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 8/1/2014 **, and ending** 7/31/2015

Name of foundation: FRANK L. WYENBERG CHARITABLE TRUST

A Employer identification number: 39-1461670

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 ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 6,187,985

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

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

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

	Line	Description	(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	162,878	160,710		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	219,859			
	b	Gross sales price for all assets on line 6a 858,992				
	7	Capital gain net income (from Part IV, line 2)		219,859		
	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	382,737	380,569	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc.	67,365	50,524		16,841
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	800			800
	c	Other professional fees (attach schedule)	1,054			1,054
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	11,179	2,419		
	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	80,398	52,943	0	18,695
	25	Contributions, gifts, grants paid	270,500			270,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	350,898	52,943	0	289,195
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	31,839			
	b	**Net investment income** (if negative, enter -0-)		327,626		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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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	116,871	24,380	24,380
	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)	1,244,689	1,140,675	2,818,833
	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)	3,109,391	3,333,547	3,344,772
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions. Also, see page 1, item I)	4,470,951	4,498,602	6,187,985
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds	4,470,951	4,498,602	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	4,470,951	4,498,602	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,470,951	4,498,602	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,470,951
2	Enter amount from Part I, line 27a	2	31,839
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,502,790
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,188
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,498,602

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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				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	219,859
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	250,068	5,957,217	0 041977
2012	237,639	5,324,490	0.044631
2011	181,071	4,889,420	0 037033
2010	44,373	4,851,961	0 009145
2009	98,246	4,389,465	0.022382

2	**Total** of line 1, column (d)	2	0.155168
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	0.031034
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,221,387
5	Multiply line 4 by line 3	5	193,075
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,276
7	Add lines 5 and 6	7	196,351
8	Enter qualifying distributions from Part XII, line 4	8	289,195

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	3,276	
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	3,276	
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	3,276	
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 5,379			
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	5,379	
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	0	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	2,103	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 2,103 **Refunded** ▶	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?	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	N/A	
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) ▶ FL			
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 ▶ 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

			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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	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 ▶ 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? ☐ 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	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)?		**5b**	N/A
	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? N/A	☐ 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? *If "Yes" to 6b, file Form 8870*		**6b**	No: 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**	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, I	Trustee 4 00	67,365		

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	6,093,603
b	Average of monthly cash balances	1b	222,526
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	6,316,129
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	6,316,129
4	Cash deemed held for charitable activities Enter 1 ½ % of line 3 (for greater amount, see instructions)	4	94,742
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,221,387
6	**Minimum investment return.** Enter 5% of line 5	6	311,069

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	311,069
2a	Tax on investment income for 2014 from Part VI, line 5	2a	3,276		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	3,276
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	307,793
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	307,793
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	307,793

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	289,195
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	289,195
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	3,276
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	285,919

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				307,793
2	Undistributed income, if any, as of the end of 2014				
a	Enter amount for 2013 only			285,350	
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: ▶ $ 289,195				
a	Applied to 2013, but not more than line 2a			285,350	
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				3,845
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				303,948
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	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					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 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 Statement				
Total . . . . ▶ **3a**				270,500
b *Approved for future payment*				
NONE				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(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	162,878	
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	219,859	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		382,737	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 382,737

(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
		Not Applicable	

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

John N Schultz SVP Wells Fargo Bank N.A | 10/15/2015 | SVP Wells Fargo Bank N A.

Signature of officer or trustee | Date | Title

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
JOSEPH J. CASTRIANO		10/15/2015	☒	P01251603
Firm's name ▶ PricewaterhouseCoopers, LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET, PITTSBURGH, PA 15219-2777			Phone no 412-355-6000	

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

Recipient(s) paid during the year

Name BOYS AND GIRLS CLUB OF GREATER MILWAUKEE			
Street 1558 N 6TH STREET			
City MILWAUKEE	**State** WI	**Zip Code** 53212	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 7,500

Name THE CENTER FOR FAMILY SERVICES OF PALM BEACH			
Street 4101 PARKER AVE			
City WEST PALM BEACH	**State** FL	**Zip Code** 33405	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 10,000

Name HEALTHY THOUGHTS HEALTHY WORLD PROGRAM			
Street 717 45TH STREET			
City WEST PALM BEACH	**State** FL	**Zip Code** 33407	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 15,000

Name JUNIOR ACHEIVEMENT OF THE PALM BEACHES AND TREASURE COST			
Street 6903 VISTA PARKWAY N #10			
City WEST PALM BEACH	**State** FL	**Zip Code** 33411	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 15,000

Name GRANDMA'S PLACE			
Street 184 SPARROW DR			
City ROYAL PALM BEACH	**State** FL	**Zip Code** 33411	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 15,000

