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Form **990-PF**

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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue Service

▶ 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.

Open to Public Inspection

For calendar year 2014 or tax year beginning 2/1/2014, and ending 1/31/2015

Name of foundation ROSE GREER AKERS CHARITABLE TRUST			A Employer identification number 54-6335625	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			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) ▶ \$ 2,002,757		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
		(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	44,611	41,993		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	84,224			
	b Gross sales price for all assets on line 6a 978,170				
	7 Capital gain net income (from Part IV, line 2)		84,224		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	128,835	126,217	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	28,165	21,123		7,042
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	2,741			2,741
	b Accounting fees (attach schedule)	1,310			1,310
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,994	582		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses. Add lines 13 through 23	34,210	21,705	0	11,093
	25 Contributions, gifts, grants paid	95,246			95,246
26 Total expenses and disbursements. Add lines 24 and 25	129,456	21,705	0	106,339	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-621				
b Net investment income (if negative, enter -0-)		104,512			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions.)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing	104		
	2	Savings and temporary cash investments	55,751	58,556	58,556
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	1,744,845	1,744,336	1,944,201	
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)	1,800,700	1,802,892	2,002,757	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,800,700	1,802,892	
	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)	1,800,700	1,802,892		
31	Total liabilities and net assets/fund balances (see instructions)	1,800,700	1,802,892		

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)	1,800,700
2	Enter amount from Part I, line 27a	-621
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	5,595
4	Add lines 1, 2, and 3	1,805,674
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	2,782
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	1,802,892

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 Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				0
b				0
c				0
d				0
e				0
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	84,224	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }	3	0	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	96,733	2,013,902	0.048032
2012	96,330	1,940,207	0.049649
2011	92,917	1,978,829	0.046956
2010	88,295	1,894,137	0.046615
2009	101,380	1,693,919	0.059849
2	Total of line 1, column (d)	2	0.251101
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	0.050220
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,059,743
5	Multiply line 4 by line 3	5	103,440
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,045
7	Add lines 5 and 6	7	104,485
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	106,339

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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	1,045	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	1,045	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,403	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d	7	1,403	
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	358	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 358 Refunded <input type="checkbox"/> 0	11	0	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <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>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ \$ _____ (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? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		N/A
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>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933			
Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
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 ▶				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)).		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

5b	N/A	
6b		X
7b	N/A	

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4 00	28,165	

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
.....		
.....		
.....		
.....		

Total number of others receiving over \$50,000 for professional services ▶

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,015,640
b	Average of monthly cash balances	1b	75,470
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	2,091,110
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	2,091,110
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	31,367
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,059,743
6	Minimum investment return. Enter 5% of line 5	6	102,987

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	102,987
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,045
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,045
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	101,942
4	Recoveries of amounts treated as qualifying distributions	4	5,250
5	Add lines 3 and 4	5	107,192
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	107,192

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	106,339
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	106,339
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	1,045
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	105,294

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				107,192
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			90,213	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ <u>106,339</u>				
a Applied to 2013, but not more than line 2a			90,213	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				16,126
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
b Prior years' undistributed income. Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				91,066
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

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

NONE

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

NONE

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

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
-
- b** The form in which applications should be submitted and information and materials they should include:
-
- c** Any submission deadlines:
-
- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total ▶ 3a</p>				95,246
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total ▶ 3b</p>				0

