarding Foundation Managers:

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

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:

SEE STATEMENT 16

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED	NONE			839,000.
Total ▶ **3a**				839,000.
b *Approved for future payment*				
SEE ATTACHED				
Total ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	402,748.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	581,092.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b SATYAM COMP STMT			14	6,339.	
c FED EXCISE TAX REF			14	8,654.	
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				998,833.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . 13 998,833.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Signature of officer or trustee
WHEELER FOUNDATION

Date: 5/26/15

Title: DIRECTOR

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
LOUIS J DEROSE		05/08/2015		P00000482

Firm's name ▶ ERNST & YOUNG U.S. LLP
Firm's EIN ▶ 34-6565596
Firm's address ▶ 99 WOOD AVENUE SOUTH
ISELIN, NJ 08830
Phone no. 732-767-9100

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC.	3,227.	3,227.
ABBVIE INC.	830.	830.
ALLEGHENY TECHNOLOGIES INC.	576.	576.
APPLE COMPUTER INC.	1,292.	1,292.
APPLIED MATERIALS INC.	683.	683.
ARCHER-DANIELS-MIDLAND	1,006.	1,006.
AUTOMATIC DATA PROCESSING	648.	648.
BP PLC SPONSORED ADR	1,170.	1,170.
BOSTON PROPERTIES INC.	513.	513.
BRINKER INTERNATIONAL, INC.	165.	165.
BRISTOL-MYERS SQUIBB CO.	720.	720.
CALIFORNIA STATE GO GEN PURP/PUB IMP 6.8	2,063.	
CATERPILLAR INC.	1,178.	1,178.
CHEVRON CORP NEW	3,455.	3,455.
CHICAGO, IL BOARD OF ED GO 5.182% DUE 12	2,591.	2,591.
CHUBB CORP	873.	873.
CISCO SYS INC	2,119.	2,119.
CITIGROUP 5.000% DUE 04/15/2026 CALLABLE	5,000.	5,000.
CLOROX COMPANY	1,427.	1,427.
CONOCOPHILLIPS	1,003.	1,003.
COOK COUNTY IL SCH DIST LTGO 5.70% DUE 1	2,850.	2,850.
COSTCO WHOLESALE CORP NEW	550.	550.
CRACKER BARREL OLD COUNTRY STORE INC	410.	410.
CROSWELL & LEXINGTON MI CMNTY SCHS 6.05%	3,025.	3,025.
CUMMINS INC.	781.	781.
DFA ONE-YEAR FIXED-INCOME I	2,968.	2,968.
DFA US LARGE CAP EQUITY PORTFOLIO	6,266.	6,266.
DFA COMMODITY STRATEGY PORTFOLIO	6,082.	6,082.
DEARBORN MI SCH DIST FAC GO 7.30% DUE 5/	3,650.	3,650.
DISNEY WALT CO.	516.	516.
DOW CHEMICAL COMPANY	1,080.	1,080.
DU PONT E I DE NEMOURS & CO	1,840.	1,840.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DUKE ENERGY CORP NEW	403.	403.
EMERSON ELECTRIC CO.	528.	528.