Name MILWAUKEE YOUTH SYMPHONY ORCHESTRA			
Street 325W WALNUT ST			
City MILWAUKEE	**State** WI	**Zip Code** 53212	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 5,000

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

Recipient(s) paid during the year

Name				
ST CATHERINE RESIDENCE INC.				
Street				
1032 E KNAPP ST				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53202	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				12,000

Name				
ST ANN CENTER FOR INTERGENERATIONAL CARE, INC				
Street				
2801 E MORGAN AVE				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53207	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				25,000

Name				
UNITED PERFORMING ARTS FUND				
Street				
301 W WISCONSIN AVE				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53203	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				15,000

Name				
MILWAUKEE PUBLIC MUSEUM INC				
Street				
800 W WELLS ST				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53233	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				12,000

Name				
OUR NEXT GENERATION INC.				
Street				
3421 W LIBSON AVE				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53208	
Relationship	**Foundation Status**			
NONE	GOV			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				20,000

Name				
SOUTH FLORIDA SCIENCE CENTER & AQUARIUM				
Street				
4801 DREHER TRAIL N				
City		**State**	**Zip Code**	**Foreign Country**
WEST PALM BEACH		FL	33405	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				26,000

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

Recipient(s) paid during the year

Name				
PALM BEACH PUBLIC SCHOOL ORCHESTRAL				
Street				
P O BOX 2825				
City		**State**	**Zip Code**	**Foreign Country**
PALM BEACH		FM	33480	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				9,500

Name				
META HOUSE INC				
Street				
2625 N WEIL ST.				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53212	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				10,000

Name				
PENFIELD CHILDRENS CENTER				
Street				
833 N 26TH ST				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53233	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				15,000

Name				
CHILD PROTECTION TEAM OF PALM BEACH				
Street				
5305 GREENWOOD AVE				
City		**State**	**Zip Code**	**Foreign Country**
WEST PALM BEACH		FL	33407	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				10,000

Name				
CITY ON A HILL INC				
Street				
2224 W KILBOURN AVE				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53233	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				15,000

Name				
ST THOMAS MORE HIGH SCHOOL				
Street				
2601 E MORGAN AVE				
City		**State**	**Zip Code**	**Foreign Country**
MILWAUKEE		WI	53207	
Relationship	**Foundation Status**			
NONE	PC			
Purpose of grant/contribution				**Amount**
GENERAL SUPPORT GRANT				11,000

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

Recipient(s) paid during the year

Name SEAGULL INDUSTRIES FOR THE DISABLED			
Street 3879 BYRON DRIVE			
City WEST PALM BEACH	**State** FL	**Zip Code** 33404	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 10,000

Name FRIENDS OF SCHLITZ-AUDUBON CENTER			
Street 1111 E BROWN DEER RD			
City MILWAUKEE	**State** WI	**Zip Code** 53217	**Foreign Country**
Relationship NONE	**Foundation Status** PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			**Amount** 12,500

Name			
Street			
City	**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**		
Purpose of grant/contribution			**Amount**

Name			
Street			
City	**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**		
Purpose of grant/contribution			**Amount**

Name			
Street			
City	**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**		
Purpose of grant/contribution			**Amount**

Name			
Street			
City	**State**	**Zip Code**	**Foreign Country**
Relationship	**Foundation Status**		
Purpose of grant/contribution			**Amount**

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

	Amount
Long Term CG Distributions	59 838
Short Term CG Distributions	

Totals	Gross Sales	Cost Other Basis and Expenses	Net Gain or Loss
Capital Gains/Losses	858 992	639,133	219 859
Other sales	0	0	0