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

Recipient(s) paid during the year

Name

AMERICAN CANCER SOCIETY

Street

PO BOX 720366

City

OKLAHOMA CITY

State

OK

Zip Code

73162

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

THE BARTER FOUNDATION

Street

PO BOX 867

City

ABINGTON

State

VA

Zip Code

24212

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

EMORY & HENRY COLLEGE

Street

PO BOX 947

City

EMORY

State

VA

Zip Code

24327

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

FIRST UNITED METHODIST CHURCH

Street

115 CURCH STREET

City

MARION

State

VA

Zip Code

24354

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

MAIRON BAPTIST CHURCH

Street

1258 NORTH MAIN STREET

City

MARION

State

VA

Zip Code

24354

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

NATIONAL WILDLIFE FEDERATION

Street

11100 WILDLIFE CENTER DRIVE

City

RESTON

State

VA

Zip Code

20190

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

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

Recipient(s) paid during the year

Name

TRUSTEES OF ROANOKE COLLEGE

Street

221 COLLEGE LANE

City

SALEM

State

VA

Zip Code

24153

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

SMYTH COUNTY COMMUNITY HOSP

Street

PO BOX 880

City

MARION

State

VA

Zip Code

24354

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

SMYTH BLAND REGIONAL LIBRARY

Street

118 SOUTH SHEFFEY STREET

City

MARION

State

VA

Zip Code

24354

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

WASHINGTON CO PUBLIC LIBRARY

Street

205 OAK HILL STREET

City

ABINGDON

State

VA

Zip Code

24210

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,923

Name

CHILDREN'S HOME SOCIETY OF VA

Street

4200 FITZHUGH AVENUE

City

RICHMOND

State

VA

Zip Code

23230

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,922

Name

JOHNSTON MEMORIAL HOSPITAL

Street

16000 JOHNSTON MEMORIAL DR

City

ABINGDON

State

VA

Zip Code

24211

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

12,172

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

Recipient(s) paid during the year

Name

ABINGDON UNITED METHODIST CHURCH

Street

101 EAST MAIN STREET

City

ABINGSON

State

VA

Zip Code

24210

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,922

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

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State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