FEDERATED TOTAL RETURN BOND FD INSTL	49,892.	49,892.
FORD MOTOR COMPANY	1,381.	1,381.
FRANKLIN INCOME FUND CLASS A	8,609.	8,609.
FREEPORT MCMORAN COPPER & GOLD	397.	397.
GANNETT CO. INC.	517.	517.
GENERAL ELECTRIC COMPANY	2,398.	2,398.
GENERAL MILLS INC	817.	817.
GLAXOSMITHKLINE PLC SPONSORED ADR	647.	647.
GREAT PLAINS ENERGY INC.	1,669.	1,669.
HCP INC. REIT	1,192.	1,140.
HARBOR INTERNATIONAL FUND	44,895.	44,895.
HARSCO CORPORATION	1,268.	1,268.
HEALTH CARE PPTY INVS INC NT 6.300% DUE	1,575.	1,575.
HOLLY FRONTIER CORP	1,312.	1,312.
ING GLOBAL REAL ESTATE FUND CLASS I	2,886.	2,886.
INTEL CORP	1,800.	1,800.
INTERNATIONAL PAPER COMPANY	931.	931.
JP MORGAN CHASE & CO.	2,175.	2,175.
JOHNSON & JOHNSON	3,931.	3,931.
LAZARD EMERGING MARKETS EQUITY PORT INST	15,136.	15,136.
LILLY ELI & CO	1,744.	1,744.
LOWES COS INC	322.	322.
MARATHON OIL CORP.	1,614.	1,614.
MARATHON PETROLEUM CORP.	168.	168.
MCDONALDS CORP	243.	243.
MEDTRONIC INC	702.	702.
METWEST TOTAL RETURN BOND FD I	22,899.	22,899.
MICHIGAN FIN AUTH REV 6.246% 9/1/23 SCH	1,874.	937.
MICROSOFT CORP	575.	575.
NEWMONT MINING CORP	60.	60.
NICHOLAS EQUITY INCOME I	24,529.	24,529.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NORDSTROM INC	693.	693.
NORTHWEST NATURAL GAS COMPANY	554.	554.
NUCOR CORP.	190.	190.
PG&E CORP	1,215.	1,215.
PEPSICO INC	1,546.	1,546.
PFIZER INC	2,158.	2,158.
PHILIP MORRIS INT'L INC.	3,056.	3,056.
PIMCO ALL-ASSET ALL-AUTHORITY FUND	4,778.	4,778.
PRECISION CAST PARTS CORP.	30.	30.
PROCTER & GAMBLE CO	1,013.	1,013.
PRUDENTIAL FIN'L INC.	1,519.	1,519.
PUBLIC SERVICE ENTERPRISE GROUP	490.	490.
QUALCOMM INC	1,372.	1,372.
TRUST LIQUIDITY BANK FUND A	785.	785.
TRUST LIQUIDITY BANK FUND B	377.	377.
TRUST LIQUIDITY BANK FUND C	53.	53.
TRUST LIQUIDITY BANK FUND D	8.	8.
TRUST INSURED MMA #001	473.	473.
SPECTRA ENERGY CORP COM	1,746.	1,746.
STAPLES INC	695.	695.
SYMANTEC CORP.	1,012.	1,012.
TEMPLETON GLOBAL BOND FUND ADV SHS	70,978.	70,978.
TEVA PHARMACEUTICAL INDUSTRIES LTD ADR	417.	417.
3M COMPANY	1,026.	1,026.
TIME WARNER INC. NEW	292.	292.
UIL HOLDINGS CORP.	1,124.	1,124.
VALERO ENERGY CORP. NEW	735.	735.
VANGUARD DIVIDEND GROWTH INV	19,326.	19,326.
VERIZON COMMUNICATIONS	3,991.	3,991.
VOYA GLOBAL REAL ESTATE FUND CLASS I	15,722.	15,722.
XILINX INC.	258.	258.
ENSCO PLC CLASS A	2,400.	2,400.
NOBLE CORP PLC	1,516.	1,516.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SEAGATE TECHNOLOGY PLC		997.	997.
TRANSOCEAN LTD SWITZ		557.	557.
	TOTAL	402,748.	399,696.

