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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

2013

Open to Public Inspection

For calendar year 2013 or tax year beginning

JUL 1, 2013

, and ending

JUN 30, 2014

Name of foundation

THE COUNTESS MOIRA CHARITABLE FOUNDATION

Number and street (or P.O. box number if mail is not delivered to street address)

P.O. BOX 8078

Room/suite

City or town, state or province, country, and ZIP or foreign postal code

PELHAM, NY 10803

G Check all that apply:

☐ Initial return☐ Initial return of a former public charity☐ Final return☐ Amended return☐ Address change☐ Name change

H Check type of organization:

☒ Section 501(c)(3) exempt private foundation☐ Section 4947(a)(1) nonexempt charitable trust☐ Other taxable private foundation

I Fair market value of all assets at end of year

(from Part II, col. (c), line 16)

\$ 35,458,413.

J Accounting method:

☐ Cash☐ Accrual☒ Other (specify) MODIFIED CASH

(Part I, column (d) must be on cash basis.)

A Employer identification number

11-3551993

B Telephone number

914-246-0280

C If exemption application is pending, check here ☐D 1. Foreign organizations, check here ☐2. Foreign organizations meeting the 85% test, check here and attach computation ☐E If private foundation status was terminated under section 507(b)(1)(A), check here ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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))

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

N/A

2 Check ☒ If the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

52.

52.

STATEMENT 1

4 Dividends and interest from securities

943,766.

943,766.

STATEMENT 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

1,550,140.

b Gross sales price for all assets on line 6a

13,387,229.

7 Capital gain net income (from Part IV, line 2)

1,550,140.

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)

11 Other income

12 Total Add lines 1 through 11

2,493,958.

2,493,958.

13 Compensation of officers, directors, trustees, etc

0.

0.

0.

14 Other employee salaries and wages

15 Pension plans, employee benefits

16a Legal fees

b Accounting fees

14,748.

0.

14,748.

c Other professional fees

344,688.

344,688.

0.

17 Interest

18 Taxes

19 Depreciation and depletion

20 Occupancy

21 Travel, conferences, and meetings

22 Printing and publications

23 Other expenses

3,165.

10.

3,155.

24 Total operating and administrative expenses. Add lines 13 through 23

362,601.

344,698.

17,903.

25 Contributions, gifts, grants paid

1,735,000.

1,735,000.

26 Total expenses and disbursements. Add lines 24 and 25

2,097,601.

344,698.

1,752,903.

27 Subtract line 26 from line 12:

396,357.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

2,149,260.

c Adjusted net income (if negative, enter -0-)

N/A

323501
10-10-13

LHA For Paperwork Reduction Act Notice, see instructions.

Part II Balance Sheets		Beginning of year (a) Book Value	End of year	
			(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	453,200.	778,170.	778,170.
	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			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 7	16,511,025.	22,990,102.	22,990,102.
	c Investments - corporate bonds	2,170,715.		
	11 Investments - land, buildings, and equipment basis ▶			
Liabilities	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other STMT 8	13,704,001.	11,690,141.	11,690,141.
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item 1)	32,838,941.	35,458,413.	35,458,413.
	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			
	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 checked="" type="checkbox"/>			
	and complete lines 24 through 26 and lines 30 and 31			
	24 Unrestricted	32,838,941.	35,458,413.	
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/>			
	and complete lines 27 through 31			
	27 Capital stock, trust principal, or current funds			
	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	32,838,941.	35,458,413.	
	31 Total liabilities and net assets/fund balances	32,838,941.	35,458,413.	

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	32,838,941.
2 Enter amount from Part I, line 27a	2	396,357.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 6	3	2,223,115.
4 Add lines 1, 2, and 3	4	35,458,413.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	35,458,413.