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

Check 'X' to include in Part IV	Description	CUSIP #	Purchaser	Check 'X' if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
								Capital Gains/Losses	Other sales				
								Gross Sales	Cost, Other Basis and Expenses				
								978,170	893,946				
								37,089	0				
								Gross Sales Price	Cost or Other Basis				
								2,080	2,022				
								38,988	36,716				
								12,166	11,409				
								5,403	5,460				
								12,478	12,608				
								10,877	10,788				
								4,642	4,680				
								11,149	11,283				
								810	835				
								8,409	8,566				
								2,369	2,354				
								3,620	3,643				
								9,144	9,077				
								7,617	7,520				
								12,068	11,535				
								103,122	86,186				
								568	564				
								13,445	13,383				
								2,881	2,929				
								9,925	10,081				
								18,059	18,180				
								3,287	2,873				
								2,173	2,042				
								1,087	991				
								2,104	2,287				
								4,304	4,285				
								12,388	12,302				
								112,842	110,632				
								3,340	3,628				
								3,457	3,138				
								216	151				
								5,053	3,282				
								9,738	5,637				
								35,240	33,624				
								4,809	4,694				
								2,691	2,438				
								4,846	4,956				
								2,027	1,981				
								203	186				
								2,028	1,958				
								2,407	2,558				
								41,009	25,951				
								23,303	33,003				
								3,830	4,224				
								5,620	5,486				
								4,870	4,580				
								2,578	2,803				
								5,539	5,705				
								8,688	8,308				
								17,133	16,787				
								2,813	2,578				
								2,830	1,811				
								3,777	4,081				
								6,092	7,288				
								5,155	6,272				
								4,734	5,753				
								18,060	18,568				
								2,066	2,570				
								33,254	23,744				
								8,164	6,363				
								4,383	3,818				
								5,403	6,001				
								2,096	2,078				
								13,484	13,418				
								7,021	6,985				
								1,073	1,087				
								4,825	4,575				
								8,437	8,364				
1	X	PIMCO FOREIGN BD FD USD			8/20/2011		1/28/2015	2,080	2,022			0	58
2	X	RIDGEMOUNT SEIX HY BD-1 #			8/26/2011		4/22/2014	38,988	36,716			0	2,272
3	X	RIDGEMOUNT SEIX HY BD-1 #			10/20/2011		4/22/2014	12,166	11,409			0	757
4	X	T ROWE PRICE SHORT TERM			1/25/2013		4/22/2014	5,403	5,460			0	-57
5	X	T ROWE PRICE SHORT TERM			2/14/2012		4/22/2014	12,478	12,608			0	-130
6	X	T ROWE PRICE SHORT TERM			1/31/2013		6/18/2014	10,877	10,788			0	-111
7	X	T ROWE PRICE SHORT TERM			1/31/2013		10/22/2014	4,642	4,680			0	-48
8	X	T ROWE PRICE SHORT TERM			1/31/2013		10/28/2014	11,149	11,283			0	-117
9	X	MERGER FUND-INST #301			1/23/2014		1/20/2015	810	835			0	-25
10	X	MERGER FUND-INST #301			10/20/2011		1/20/2015	8,409	8,566			0	-157
11	X	MET WEST TOTAL RETURN B			1/22/2015		1/28/2015	2,369	2,354			0	15
12	X	PIMCO TOTAL RET FD-INST #			8/28/2011		6/18/2014	3,620	3,643			0	-23
13	X	PIMCO TOTAL RET FD-INST #			10/11/2013		6/18/2014	9,144	9,077			0	67
14	X	PIMCO TOTAL RET FD-INST #			6/15/2009		9/5/2014	7,617	7,520			0	97
15	X	PIMCO TOTAL RET FD-INST #			6/15/2009		9/5/2014	12,068	11,535			0	533
16	X	PIMCO TOTAL RET FD-INST #			10/31/2008		9/30/2014	103,122	86,186			0	6,928
17	X	PIMCO TOTAL RET FD-INST #			10/11/2013		9/30/2014	568	564			0	2
18	X	PIMCO TOTAL RET FD-INST #			4/24/2014		9/30/2014	13,445	13,383			0	62
19	X	T ROWE PRICE SHORT TERM			2/14/2012		1/20/2015	2,881	2,929			0	-48
20	X	T ROWE PRICE SHORT TERM			1/31/2013		1/20/2015	9,925	10,081			0	-166
21	X	T ROWE PRICE SHORT TERM			9/5/2014		1/20/2015	18,059	18,180			0	-101