WHEELER FOUNDATION 93-0553801

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SATYAM COMPUTER STMT FD		6,339.	6,339.
FED EXCISE TAX REFUND		8,654.	
	TOTALS	14,993.	6,339.

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES		1,268.	1,268.		
	TOTALS	1,268.	1,268.	NONE	NONE

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE		1,800.	1,800.		
	TOTALS	1,800.	1,800.	NONE	NONE

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN AND MANAGEMENT FEES	12,467.	12,467.
TOTALS	12,467.	12,467.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	63.	63.
FEDERAL TAX PAYMENT - PRIOR YE	6.	
FOREIGN TAXES ON QUALIFIED FOR	2,323.	2,323.
FOREIGN TAXES ON NONQUALIFIED	2,975.	2,975.
TOTALS	5,367.	5,361.

WHEELER FOUNDATION 93-0553801

FORM 990PF, PART II - U.S. AND STATE OBLIGATIONS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CALIFORNIA ST GO 6.875% BAB	30,885.	39,945.
CHICAGO IL BOE GO 5.182% BAB	50,872.	52,558.
COOK CTY IL SCH DIST 5.7% BAB	50,971.	53,964.
CROSSWELL & LEXINGTON MI 6.05%	51,047.	53,109.
DEARBORN MI SCH DIST 7.3% BAB	52,821.	55,635.
MICHIGAN FIN AUTH 6.246% BAB	30,577.	36,197.
TOTALS	267,173.	291,408.

WHEELER FOUNDATION 93-0553801

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ARCHER-DANIELS-MIDLAND	42,977.	54,496.
AT&T	27,257.	25,327.
BOSTON PROPERTIES INC	44,391.	55,594.
CATERPILLAR INC	38,330.	41,463.
CHUBB CORP	39,932.	46,562.
CISCO SYS INC	33,439.	48,621.
CLOROX COMPANY	42,412.	51,271.
CONOCOPHILLIPS	57,499.	47,444.
CRACKER BARREL OLD COUNTRY ST	43,098.	57,712.
FORD MOTOR COMPANY	45,280.	42,796.
FREEPORT MCMORAN COPPER & GOLD	44,032.	29,644.
GANNETT CO INC	34,195.	41,285.
GENERAL ELECTRIC COMPANY	67,035.	68,861.
GREAT PLAINS ENERGY INC	43,642.	50,712.
HARSCO CORPORATION	48,069.	38,951.
HCP INC REIT	26,428.	25,097.
JOHNSON & JOHNSON	33,367.	70,585.
J P MORGAN CHASE & CO	25,389.	28,349.
LILLY ELI & CO	35,609.	61,401.
LOWES COS INC	31,862.	48,160.
MARATHON OIL CORP	42,439.	34,429.
PAYCHEX INC	43,753.	42,615.
PEPSICO INC	35,991.	37,729.
PUBLIC SERVICE ENTERPRISE GR	52,138.	54,785.
SPECTRA ENERGY CORP COM	35,002.	46,101.
VERIZON COMMUNICATIONS	43,963.	49,821.
XILINX INC	37,354.	38,485.
FRANKLIN INCOME FD CL A	112,888.	171,475.
DFA US LARGE CAP EQUITY PORT	1,182,232.	1,185,927.

WHEELER FOUNDATION 93-0553801

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
VANGUARD DIVIDEND GROWTH INV	573,647.	837,264.
NICHOLAS EQUITY INCOME I	397,480.	542,873.
ALLIANZ GLOBAL SMALL-CAP FD IN	1,471,069.	1,742,381.
HARBOR INTERNATIONAL FD	1,636,055.	1,949,166.
LAZARD EMG MKTS EQITY PORT	591,602.	585,390.
DFA COMMUNITY STRATEGY PORT	581,901.	494,378.
VOYA GLOBAL REAL ESTATE FD	560,545.	699,352.
GLAXOSMITHKLINE PLC SPON ADR	53,762.	42,655.
NOBLE CORP PLC	35,204.	22,336.
SEAGATE TECHNOLOGY PLC	54,593.	68,362.
ABBVIE INC	12,638.	32,720.
ALLEGHENY TECHNOLOGIES INC	25,258.	27,816.
APPLE COMPUTER INC	60,719.	77,266.
AT&T	34,023.	33,590.
BRISTOL-MYERS SQUIBB CO	16,643.	29,515.
CHEVRON CORP NEW	40,489.	67,308.
CISCO SYS INC	22,193.	27,815.
COSTCO WHOLESALE CORP NEW	17,567.	56,700.
CUMMINS INC	41,792.	43,251.
DISNEY WALT CO	14,999.	56,514.
DOW CHEMICAL COMPANY	29,525.	36,488.
DU PONT E I DE NEMOURS & CO	37,324.	73,940.
EMERSON ELECTRIC CO	14,050.	18,519.
EXPRESS SCRIPTS HOLDING CO	12,213.	16,934.
HOLLY FRONTIER CORP	35,688.	29,984.
INTEL CORP	43,709.	72,580.
JOHNSON & JOHNSON	42,788.	73,199.
J P MORGAN CHASE & CO	56,157.	75,096.
MARATHON OIL CORP	17,943.	22,632.