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 SALE OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
b SALE OF PUBLICLY TRADED SECURITIES	P	VARIOUS	VARIOUS
c CAPITAL GAINS DIVIDENDS			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,978,407.		2,371,807.	<393,400.>
b 11,370,109.		9,465,282.	1,904,827.
c 38,713.			38,713.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			<393,400.>
b			1,904,827.
c			38,713.
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	1,550,140.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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))
2012	1,748,847.	34,070,035.	.051331
2011	2,026,665.	34,381,576.	.058946
2010	1,539,882.	35,139,998.	.043821
2009	1,476,933.	33,722,411.	.043797
2008	1,498,168.	33,353,182.	.044918

2 Total of line 1, column (d)	2	.242813
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	.048563
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	34,217,550.
5 Multiply line 4 by line 3	5	1,661,707.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	21,493.
7 Add lines 5 and 6	7	1,683,200.
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	1,752,903.

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	1	21,493.
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	21,493.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	Tax based on investment income Subtract line 4 from line 3. If zero or less, enter -0-	5	21,493.
6	Credits/Payments.		
a	2013 estimated tax payments and 2012 overpayment credited to 2013	6a	3,656.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	20,000.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	23,656.
8	Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	370.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	1,793.
11	Enter the amount of line 10 to be: Credited to 2014 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	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
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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		X
1c 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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
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		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		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> <u>NY</u>		
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	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 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► WWW.COUNTESSMOIRAFDN.ORG	13	X	
14	The books are in care of ► TAYLOR T. GRAY Telephone no. ► 914-246-0280 Located at ► P.O. BOX 8078, PELHAM, NY ZIP+4 ► 10803			
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 2013, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for Form TD F 90-22.1. If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input 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 2013?	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 2013, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2013? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2013 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 2013)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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 2013?		X

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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 509(a)(1), (2), or (3), or section 4940(d)(2)?

☐ 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)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

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

6b

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

X

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?

N/A

7b

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(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
SEE STATEMENT 9		0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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

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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	32,006,233.
b	Average of monthly cash balances	1b	2,732,396.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	34,738,629.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	34,738,629.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	521,079.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	34,217,550.
6	Minimum investment return. Enter 5% of line 5	6	1,710,878.

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	1,710,878.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	21,493.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	21,493.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,689,385.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,689,385.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,689,385.

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	1,752,903.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
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	1,752,903.
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	5	21,493.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,731,410.

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.

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Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				1,689,385.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			1,072,976.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008				
b From 2009				
c From 2010				
d From 2011				
e From 2012				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2013 from Part XII, line 4 ▶ \$ 1,752,903.				
a Applied to 2012, but not more than line 2a			1,072,976.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				679,927.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below.				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	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		0.		
d Subtract line 6c from line 6b Taxable amount - see instructions		0.		
e Undistributed income for 2012 Subtract line 4a from line 2a. Taxable amount - see instr			0.	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				1,009,458.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2009				
b Excess from 2010				
c Excess from 2011				
d Excess from 2012				
e Excess from 2013				

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				
ATTACHMENT B	N/A	PC	SEE ATTACHMENT B	1,735,000.
Total			3a	1,735,000.
b Approved for future payment				
ATTACHMENT C	N/A	PC	SEE ATTACHMENT C	437,500.
Total			3b	437,500.

NOV 17 2014

OMB No. 1545-1709

Form **8868**
(Rev. January 2014)**Application for Extension of Time To File an
Exempt Organization Return**Department of the Treasury
Internal Revenue Service► **File a separate application for each return.**
► **Information about Form 8868 and its instructions is at www.irs.gov/form8868**

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

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

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

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

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

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

Type or print	Name of exempt organization or other filer, see instructions.	Enter filer's identifying number
File by the due date for filing your return. See instructions.	THE COUNTESS MOIRA CHARITABLE FOUNDATION	Employer identification number (EIN) or 11-3551993
	Number, street, and room or suite no. If a P.O. box, see instructions. 275 MADISON AVENUE	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. NEW YORK, NY 10016-1101	

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

0 4

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

TAYLOR T. GRAY

- The books are in the care of ► **P.O. BOX 8078 - PELHAM, NY 10803**

Telephone No. ► **914-246-0280**

Fax No. ►

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

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until **FEBRUARY 15, 2015**, to file the exempt organization return for the organization named above. The extension is for the organization's return for

► ☐ calendar year _____ or► ☒ tax year beginning **JUL 1, 2013**, and ending **JUN 30, 2014**.