22	X	SPDR DJ WILSHIRE INTERNA			5/23/2011		6/18/2014	3,287	2,873			0	314
23	X	SPDR DJ WILSHIRE INTERNA			1/21/2014		1/28/2015	2,173	2,042			0	131
24	X	SPDR DJ WILSHIRE INTERNA			5/23/2011		1/28/2015	1,087	991			0	-163
25	X	STRATTON SM-CAP VALUE F			6/20/2014		1/28/2015	2,104	2,287			0	-39
26	X	VANGUARD TOTAL BOND MA			9/30/2014		10/22/2014	4,304	4,285			0	39
27	X	VANGUARD TOTAL BOND MA			9/30/2014		10/28/2014	12,388	12,302			0	86
28	X	VANGUARD TOTAL BOND MA			9/30/2014		1/20/2015	112,842	110,632			0	2,210
29	X	VANGUARD FTSE EMERGING			12/11/2010		6/18/2014	3,340	3,628			0	-288
30	X	VANGUARD REIT VIPER			10/8/2013		4/22/2014	3,457	3,138			0	321
31	X	VANGUARD REIT VIPER			12/17/2010		4/22/2014	216	151			0	65
32	X	VANGUARD REIT VIPER			12/17/2010		10/22/2014	5,053	3,282			0	1,771
33	X	VANGUARD REIT VIPER			12/17/2010		1/20/2015	9,738	5,637			0	4,101
34	X	NUEVEN HIGH YIELD MUNI B			4/24/2014		12/18/2014	35,240	33,624			0	1,616
35	X	OPPENHEIMER DEVELOPING			1/31/2013		4/22/2014	4,809	4,694			0	215
36	X	OPPENHEIMER DEVELOPING			1/31/2013		6/18/2014	2,691	2,438			0	255
37	X	OPPENHEIMER DEVELOPING			1/23/2014		1/28/2015	4,846	4,956			0	0
38	X	ISHARES CORE S & P 500 ETR			6/18/2014		1/20/2015	2,027	1,981			110	66
39	X	ISHARES CORE S & P 500 ETR			10/22/2014		1/20/2015	203	186			0	7
40	X	ISHARES CORE S & P 500 ETR			10/22/2014		1/20/2015	2,028	1,958			0	68
41	X	JPMORGAN HIGH YIELD FUND			4/24/2014		1/28/2015	2,407	2,558			0	-151
42	X	KEELEY SMALL CAP VAL FD C			10/20/2011		6/18/2014	41,009	25,951			0	15,058
43	X	LAUDUS MONDRIAN INTL FHI			12/17/2010		4/22/2014	23,303	33,003			0	-3,700
44	X	LAUDUS MONDRIAN INTL FHI			10/20/2011		4/22/2014	3,830	4,224			0	-284
45	X	LAUDUS MONDRIAN INTL FHI			2/14/2012		4/22/2014	5,620	5,486			0	134
46	X	LAUDUS MONDRIAN INTL FHI			7/12/2013		4/22/2014	4,870	4,580			0	80
47	X	LAUDUS MONDRIAN INTL FHI			1/23/2014		4/22/2014	2,578	2,803			0	-324
48	X	MFS VALUE FUND-CLASS I #8			10/14/2011		4/22/2014	5,539	5,705			0	-168
49	X	MERGER FD SH BEN INT #260			10/20/2011		6/18/2014	8,688	8,308			0	388
50	X	MERGER FD SH BEN INT #260			7/12/2013		8/8/2014	17,133	16,787			0	336
51	X	MERGER FD SH BEN INT #260			7/6/2013		8/8/2014	2,813	2,578			0	37
52	X	MERGER FD SH BEN INT #260			10/20/2011		6/8/2014	1,320	1,280			0	40
53	X	VANGUARD REIT VIPER			12/17/2010		1/28/2015	2,830	1,811			0	1,219
54	X	ARTISAN MID-CAP FUND-INS			6/20/2014		1/28/2015	3,777	4,081			304	0
55	X	CREDIT SUISSE COMM RET S			8/28/2011		4/22/2014	6,092	7,288			0	-1,186
56	X	CREDIT SUISSE COMM RET S			8/28/2011		6/18/2014	5,155	6,272			0	-1,117
57	X	CREDIT SUISSE COMM RET S			8/20/2011		6/18/2014	4,734	5,753			0	-1,019
58	X	CREDIT SUISSE COMM RET S			10/20/2011		6/18/2014	18,060	18,568			0	-1,492
59	X	CREDIT SUISSE COMM RET S			9/5/2014		1/28/2015	2,066	2,570			505	1
60	X	DIAMOND HILL LONG-SHORT			10/20/2011		10/22/2014	33,254	23,744			0	9,510
61	X	DIAMOND HILL LONG-SHORT			8/10/2012		10/22/2014	8,164	6,363			0	1,801
62	X	DODGE & COX INT'L STOCK F			9/4/2008		4/22/2014	4,383	3,818			0	767
63	X	DODGE & COX INT'L STOCK F			6/20/2014		1/28/2015	5,403	6,001			588	0
64	X	AGR MANAGED FUTURES ST			1/22/2015		1/28/2015	2,096	2,078			0	20
65	X	DODGE & COX INCOME FD C			1/31/2013		6/18/2014	13,484	13,418			0	68
66	X	DODGE & COX INCOME FD C			1/31/2013		9/5/2014	7,021	6,985			0	36
67	X	DODGE & COX INCOME FD C			4/24/2014		10/22/2014	1,073	1,087			0	0
68	X	DODGE & COX INCOME FD C			4/24/2014		10/22/2014	4,825	4,575			0	50
69	X	DODGE & COX INCOME FD C			4/24/2014		10/28/2014	8,437	8,364			0	73