WHEELER FOUNDATION 93-0553801

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
MEDTRONIC INC		20,910.	43,320.
MICROSOFT CORP		14,727.	23,225.
NORDSTROM INC		37,460.	47,634.
NORTHWEST NATURAL GAS CO		13,035.	14,970.
PEPSICO INC		26,124.	37,824.
PFIZER INC		32,581.	43,610.
PHILIP MORRIS INTL INC		44,080.	65,160.
PRECISION CAST PARTS CORP		28,746.	60,220.
PROCTER & GAMBLE CO		24,952.	36,436.
PRUDENTIAL FINL INC		42,337.	63,322.
QUALCOM INC		44,951.	66,897.
STONE ENERGY CORP		13,237.	10,128.
VALERO ENERGY CORP NEW		14,477.	34,650.
VERIZON COMMUNICATIONS		27,124.	37,424.
3M COMPANY		16,481.	49,296.
BP PLC SPONSORED ADR		19,261.	19,060.
ENSCO PLC CLASS A		37,806.	23,960.
NXP SEMICONDUCTORS NV		35,917.	45,840.
	TOTALS	9,415,785.	11,174,698.

WHEELER FOUNDATION 93-0553801

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CITIGROUP 5% DUE 4/15/2026	100,000.	101,607.
HEALTH CARE PPTY INVS INC 6.3%	25,333.	27,060.
DFA ONE-YEAR FIXED INC I	924,545.	922,753.
FEDERATED TOT RET BOND FD INST	1,379,254.	1,343,662.
METWEST TOTAL RET BOND FD I	925,681.	939,228.
TEMPLETON GLOBAL BOND FD ADV	984,636.	955,666.
TOTALS	4,339,449.	4,289,976.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
ADJ FOR TRANSACTIONS POSTED IN 2015 TAXABLE IN 2014	27,137.
RETURN OF CAPITAL ADJUSTMENT	77.
ROUNDING ADJUSTMENT	4.
TOTAL	27,218.

WHEELER FOUNDATION 93-0553801
FORM 990PF, PART XV - LINES 2a - 2d
====================================

RECIPIENT NAME:
WHEELER FOUNDATION
ADDRESS:
900 WASHINGTON ST, SUITE 900
VANCOUVER, WA 98660
FORM, INFORMATION AND MATERIALS:
LETTER STATING PURPOSE OF GRANT AND
INCLUDE A COPY OF 501C(3) DETERMINATION LETTER
NONE
CANNOT MAKE GRANTS TO INDIVIDUALS-GEOGRAPHIC AREA-OREGON

STATEMENT 16

Recipient	Purpose	ProjDescShort	Amount
Columbia River Maritime Museum - Astoria	Education	Columbia River Maritime Museum Conservation and Collections Facility Project	$10,000 00
Oregon Children's Foundation	Education	Oregon Children's Foundation SMART literacy program	$10,000 00
Basic Rights Education Fund	Education	General Fund to advance core areas	$5,000 00
De La Salle North Catholic High School	Education	Scholarship Fund	$8,000.00
Library Foundation	Education	The Library Foundation's Every Child Initiative	$10,000.00
Tucker-Maxon Oral School	Education	Tucker-Maxon Oral School – Early Intervention Program	$5,000.00
Claremont McKenna College aka CMC	Education	Scholarship Fund	$6,000.00
French American International School (FAIS)	Education	Scholarship Fund	$1,115 00
Family Access Network Foundation	Education	To benefit the Terrebonne Community School FAN advocate	$5,000 00
Portland Community College Foundation Inc	Education	PCC's 2014 PCC FIRST Robotics Summer Camps	$5,000 00
Foundations For A Better Oregon (FBO)	Education	General Fund	$25,000 00
Swallowtail Waldorf School and Farm	Education	Need based scholarships for Swallowtail Waldorf School's Camp Ohana	$1,000.00
Oregon Historical Society	Education	General Fund	$30,000.00
Portland Childrens Museum	Education	Gladstone Teaching Preschool Project	$8,000.00
World Forestry Center	Education	General Fund	$20,000.00
Stanford University	Education	General Fund	$7,000.00
Roessler-Chadwick Foundation dba Chadwick School	Education	General Fund	$7,500.00
I Have A Dream Foundation - Oregon	Education	Dreamer School Project	$3,000 00
Reading Results	Education	General Fund	$5,000 00
ASU Foundation (Arizona State University)	Education	ASU – Ira Fulton Schools of Engineering, School of Electrical, Computer and Energy Engineering	$20,000.00
Portland State University Foundation	Education	PSU School of Business Administration – Dean's Fund for Excellence	$10,000 00
Morrison Child & Family Services	Education	Parents Anonymous ® of Oregon (PAO) – Parent Support Groups	$8,000.00
Youth, Rights & Justice	Education	School Works Program	$10,000.00
Eastern OR Regional Arts Council DBA ArtsEast	Education	Operating Funds	$5,000 00
Victory Academy Inc	Education	Victory Academy – Capital Campaign	$10,000.00
Mt Adams Institute	Education	2015 Cascade Mountain Semester School	$3,000.00
World Forestry Center	Education	General Fund	$5,000 00
Lewis & Clark Law School	Education	General Fund	$10,000.00
University of Chicago - Booth Business School	Education	General Fund	$20,000 00
University of Southern California	Education	General Fund	$10,000.00
Portland Opera Association	General Welfare	Portland Opera to Go	$5,000.00