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

3a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a	\$	23,656.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b	\$	3,656.
c Balance due. Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	3c	\$	20,000.

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

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**

Note. Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

Part II Additional (Not Automatic) 3-Month Extension of Time. Only file the original (no copies needed).

Enter filer's identifying number, see instructions

Type or print File by the due date for filing your return. See instructions.	Name of exempt organization or other filer, see instructions.	Employer identification number (EIN) or
	THE COUNTESS MOIRA CHARITABLE FOUNDATION	11-3551993
	Number, street, and room or suite no. If a P.O. box, see instructions.	Social security number (SSN)
	275 MADISON AVENUE	
	City, town or post office, state, and ZIP code. For a foreign address, see instructions.	
	NEW YORK, NY 10016-1101	

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

04

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

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

TAYLOR T. GRAY

- The books are in the care of **P.O. BOX 8078 - PELHAM, NY 10803**

Telephone No **914-246-0280**

Fax No.

- If the organization does not have an office or place of business in the United States, check this box ☐

- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____ . If this is for the whole group, check this box ☐ . If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.

4 I request an additional 3-month extension of time until **MAY 15, 2015**

5 For calendar year _____ , or other tax year beginning **JUL 1, 2013** , and ending **JUN 30, 2014**

6 If the tax year entered in line 5 is for less than 12 months, check reason: ☐ Initial return ☐ Final return

☐ Change in accounting period

7 State in detail why you need the extension

ADDITIONAL TIME IS NEEDED TO COMPILE THE INFORMATION NECESSARY TO FILE A COMPLETE AND ACCURATE RETURN

8a If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	23,656.
b If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	23,656.
c Balance due. Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions.	8c	\$	0.

Signature and Verification must be completed for Part II only.

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature *Gianna Macari* Title *CPA*

Date *2/10/15*

Form 8868 (Rev. 1-2014)

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET INTEREST	52.	52.	
TOTAL TO PART I, LINE 3	52.	52.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS AND INTEREST	982,479.	38,713.	943,766.	943,766.	
TO PART I, LINE 4	982,479.	38,713.	943,766.	943,766.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	14,748.	0.		14,748.
TO FORM 990-PF, PG 1, LN 16B	14,748.	0.		14,748.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY	344,688.	344,688.		0.
TO FORM 990-PF, PG 1, LN 16C	344,688.	344,688.		0.

FORM 990-PF.	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FILING FEES	750.	0.		750.
DUES	750.	0.		750.
BANK FEE	10.	10.		0.
INSURANCE	1,527.	0.		1,527.
POSTAGE	128.	0.		128.
TO FORM 990-PF, PG 1, LN 23	3,165.	10.		3,155.

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	6
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DESCRIPTION	AMOUNT
CHANGE IN UNREALIZED GAIN ON INVESTMENTS	2,223,115.
TOTAL TO FORM 990-PF, PART III, LINE 3	2,223,115.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK, SEE ATTACHMENT A	22,990,102.	22,990,102.
TOTAL TO FORM 990-PF, PART II, LINE 10B	22,990,102.	22,990,102.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
EXCHANGE TRADED FUNDS, SEE ATTACHMENT A	FMV	11,690,141.	11,690,141.
TOTAL TO FORM 990-PF, PART II, LINE 13		11,690,141.	11,690,141.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 9