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

Check 'X' to include in Part IV	Description	CUSIP #	Purchaser	Check 'X' if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Totals			Net Gain or Loss
											Capital Gains/Losses Other sales			
								84,224	893,946	878,170	0	84,224		
								37,089	0	0	0	0		
Long Term CG Distributions														
Short Term CG Distributions														
70	X	DODGE & COX INCOME FD CC	256210105		10/11/2013		10/28/2014	4,277	4,157				0	120
71	X	DODGE & COX INCOME FD CC	256210105		1/22/2015		1/28/2015	2,080	2,079				0	11
72	X	DREYFUS EMG MKT DEBT LC	261980494		8/4/2012		6/18/2014	694	718				0	-24
73	X	DREYFUS EMG MKT DEBT LC	261980494		12/17/2010		6/18/2014	22,397	22,258				0	139
74	X	DREYFUS EMG MKT DEBT LC	261980494		12/17/2010		1/28/2015	2,087	2,412				326	1
75	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		6/18/2014	26,708	28,559				0	149
76	X	DRIEHAUS ACTIVE INCOME F	262028855		10/11/2013		6/18/2014	11,824	11,736				0	88
77	X	DRIEHAUS ACTIVE INCOME F	262028855		10/11/2013		1/20/2015	11,349	11,676				0	-327
78	X	DRIEHAUS ACTIVE INCOME F	262028855		8/10/2012		1/20/2015	8,794	8,794				0	0
79	X	EATON VANCE GLOBAL MACI	277923728		7/12/2013		10/22/2014	17,188	17,588				0	-391
80	X	EATON VANCE GLOBAL MACI	277923728		1/23/2014		10/22/2014	10,152	10,216				0	-64
81	X	EATON VANCE GLOBAL MACI	277923728		7/6/2013		10/22/2014	2,002	2,074				0	-72
82	X	EATON VANCE GLOBAL MACI	277923728		6/20/2014		10/22/2014	2,130	2,138				0	-8
83	X	JP MORGAN MID CAP VALUE	339128100		6/20/2014		1/28/2015	2,838	3,032				0	-94
84	X	HARBOR CAPITAL APRCTION	411511504		4/24/2014		6/18/2014	4,488	4,322				0	178
85	X	HARBOR CAPITAL APRCTION	411511504		5/25/2011		6/18/2014	13,625	9,075				0	4,550
86	X	HARBOR CAPITAL APRCTION	411511504		10/28/2014		1/28/2015	8,220	8,648				427	-1
87	X	ASG GLOBAL ALTERNATIVES	638271885		7/12/2013		6/18/2014	9,978	10,154				0	-178
88	X	ASG GLOBAL ALTERNATIVES	638271885		1/2/2013		1/28/2015	2,569	2,576				0	-7
89	X	NEUBERGER BERMAN LONG	641286608		6/20/2014		1/28/2015	2,900	2,922				0	-22
90	X	NUVEEN HIGH YIELD MUNI BI	670653772		4/24/2014		10/28/2014	1,544	1,479				0	65
91	X	ARTISAN INTERNATIONAL FU	04314H204		9/20/2014		1/28/2015	4,925	5,047				122	0
92	X	ARTISAN MID CAP FUND-INS	04314H600		1/31/2013		4/22/2014	12,183	10,028				0	2,137