Recipient	Purpose	ProjDescShort	Amount
Self Enhancement Inc.	General Welfare	Career Exploration and Job Readiness Program	$5,000.00
CASA Lane County (Court Appointed Special Advocates) for Children	General Welfare	A Voice for Every Child Program	$5,000.00
YWCA of Greater Portland	General Welfare	YWCA's Annual Inspire Luncheon	$8,000.00
Friends of the Children	General Welfare	FOTC's Vancouver Friends Project	$5,000.00
Habitat for Humanity Portland/Metro East	General Welfare	7-Home Trillium Court in SW Portland's Hillsdale neighborhood of Stephen's Creek Crossing	$15,000.00
The Salvation Army - Cascade Division	General Welfare	Client Housing Assistance Fund	$7,500.00
Legal Aid Services of Oregon	General Welfare	Bilingual Spanish speaking services	$5,000.00
Chamber Music NW, Inc	General Welfare	General Fund	$10,000 00
Dress for Success Oregon	General Welfare	Job Success Program	$8,000 00
Loaves & Fishes Centers; now Meals on Wheels People	General Welfare	Meals on Wheels Service	$10,000 00
Volunteers of America Oregon	General Welfare	Family Relief Nursery Programs	$10,000.00
Portland Rescue Mission	General Welfare	Walk-in refrigerator at Burnside shelter	$10,000 00
Sisters of the Road	General Welfare	Sisters of the Road – Hot Meals/Barter Program	$8,000 00
Oregon Food Bank	General Welfare	Oregon Food Bank – general fund	$10,000.00
My Sister's House	General Welfare	General Fund	$5,000.00
Episcopal Diocese of Oregon	General Welfare	Roof Fund	$5,000 00
Klineline Kids Fishing	General Welfare	Fish Net Replacement Project	$1,000 00
De Paul Treatment Centers	General Welfare	Freedom Award	$40,000.00
Friends of the San Juans	General Welfare	Healthy Beaches for People and Fish Project	$10,000 00
Portland Youth Philharmonic	General Welfare	General Fund	$10,000.00
Bradley Angle	General Welfare	Economic Empowerment Program for survivors of domestic violence	$12,000.00
Community Partners for Affordable Housing (CPAH)	General Welfare	General Fund	$5,000.00
Kukatonon	General Welfare	Operating Fund	$5,000 00
Ecumenical Ministries of Oregon	General Welfare	Service Learner Initiative	$5,000.00
Albertina Kerr Centers	General Welfare	Louise Home Renovation	$50,000.00
American Field Services (AFS-USA, Inc.)	General Welfare	General Fund	$10,000.00
Big Brothers Big Sisters (Columbia Northwest)	General Welfare	Finish Strong Program	$10,000.00
Our House	General Welfare	Esther's Pantry and Tod's Corner	$5,000 00
CASA for Children Multnomah/Washington Counties (Court Appointed Special Advocates) for Children	General Welfare	2015 Challenge Grant Campaign for Kids	$10,000.00
Northwest Association for Blind Athletes	General Welfare	The Water Equipment Project	$7,000 00