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
CAROLYN B. GRAY P.O. BOX 8078 PELHAM, NY 10803	PRESIDENT/CHAIRPERSON 3.00	0.	0.	0.
MICHELE J. LE MOAL-GRAY P.O. BOX 8078 PELHAM, NY 10803	VICE-CHAIRPERSON 3.00	0.	0.	0.
MARC E. GARLASCO P.O. BOX 8078 PELHAM, NY 10803	TRUSTEE 3.00	0.	0.	0.
PETER G. GRAY P.O. BOX 8078 PELHAM, NY 10803	SECRETARY & VICE-PRESIDENT 3.00	0.	0.	0.
TAYLOR T. GRAY * P.O. BOX 8078 PELHAM, NY 10803	TREASURER & VICE-PRESIDENT 3.00	0.	0.	0.
KATHLEEN M. GRAY P.O. BOX 8078 PELHAM, NY 10803	TRUSTEE 3.00	0.	0.	0.
DONNA M. FITZGERALD P.O. BOX 8078 PELHAM, NY 10803	TRUSTEE 3.00	0.	0.	0.
BRENDAN T. GRAY P.O. BOX 8078 PELHAM, NY 10803	TRUSTEE 3.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

* Taylor Gray is an employee of Fieldpoint Private, to which the Foundation incurred investment management fees of \$344,688 in the fiscal year ending June 30, 2014.

THE COUNTESS MOIRA CHARITABLE FOUNDATION
PORTFOLIO HOLDINGS BY INDUSTRY
JUNE 30, 2014

SECURITY	SECURITY SYMBOL	QUANTITY	TOTAL COST	MARKET VALUE
<u>EQUITIES:</u>				
DU PONT E I DE NEMOURS & CO COM	dd	14,100	\$ 728,946	\$ 922,704
MONSANTO CO NEW COM	mon	7,980	506,969	995,425
VERIZON COMMUNICATIONS INC COM	vz	19,600	588,489	959,028
COMCAST CORP CL A	cmcs a	18,600	727,046	998,448
NEWELL RUBBERMAID INC COM	nwl	24,180	725,637	749,338
EXXON MOBIL CORP COM	xom	8,340	499,242	839,671
KINDER MORGAN MGMT LLC SHS	kmr	7,398	249,184	583,924
SEADRILL LIMITED SHS ISIN#BMG7945E1057	sdrll	17,400	707,083	695,130
CHUBB CORP	cb	9,600	734,116	884,832
REGIONS FINL CORP NEW COM	rf	77,000	836,688	817,740
WELLS FARGO & CO NEW COM	wfc	11,200	513,139	588,672
ZIONS BANCORP COM	zion	14,200	398,366	418,474
ABBVIE INC COM	abbv	15,580	698,649	879,335
MEAD JOHNSON NUTRITION CO COM	mjn	8,330	719,530	776,106
BAXTER INTL INC COM	bax	7,400	523,316	535,020
ILLINOIS TOOL WORKS INC COM	itw	11,320	492,440	991,179
GENERAL ELECTRIC CO COM	ge	34,200	710,694	898,776
NORFOLK SOUTHN CORP COM	nsc	7,080	612,731	729,453
DOVER CORP COM	dov	7,360	574,519	669,392
LITTELFUSE INC	lfus	11,800	881,803	1,096,810
QUALCOMM INC	qcom	14,640	709,061	1,159,488
SANDISK CORP	snk	14,300	827,249	1,493,349
TETRA TECHNOLOGIES INC DEL COM	tti	25,450	309,324	299,801
CISCO SYSTEMS INC	csc	30,000	669,830	745,500
APPLE INC COM	aapl	7,490	626,195	696,046
AGILENT TECHNOLOGIES INC COM	a	11,400	676,213	654,816
AKAMAI TECHNOLOGIES INC COM	akam	7,800	425,758	476,268
DOMINION RES INC VA COM	d	9,800	423,665	700,896
DUKE ENERGY CORP NEW COM NEW	duk	9,900	609,046	734,481
<u>TOTAL EQUITIES:</u>			<u>\$ 17,704,928</u>	<u>\$ 22,990,102</u>
<u>EXCHANGE TRADED FUNDS:</u>				
SPDR SER TR S&P DIVID ETF	sdv	15,600	\$ 792,896	\$ 1,194,804
ISHARES TR RUSSELL 2000 VALUE ETF	iwn	8,690	790,720	897,330
ISHARES TR US REAL ESTATE ETF	iy	12,170	759,433	873,684
ISHARES TR CORE U S AGGREGATE BD ETF	agg	21,230	2,232,233	2,322,562
ISHARES TR 1-3 YR CR BD ETF	csj	15,000	1,583,111	1,585,200
ISHARES TR IBOX \$ HIGH YIELD CORP BD ETF	hyg	15,000	1,403,330	1,428,000
ISHARES TR IBOX USD INVT GRADE CORP BD ET	lqd	19,100	1,907,259	2,277,866
ISHARES TR S&P U S PFD STK INDEX FD	pff	27,830	1,057,125	1,110,695
<u>TOTAL EXCHANGE TRADED FUNDS:</u>			<u>\$ 10,526,107</u>	<u>\$ 11,690,141</u>
<u>TOTAL PORTFOLIO:</u>			<u>\$ 28,231,035</u>	<u>\$ 34,680,243</u>