	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	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss
1	X	AFLAC INC	001055102			6/13/2012		3/24/2015	33,129	21,112				0	12,017
2	X	CHEVRON CORP	166764100			12/31/2008		3/24/2015	46,414	33 015				0	13 399
3	X	DELAWARE POOLED TR INTL	246248306			7/1/2009		4/2/2015	39,449	30,000				0	9,449
4	X	DELAWARE POOLED TR INTL	246248306			4/7/2009		4/2/2015	38 897	25 000				0	13,897
5	X	DELAWARE POOLED TR INTL	246248306			6/30/2009		4/2/2015	33,311	25 000				0	8 311
6	X	DELAWARE POOLED TR INTL	246248306			11/17/2004		4/2/2015	28,404	35,000				0	-6,596
7	X	DELAWARE POOLED TR INTL	246248306			2/1/2005		4/2/2015	13,686	17 264				0	-3,578
8	X	DELAWARE POOLED TR INTL	246248306			7/19/2004		4/2/2015	90 108	100 000				0	9 892
9	X	GOOGLE INC-CL C	38259P706			6/13/2012		5/6/2015	54	27				0	27
10	X	HOME DEPOT INC	437076102			5/7/2009		3/24/2015	34 922	7 710				0	27 212
11	X	INTEL CORP	458140100			2/11/1994		3/24/2015	15 379	1,969				0	13 410
12	X	JOHNSON & JOHNSON	478160104			6/29/1992		3/24/2015	25,505	2 810				0	22 695
13	X	PIMCO MODERATE DURATIO	693390593			1/10/2011		4/2/2015	201,798	203,906				0	2,108
14	X	ROSS STORES INC	778296103			12/31/2008		3/24/2015	17 645	2 448				0	15 197
15	X	3M CO	88579Y101			8/29/2012		3/24/2015	46 651	25 926				0	20 725
16	X	TURNER MIDCAP GROWTH F	900297763			6/29/2011		8/25/2014	104,053	100,000				0	4,053
17	X	UNITED TECHNOLOGIES COR	913017109			11/25/2002		3/24/2015	29,749	7 948				0	21 803

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		800	0	0	800
1	TAX PREP FEES	800			800

Part I, Line 16c (990-PF) - Other Professional Fees

		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
		1,054	0	0	1,054
	Description				
1	Grant Administration Fee	1,054			1,054

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

	Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
		11,179	2,419	0	0
1	Foreign Tax Withheld	2,419	2,419		
2	PY Excise Tax Due	3,381			
3	Estimated Excise Payments	5,379			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
			1,244,689	1,140,675	0	2,818,833
1	AFLAC INC			15,428		24,339
2	AFFILIATED MANAGERS GROUP, INC COI			51,635		98,753
3	ANHEUSER-BUSCH INBEV SPN ADR			45,161		89,663
4	APPLE INC			49,752		140,951
5	BERKSHIRE HATHAWAY INC			74,728		132,035
6	CME GROUP INC			44,070		76,832
7	CVS HEALTH CORPORATION			51,715		129,341
8	CISCO SYSTEMS INC			26,377		40,499
9	COMCAST CORP CLASS A			48,486		129,501
10	WALT DISNEY CO			59,558		132,600
11	EXXON MOBIL CORPORATION			14,091		51,487
12	GILEAD SCIENCES INC			33,919		193,290
13	GOLDMAN SACHS GROUP INC			34,257		56,394
14	GOOGLE INC			9,863		23,013
15	GOOGLE INC-CL C			9,804		21,896
16	HOME DEPOT INC			25,700		117,030
17	HONEYWELL INTERNATIONAL INC			23,646		44,646
18	INTEL CORP			5,906		43,425
19	INTERNATIONAL BUSINESS MACHS CORI			31,669		61,556
20	JPMORGAN CHASE & CO			61,314		126,781
21	JOHNSON & JOHNSON			5,621		50,105
22	MCDONALDS CORP			27,131		64,909
23	MCKESSON CORP			40,512		144,473
24	MICROSOFT CORP			4,443		81,725
25	MONDELEZ INTERNATIONAL INC			13,611		33,171
26	MONSTER BEVERAGE CORP			18,841		53,743
27	ORACLE CORPORATION			32,445		46,530
28	PROCTER & GAMBLE CO			21,859		61,360
29	ROSS STORES INC			13,355		95,688
30	SCHLUMBERGER LTD			41,090		48,450
31	TOTAL S A - ADR			24,260		27,110
32	US BANCORP			13,954		20,345
33	UNION PACIFIC CORP			53,970		97,590
34	UNITED PARCEL SERVICE-CL B			18,880		25,590
35	UNITED TECHNOLOGIES CORP			14,169		45,140
36	UNITEDHEALTH GROUP INC			35,852		115,330
37	EATON CORP PLC			20,024		24,595
38	ACE LIMITED			23,579		48,947