Part XV, Line 3(a)
Grant/Contributions Paid During Year

Recipient	Purpose	ProjDescShort	Amount
Innovative Services NW	General Welfare	Critical Technology Update Project	$6,000.00
Albina Opportunities Corp	General Welfare	AOC Lending Program	$25,000.00
Little Sisters of the Poor of Los Angeles	General Welfare	General Fund	$5,000 00
Boys & Girls Club - South Bay	General Welfare	D2D (Diplomas 2 Degrees) Program	$7,000.00
Bag and Baggage Productions	General Welfare	Our Country's Good Production	$2,000 00
Parrott Creek Child & Family Services Inc	General Welfare	Parrott Creek Residential Program	$5,000.00
SPOON Foundation	General Welfare	Nourishing Oregon's Foster Children Pilot Project	$2,500.00
Boy Scouts of America - Cascade Pacific Council	General Welfare	General Fund	$8,000.00
Portland Rescue Mission	General Welfare	General Fund	$10,285.00
Orcas Island Childrens House	General Welfare	General Fund	$5,000 00
McDowell Sonoran Conservancy	General Welfare	General Fund	$10,000.00
San Juan Preservation Trust	General Welfare	General Fund	$10,000.00
The Salvation Army - Cascade Division	General Welfare	General Fund	$5,000 00
Palos Verdes Art Center	General Welfare	General Fund	$6,000.00
Orcas Island Community Foundation	General Welfare	General Fund	$5,000.00
Arizona Trail Association	General Welfare	General Fund	$10,000.00
Black Canyon Trails Coalition Inc	General Welfare	General Fund	$10,000 00
Providence Child Center Foundation	Health	Augmentative and Alternative Communication systems	$10,000.00
Clark County Food Bank	Health	$7,200 to Cooking Matter; $1,000 to Cooking Matters at the Store; and $1,200 to Healthy Pantry Project	$8,000.00
MountainStar Family Relief Nursery	Health	Therapeutic Early Childhood Program	$4,000.00
Arthritis Foundation	Health	Great West Region's Camp - Juvenile Arthritis Matters	$3,000.00
Children's Relief Nursery	Health	Therapeutic Gymnasium Equipment	$9,100 00
National Multiple Sclerosis Society - Oregon Chapter	Health	General Fund	$5,000 00
Providence Foundations	Health	"Rebels" Stop Smoking Project	$10,000.00
Smile Train Inc	Health	General Fund	$5,000.00
CODA, Inc.	Health	Portland Recovery Center - Remodel and Expansion Project	$15,000.00
Dougy Center	Health	Grieving Children & Families – Volunteer Facilitator Program	$10,000.00
Battle Ground Healthcare	Health	BGH - Partial funding for purchase of a used Dental Cone Beam CT X-Ray Unit.	$7,000.00
Emanuel Medical Center Foundation	Health	Nutrition Education for Low-Income Patients with Chronic Health Challenges	$5,000 00
Randall Children's Hospital Foundation	Health	Trauma-Informed Foster Care Project	$5,000.00

Recipient	Purpose	ProjDescShort	Amount
Impact NW	General Welfare	Thrive by Five Program	$10,000 00
Orcas Medical Foundation	Health	General Fund	$7,000 00
TOTAL DISTRIBUTIONS			**$839,000.00**

SCHEDULE D
(Form 1041)

Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No. 1545-0092

2014

Name of estate or trust: WHEELER FOUNDATION

Employer identification number: 93-0553801

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	250,661.	256,931.		-6,270.

4	Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5	Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6	Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7	**Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . ▶	7	-6,270.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	3,518,417.	2,987,362.		531,055.