Part I, Line 16a (990-PF) - Legal Fees

		2,741	0	0	2,741
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	LEGAL FEES	2,741			2,741

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

		1,310	0	0	1,310
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,310			1,310

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

		1,994	582	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	582	582		
2	PY EXCISE TAX DUE	9			
3	ESTIMATED EXCISE PAYMENTS	1,403			

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

		1,744,845	1,744,336	1,944,201
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
1	SEE ATTACHED		1,744,336	1,944,201

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	345
2	RECOVERY OF GRANTS PAID	2	5,250
3	Total	3	5,595

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

1	GAIN ON CY SALES NOT SETTLED AT YEAR END	1	1,514
2	LOSS ON PY SALES SETTLE IN CY	2	74
3	PY RETURN OF CAPITAL ADJUSTMENT	3	1,014
4	COST BASIS ADJUSTMENT	4	180
5	Total	5	2,782

Part IV (890-PF) - Capital Gains and Losses for Tax on Investment Income

Line	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	FMV as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
1	PIMCO FOREIGN BD FD USD H-INST #1		8/20/2011	1/28/2015	2,080			2,022	58				58
2	RIDGEMOUNT SEIX HY BDI-#5855		8/26/2011	4/22/2014	38,988			38,716	2,272				2,272
3	RIDGEMOUNT SEIX HY BDI-#5855		10/20/2011	4/22/2014	12,186			11,408	758				758
4	T ROWE PRICE SHORT TERM BD FD #5		1/25/2013	4/22/2014	5,403			5,480	-77				-77
5	T ROWE PRICE SHORT TERM BD FD #5		2/14/2012	4/22/2014	12,478			12,808	-330				-330
6	T ROWE PRICE SHORT TERM BD FD #5		1/31/2013	8/18/2014	10,677			10,788	-111				-111
7	T ROWE PRICE SHORT TERM BD FD #5		1/31/2013	10/22/2014	4,642			4,800	-158				-158
8	T ROWE PRICE SHORT TERM BD FD #5		1/31/2013	10/28/2014	11,146			11,283	-137				-137
9	MERGER FUND-INST #301		5/8/2009	1/20/2015	8,109			8,354	-245				-245
10	MERGER FUND-INST #301		10/20/2011	1/20/2015	8,409			8,566	-157				-157
11	MET WEST TOTAL RETURN BOND CL I		1/22/2015	1/28/2015	2,359			2,354	5				5
12	PIMCO TOTAL RET FD-INST #35		8/26/2011	6/18/2014	3,620			3,643	-23				-23
13	PIMCO TOTAL RET FD-INST #35		10/11/2013	6/18/2014	9,144			9,077	67				67
14	PIMCO TOTAL RET FD-INST #35		6/33/3907/00	1/11/2013	7,817			7,520	2,977				2,977
15	PIMCO TOTAL RET FD-INST #35		6/33/3907/00	8/15/2008	12,068			11,535	533				533
16	PIMCO TOTAL RET FD-INST #35		6/33/3907/00	10/31/2008	103,122			98,198	5,024				5,024
17	PIMCO TOTAL RET FD-INST #35		10/11/2013	9/30/2014	5,666			5,644	22				22
18	PIMCO TOTAL RET FD-INST #35		4/24/2014	9/30/2014	13,445			13,383	62				62
19	T ROWE PRICE SHORT TERM BD FD #5		2/14/2012	1/20/2015	2,881			2,828	53				53
20	T ROWE PRICE SHORT TERM BD FD #5		1/31/2013	1/20/2015	9,925			10,091	-166				-166
21	T ROWE PRICE SHORT TERM BD FD #5		9/5/2014	1/20/2015	6,959			6,180	779				779
22	SPDR DJ WILSHIRE INTERNATIONAL R		9/23/2011	6/18/2014	3,287			2,973	314				314
23	SPDR DJ WILSHIRE INTERNATIONAL R		1/21/2014	1/28/2015	2,173			2,042	131				131
24	SPDR DJ WILSHIRE INTERNATIONAL R		5/23/2011	1/28/2015	1,087			981	1,066				1,066
25	STRATTON SM CAP VALUE FD #37		9/30/2014	10/22/2014	4,304			4,285	19				19
26	VANGUARD TOTAL BOND MARKET ETF		9/30/2014	10/22/2014	12,388			12,302	86				86
27	VANGUARD TOTAL BOND MARKET ETF		9/21/937835	1/20/2015	112,842			110,832	2,010				2,010
28	VANGUARD TOTAL BOND MARKET ETF		9/21/937835	6/18/2014	3,340			3,828	-488				-488
29	VANGUARD FTSE EMERGING MARKET		9/22/808553	10/6/2013	3,457			3,136	321				321
30	VANGUARD REIT WPER		12/17/2010	4/22/2014	216			151	65				65
31	VANGUARD REIT WPER		9/22/808553	10/22/2014	5,053			3,282	1,771				1,771
32	VANGUARD REIT WPER		9/22/808553	1/20/2015	9,738			5,637	4,101				4,101
33	VANGUARD REIT WPER		12/17/2010	1/20/2015	35,240			33,624	1,616				1,616
34	NUEVEN HIGH YIELD MUNI BD-R #1668		4/24/2014	12/18/2014	4,908			4,894	14				14
35	OPPENHEIMER DEVELOPING MKT-Y #7		1/31/2013	4/22/2014	2,881			2,436	445				445