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

	Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year
			3,109,391	3,333,547	3,344,772
1	AQR MANAGED FUTURES STR-I #15213			60,000	65,120
2	AMER CENT SMALL CAP GRWTH INST #3			47,601	76,222
3	ARTISAN INTERNATIONAL FD INS #662			150,000	147,376
4	ABERDEEN GLOBAL HIGH INCOME FD #5			94,176	77,917
5	ASHMORE EMERG MKTS CR DB-INS			200,000	180,508
6	CREDIT SUISSE COMM RET ST-I #2156			250,000	172,346
7	DODGE & COX INT'L STOCK FD #1048			150,000	144,590
8	DODGE & COX INCOME FD COM #147			200,000	196,683
9	DRIEHAUS ACTIVE INCOME FUND			150,000	143,623
10	ISHARES RUSSELL MID-CAP GROWTH			63 462	68,719
11	LAZARD EMERGING MKTS PTFL #638			58,014	76,899
12	NEUBERGER BERMAN GEN INSTL CL #12			102,800	128,061
13	NEUBERGER BERMAN LONG SH-INS #18			100,000	99,012
14	OPPENHEIMER DEVELOPING MKT-I #799			200,000	177,158
15	PIMCO TOTAL RET FD-INST #35			190,531	191,882
16	PIMCO LOW DURATION II-INSTL 107			318,686	318,493
17	PIMCO FOREIGN BD FD USD H-INST #103			133,000	140,909
18	PUTNAM FLOATING RATE INC FUND #185			149,866	148,413
19	BOSTON P LNG/SHRT RES-INS			150,000	160,192
20	ROYCE PREMIER FUND W CLASS #566			49,370	47,324
21	SPDR DJ WILSHIRE INTERNATIONAL REA			81,056	84,580
22	VANGUARD FTSE DEVELOPED ETF			107,280	120,690
23	VANGUARD REIT VIPER			207,686	237,000
24	CRM MID CAP VALUE FD-INSTL #32			120,019	141,055

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

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

1	Mutual Fund Timing Difference	1	1
2	PY Return of Capital Adjustment	2	4,185
3	ROUNDING	3	2
4	Total	4	4,188

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

	Amount
Long Term CG Distributions	59 638
Short Term CG Distributions	0

	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
						799,154	0	0	639 133	160 021	0	0	0	160 021
1	AFLAC INC	001055102		6/13/2012	3/24/2015	33,129		0	21 112	12 017	0	0	0	12 017
2	CHEVRON CORP	166764100		12/31/2008	3/24/2015	46 414		0	33,015	13,399	0	0	0	13 399
3	DELAWARE POOLED TR INTL EQUITY #	246248306		7/1/2009	4/2/2015	39 449		0	30 000	9 449	0	0	0	9 449
4	DELAWARE POOLED TR INTL EQUITY #	246248306		4/7/2009	4/2/2015	38 897		0	25 000	13 897	0	0	0	13 897
5	DELAWARE POOLED TR INTL EQUITY #	246248306		6/30/2009	4/2/2015	33 311		0	25 000	8 311	0	0	0	8 311
6	DELAWARE POOLED TR INTL EQUITY #	246248306		11/17/2004	4/2/2015	28 404		0	35 000	-6 596	0	0	0	-6,596
7	DELAWARE POOLED TR INTL EQUITY #	246248306		2/1/2005	4/2/2015	13 686		0	17 264	3 578	0	0	0	3 578
8	DELAWARE POOLED TR INTL EQUITY #	246248306		7/19/2004	4/2/2015	90,108		0	100 000	9 892	0	0	0	9 692
9	GOOGLE INC-CL C	38259P706		6/13/2012	5/6/2015	54		0	27	27	0	0	0	27
10	HOME DEPOT INC	437076102		5/7/2009	3/24/2015	34 922		0	7 710	27 212	0	0	0	27 212
11	INTEL CORP	458140100		2/11/1994	3/24/2015	15,379		0	1 969	13,410	0	0	0	13,410
12	JOHNSON & JOHNSON	478160104		6/29/1992	3/24/2015	25 505		0	2 810	22,695	0	0	0	22,695
13	PIMCO MODERATE DURATION INST #1	693390593		1/10/2011	4/2/2015	201 798		0	203 906	2 108	0	0	0	2 108
14	ROSS STORES INC	778296103		12/31/2008	3/24/2015	17 645		0	2 448	15 197	0	0	0	15 197
15	3M CO	88579Y101		6/29/2012	3/24/2015	46 651		0	25 926	20 725	0	0	0	20 725
16	TURNER MIDCAP GROWTH FUND IN #1	900297763		6/29/2011	6/25/2014	104 053		0	100 000	4 053	0	0	0	4 053
17	UNITED TECHNOLOGIES CORP	913017109		11/25/2002	3/24/2015	29 749		0	7 946	21 803	0	0	0	21 803

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
										67 365	0	0
1	Wells Fargo Bank N A Trust Tax D		1 W 4th St 4th Floor MAC D4000 041	Winston Salem	NC	27101 3818		Trustee	40 00	67 365		

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	12/9/2014	2	1,345
3	Second quarter estimated tax payment	1/9/2015	3	1,345
4	Third quarter estimated tax payment	4/9/2015	4	1,344
5	Fourth quarter estimated tax payment	7/9/2015	5	1,345
6	Other payments		6	
7	Total		7	5,379

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	285,350
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	285,350