11	Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12	Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13	Capital gain distributions.	13	56,307.
14	Gain from Form 4797, Part I.	14	
15	Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16	**Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	587,362.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			-6,270.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			587,362.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			581,092.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary.*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 19, column (3) **or b** $3,000 — 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34)	21	
22	Enter the **smaller** of line 18a or 19 in column (2) but not less than zero	22	
23	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T)	23	
24	Add lines 22 and 23	24	
25	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- ▶	25	
26	Subtract line 25 from line 24. If zero or less, enter -0-	26	
27	Subtract line 26 from line 21. If zero or less, enter -0-	27	
28	Enter the **smaller** of the amount on line 21 or $2,500	28	
29	Enter the **smaller** of the amount on line 27 or line 28	29	
30	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% ▶	30	
31	Enter the **smaller** of line 21 or line 26	31	
32	Subtract line 30 from line 26	32	
33	Enter the **smaller** of line 21 or $12,150	33	
34	Add lines 27 and 30	34	
35	Subtract line 34 from line 33. If zero or less, enter -0-	35	
36	Enter the **smaller** of line 32 or line 35	36	
37	Multiply line 36 by 15% ▶	37	
38	Enter the amount from line 31	38	
39	Add lines 30 and 36	39	
40	Subtract line 39 from line 38. If zero or less, enter -0-	40	
41	Multiply line 40 by 20% ▶	41	
42	Figure the tax on the amount on line 27. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	42	
43	Add lines 37, 41, and 42	43	
44	Figure the tax on the amount on line 21. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041)	44	
45	**Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) ▶	45	

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No. 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return: WHEELER FOUNDATION

Social security number or taxpayer identification number: 93-0553801

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later)

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
23235.445 PIMCO COMMODITY INST'L CLASS	08/29/2013	01/03/2014	126,866.00	135,695.00			-8,829.00
200. DEERE & CO	12/30/2013	02/27/2014	16,995.00	18,143.00			-1,148.00
1584.32 PIMCO ALL-ASSET AL FUND	08/29/2013	04/08/2014	16,113.00	16,065.00			48.00
681. GENERAL MILLS INC	09/17/2013	07/18/2014	36,202.00	34,000.00			2,202.00
.042 VERITIV CORP.	07/25/2014	08/05/2014	2.00	2.00			
.333 PARAGON OFFSHORE PLC	04/11/2014	08/26/2014	3.00	4.00			-1.00
449. PARAGON OFFSHORE PLC	04/11/2014	09/17/2014	3,161.00	4,936.00			-1,775.00
1301. UIL HOLDINGS CORP.	04/07/2014	11/14/2014	51,319.00	48,086.00			3,233.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			250,661.	256,931.			-6,270.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Name(s) shown on return. Name and SSN or taxpayer identification no not required if shown on other side	**Social security number or taxpayer identification number**
WHEELER FOUNDATION	93-0553801

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example· 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
82631.545 PIMCO COMMODITY INST'L CLASS	06/01/2012	01/03/2014	451,168.00	503,226.00			-52,058.00
1650. INTEL CORP	01/29/2007	01/14/2014	43,757.00	33,886.00			9,871.00
540. PEPSICO INC	06/04/2012	01/14/2014	44,422.00	35,659.00			8,763.00
500. CISCO SYS INC	01/24/2007	02/27/2014	10,938.00	13,352.00			-2,414.00
513. NUCOR CORP.	12/13/2012	03/03/2014	25,498.00	21,069.00			4,429.00
300. MCDONALDS CORP	09/25/2009	04/03/2014	29,287.00	17,132.00			12,155.00
400. NEWMONT MINING CORP	12/26/2012	04/03/2014	9,601.00	17,935.00			-8,334.00
516. DUKE ENERGY CORP NEW	11/21/2012	04/07/2014	36,900.00	31,300.00			5,600.00
920. TIME WARNER INC. NEW	06/04/2012	04/07/2014	59,099.00	31,252.00			27,847.00
76816.367 PIMCO ALL-ASSET Y FUND	11/09/2012	04/08/2014	781,222.00	790,536.00			-9,314.00
687. BRINKER INTERNATIONAL	12/13/2012	04/11/2014	34,468.00	21,743.00			12,725.00
995. TRANSOCEAN LTD SWITZ	03/18/2013	04/11/2014	39,640.00	53,126.00			-13,486.00
1261.194 ING GLOBAL REAL E CLASS I	06/06/2012	04/14/2014	23,824.00	20,356.00			3,468.00
1759.639 LAZARD EMERGING M EQUITY PORT INSTL CLASS	06/06/2012	04/14/2014	33,451.00	30,459.00			2,992.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return. Name and SSN or taxpayer identification no not required if shown on other side	**Social security number or taxpayer identification number**
WHEELER FOUNDATION	93-0553801