36	OPPENHEIMER DEVELOPING MKT-Y #7		6/33/974505	6/18/2014	2,881			2,436	445				445
37	OPPENHEIMER DEVELOPING MKT-Y #7		1/31/2013	1/28/2015	4,848		110	1,981	2,867				2,867
38	OPPENHEIMER DEVELOPING MKT-Y #7		1/31/2013	6/18/2014	2,027			1,981	46				46
39	SHARES CORP S & P 500 ETF		4/6/2014	1/20/2015	203			198	5				5
40	SHARES CORP S & P 500 ETF		10/22/2014	1/20/2015	2,028			2,558	-530				-530
41	SPDR HIGH YIELD FUND SS #358		4/24/2014	1/28/2015	2,407			2,558	-151				-151
42	KEELEY SMALL CAP VAL FD CL I #2325		12/17/2010	6/18/2014	41,009			25,951	15,058				15,058
43	LAUDUS MONDRAN INTL FUND #284C		10/20/2011	4/22/2014	20,303			33,003	-3,700				-3,700
44	LAUDUS MONDRAN INTL FUND #284C		7/14/2012	4/22/2014	3,630			4,224	-594				-594
45	LAUDUS MONDRAN INTL FUND #284C		1/23/2013	4/22/2014	3,620			4,486	-866				-866
46	LAUDUS MONDRAN INTL FUND #284C		1/23/2013	4/22/2014	4,970			4,580	390				390
47	LAUDUS MONDRAN INTL FUND #284C		10/14/2011	1/28/2015	2,978			2,903	75				75
48	MFS VALUE FUND-CLASS I #893		6/20/2011	6/18/2014	5,539			5,705	-166				-166
49	MERGER FD SH BEN INT #280		6/9/2011	6/18/2014	9,696			9,308	388				388
50	MERGER FD SH BEN INT #280		7/12/2013	8/6/2014	17,133			16,787	346				346
51	MERGER FD SH BEN INT #280		7/6/2013	8/6/2014	2,613			2,576	37				37
52	MERGER FD SH BEN INT #280		10/20/2011	8/6/2014	1,320			1,280	40				40
53	VANGUARD REIT WPER		9/22/808553	1/20/2015	2,830			1,811	1,019				1,019
54	ARTISAN MID CAP FUND-INS #1333		6/20/2011	1/28/2015	3,777		304	4,081	-304				-304
55	CREDIT SUISSE COMM RET ST-I #2156		8/26/2011	4/22/2014	6,092			7,288	-1,196				-1,196
56	CREDIT SUISSE COMM RET ST-I #2156		8/26/2011	6/18/2014	5,155			6,272	-1,117				-1,117
57	CREDIT SUISSE COMM RET ST-I #2156		10/20/2011	6/18/2014	4,734			5,753	-1,019				-1,019
58	CREDIT SUISSE COMM RET ST-I #2156		10/20/2011	6/18/2014	18,060			18,556	-496				-496
59	DIAMOND HILL LONG-SHORT FD CL I #		8/5/2014	1/28/2015	2,066			2,570	-504				-504
60	DIAMOND HILL LONG-SHORT FD CL I #		10/20/2011	10/22/2014	33,254			23,744	9,510				9,510
61	DIAMOND HILL LONG-SHORT FD CL I #		8/10/2012	10/22/2014	8,164			6,363	1,801				1,801
62	DODGE & COX INTL STOCK FD #1048		8/4/2008	4/22/2014	4,383			3,816	567				567
63	DODGE & COX INTL STOCK FD #1048		10/20/2011	1/28/2015	2,088		588	6,001	-3,913				-3,913
64	AOR MANAGED FUTURES STR-I #121		1/31/2013	6/18/2014	13,484			13,416	68				68
65	DODGE & COX INCOME FD COM #147		2/9/2010	10/22/2014	1,073			1,097	-24				-24
66	DODGE & COX INCOME FD COM #147		2/9/2010	10/22/2014	4,925			4,575	350				350
67	DODGE & COX INCOME FD COM #147		4/24/2014	10/22/2014	6,437			6,364	73				73
68	DODGE & COX INCOME FD COM #147		4/24/2014	10/22/2014	4,777			4,197	580				580
69	DODGE & COX INCOME FD COM #147		10/11/2013	10/28/2014	2,660			2,978	-318				-318
70	DODGE & COX INCOME FD COM #147		2/9/2010	1/28/2015	2,994			2,716	278				278
71	DODGE & COX INCOME FD COM #147		12/17/2010	6/18/2014	29,397			28,881	516				516
72	DREYFUS EMG MKT DEBT LOC C-I #808		8/4/2012	6/18/2014	684			716	-332				-332
73	DREYFUS EMG MKT DEBT LOC C-I #808		2/16/2004	6/18/2014	26,944			26,944	0				0
74	DREYFUS EMG MKT DEBT LOC C-I #808		2/16/2004	1/28/2015	2,887		398	22,256	-2,469				-2,469
75	DREYFUS ACTIVE INCOME FUND		7/12/2013	6/18/2014	28,708			24,412	4,296				4,296
76	DREYFUS ACTIVE INCOME FUND		10/11/2013	6/18/2014	11,824			11,798	26				26
77	DREYFUS ACTIVE INCOME FUND		10/11/2013	1/20/2015	11,348			11,678	-330				-330
78	DREYFUS ACTIVE INCOME FUND		6/10/2012	1/20/2015	8,794			8,784	10				10
79	EATON VANCE GLOBAL MACRO - I #808		7/12/2013	10/22/2014	17,196			17,588	-392				-392
80	EATON VANCE GLOBAL MACRO - I #808		7/6/2013	10/22/2014	10,152			10,216	-64				-64
81	EATON VANCE GLOBAL MACRO - I #808		2/02/2012	10/22/2014	2,002			2,074	-72				-72
82	EATON VANCE GLOBAL MACRO - I #808		6/20/2014	10/22/2014	2,130			2,138	-8				-8
83	J.P. MORGAN MID CAP VALUE-I #759		3/31/28/10	1/28/2015	2,938			3,032	-94				-94
84	HARBOR CAPITAL AFRCTION-INST #20		4/24/2014	6/18/2014	4,488			4,322	166				166