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(F)** Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo , day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
995.111 NICHOLAS EQUITY IN	06/06/2012	04/14/2014	19,275.00	14,718.00			4,557.00
2350.558 T. ROWE PRICE NEW GROWTH FUND	06/06/2012	04/14/2014	98,300.00	77,803.00			20,497.00
8269.368 VANGUARD DIVIDEND	06/06/2012	04/14/2014	175,972.00	130,821.00			45,151.00
3413. APPLIED MATERIALS IN	03/18/2013	05/28/2014	69,629.00	44,846.00			24,783.00
1350. PFIZER INC	11/08/2010	05/28/2014	40,067.00	23,257.00			16,810.00
449. CHEVRON CORP NEW	07/22/2010	06/16/2014	57,692.00	23,409.00			34,283.00
2896. STAPLES INC	02/19/2013	06/16/2014	31,896.00	41,036.00			-9,140.00
100. JOHNSON & JOHNSON	05/20/2011	07/15/2014	10,319.00	6,572.00			3,747.00
200. MARATHON PETROLEUM CO	01/04/2010	07/15/2014	15,889.00	5,183.00			10,706.00
600. TEVA PHARMACEUTICAL I LTD ADR	12/09/2010	07/15/2014	32,698.00	32,746.00			-48.00
16.958 VERITIV CORP.	11/21/2012	08/05/2014	641.00	431.00			210.00
450. AUTOMATIC DATA PROCES	06/04/2012	08/15/2014	36,845.00	20,967.00			15,878.00
890. PG&E CORP	04/09/2010	09/17/2014	41,211.00	38,329.00			2,882.00
887. INTERNATIONAL PAPER C	11/21/2012	10/09/2014	42,212.00	30,947.00			11,265.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side: WHEELER FOUNDATION

Social security number or taxpayer identification number: 93-0553801

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II Long-Term.

Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box D, E, *or* F below. Check only one box. If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(F)** *Long-term transactions not reported to you on Form 1099-B*

1 (a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). **See the separate instructions.** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with *column (g)*
26874.914 NICHOLAS EQUITY	06/06/2012	11/17/2014	544,486.00	397,480.00			147,006.00
13173.967 T. ROWE PRICE NE GROWTH FUND	06/06/2012	11/17/2014	634,195.00	436,058.00			198,137.00
1687. SYMANTEC CORP.	10/10/2013	12/11/2014	43,815.00	41,728.00			2,087.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			3,518,417.	2,987,362.			531,055.

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form **8868**

(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

▶ **Information about Form 8868 and its instructions is at** ***www irs.gov/form8868.***

OMB No 1545-1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box . . . . ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form).

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868.

Electronic filing ***(e-file).*** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions). For more details on the electronic filing of this form, visit *www.irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only . . . . ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return See instructions.	Name of exempt organization or other filer, see instructions. WHEELER FOUNDATION	Employer identification number (EIN) or 93-0553801
	Number, street, and room or suite no. If a P.O. box, see instructions. 900 WASHINGTON STREET, SUITE 900	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. VANCOUVER, WA 98660	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ Riverview Asset Management Corp

Telephone No. ▶ (360)693-7442 FAX No. ▶

- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ . If this is for the whole group, check this box . . . . . . ▶ ☐ . If it is for part of the group, check this box . . . . ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17, 20 15, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

▶ ☒ calendar year 2014 or

▶ ☐ tax year beginning ____________, 20 ___, and ending ____________, 20 ___.

2 If the tax year entered in line 1 is for less than 12 months, check reason ☐ Initial return ☐ Final return ☐ Change in accounting period

3a	If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	$ 8,866.
b	If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	$ 7,260.
c	**Balance due.** Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	$ 1,606.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

For Privacy Act and Paperwork Reduction Act Notice, see instructions. Form **8868** (Rev 1-2014)