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

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	6/11/2014	2	351
3 Second quarter estimated tax payment	7/9/2014	3	351
4 Third quarter estimated tax payment	10/9/2014	4	350
5 Fourth quarter estimated tax payment	1/9/2015	5	351
6 Other payments		6	
7 Total		7	1,403

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

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	90,213
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	90,213

Account: ROSE GREER AKERS CHARITABLE TRUST
EIN: 54-6335625

<u>Security Type</u>	<u>CUSIP</u>	<u>Asset Name</u>	<u>Units</u>	<u>Fed Cost</u>	<u>FMV</u>
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	58,504.39	58,504.39	58,504.39
Savings & Temp Inv	VP0528308	FEDERATED TREAS OBL FD 68	51.15	51.15	51.15
		Total - Savings & Temp Inv	58,555.54	58,555.54	58,555.54
Invest - Other	04314H204	ARTISAN INTERNATIONAL FUND #661	3,591.49	78,827.33	109,145.50
Invest - Other	256210105	DODGE & COX INCOME FD COM #147	8,849.17	111,251.15	123,534.37
Invest - Other	411511504	HARBOR CAPITAL APRCTION-INST #2012	2,653.83	109,500.60	154,771.13
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	4,091.72	42,329.95	44,886.18
Invest - Other	77957P105	T ROWE PRICE SHORT TERM BD FD #55	12,040.96	57,676.20	57,435.38
Invest - Other	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	1,899.73	20,840.04	20,992.02
Invest - Other	589509207	MERGER FUND-INST #301	1,325.51	20,888.99	20,585.22
Invest - Other	04314H600	ARTISAN MID CAP FUND-INS #1333	1,609.03	66,332.48	75,881.81
Invest - Other	592905509	MET WEST TOTAL RETURN BOND CL I #512	11,161.22	122,773.36	123,777.87
Invest - Other	315920702	FID ADV EMER MKTS INC- CL I #607	2,274.22	30,883.86	29,678.52
Invest - Other	464287200	ISHARES CORE S & P 500 ETF	266.00	38,792.87	53,431.42
Invest - Other	261980668	DREYFUS INTERNATL BOND FD CL I #6094	2,839.34	48,262.70	46,281.27
Invest - Other	256206103	DODGE & COX INT'L STOCK FD #1048	2,586.15	74,326.89	108,023.53
Invest - Other	552983694	MFS VALUE FUND-CLASS I #893	4,499.15	124,593.58	151,981.35
Invest - Other	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	3,998.96	55,825.50	49,187.15
Invest - Other	262028855	DRIEHAUS ACTIVE INCOME FUND	1,972.34	20,532.08	20,551.80
Invest - Other	339128100	JP MORGAN MID CAP VALUE-I #758	2,064.71	55,091.97	75,155.52
Invest - Other	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	3,516.24	40,436.76	40,401.60
Invest - Other	922908553	VANGUARD REIT VIPER	829.00	41,724.50	71,749.95
Invest - Other	00203H859	AQR MANAGED FUTURES STR-I #15213	3,560.26	37,391.64	39,661.33
Invest - Other	863137105	STRATTON SM-CAP VALUE FD #37	516.48	40,172.91	37,150.33
Invest - Other	922042858	VANGUARD FTSE EMERGING MARKETS ETF	803.00	33,790.01	32,071.82
Invest - Other	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	9,258.04	72,346.30	70,453.65
Invest - Other	77958B402	T ROWE PRICE INST FLOAT RATE #170	3,019.97	31,097.86	30,290.25
Invest - Other	683974604	OPPENHEIMER DEVELOPING MKT-I #799	2,796.24	98,271.79	96,833.65
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	1,687.00	62,497.62	72,642.22
Invest - Other	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	5,479.53	70,850.32	70,192.78
Invest - Other	483438305	KALMAR GR W/ VAL SM CAP-INS #4	2,016.78	35,237.10	38,157.55
Invest - Other	22544R305	CREDIT SUISSE COMM RET ST-I #2156	13,671.68	101,789.77	79,295.73
		Total - Invest Other	114,877.74	1,744,336.13	1,944,200.90