The Countess Moira Charitable Foundation
Grant Expense
June 30, 2014

Recipient	Address	Amount	Status	Purpose	Website
Astor Services for Children and Families	6339 Mill Street Rhinebeck NY 12572	\$ 25,000	PC	Provide children's mental health services, child welfare services, and early childhood development programs for Little Red Schoolhouse	http://www.astorservices.org
Boston College Trustees	140 Commonwealth Ave Chestnut Hill MA 02467	\$ 50,000	PC	Nursing care and supplies for Central American regions	http://www.bc.edu/schools/son.html
Boston College Trustees	140 Commonwealth Ave Chestnut Hill MA 02467	\$ 700,000	PC	Promotes multi-disciplinary research, education outreach and policy studies across and beyond the Boston University community, specifically the funds will be used for their School of Nursing with preference of the funds to be used in Nicaragua	http://www.bc.edu/schools/son.html
Camp AmeriKids	88 Hamilton Avenue Stamford, CT 06902	\$ 50,000	PC	Enhance the lives of youth living with the challenges of HIV/AIDS and sickle cell disease by providing an enriching summer camp experience, year-round skill building and a supported transition to adulthood	http://www.campamerikids.org/
Camp Exclamation Point	PO Box 91 Richmond, Vermont 05477	\$ 7,500	PC	Provides continuity and community to underserved rural Vermont kids through a weeklong residential summer camp	www.campexclamationpoint.org
Concordia Conservatory of Music and Art	171 White Plains Road Bronxville NY 10708	\$ 27,000	PC	Inspire, instruct and enrich lives through music the tuition-free Music Outreach Program	http://www.concordiaconservatory.org
Doctors Without Borders USA	333 Seventh Avenue, 2nd Floor New York NY 10001	\$ 60,000	PC	To assist people whose survival is threatened by violence, neglect, or catastrophe	http://www.doctorswithoutborders.org
Doctors Without Borders USA	334 Seventh Avenue, 2nd Floor New York NY 10001	\$ 100,000	PC	To assist people whose survival is threatened by violence, neglect, or catastrophe, specifically for their services rendered in connection with the current war in Syria	http://www.doctorswithoutborders.org
Don Bosco Community Center	22 Don Bosco Drive Port Chester NY 10573	\$ 50,000	PC	Multi-lingual youth and adult social / support services to the community-at-large without regard to sex, race, and religion	http://www.donboscocenter.com
Fiver Children's Foundation	240 West 35th Street, Suite 305 New York NY 10001	\$ 50,000	PC	Empower children from underserved communities to develop life skills and to reach their full potential	http://www.fiver.org
Fund for the City of New York	121 Sixth Avenue, 6th Floor New York, NY 10013	\$ 50,000	PC	To improve the quality of life for all New Yorkers In partnership with government agencies, nonprofit institutions and foundations, the Fund has developed and helped to implement innovations in policy, programs, practices and technology in order to advance the functioning of government and nonprofit organizations in New York City and beyond	http://www.fcny.org
Southern Poverty Law Center	400 Washington Ave Montgomery AL 36104	\$ 50,000	PC	To fund the Teaching Tolerance Perspectives initiative to provide educators a web based delivery system	http://www.splcenter.org

**The Countess Morra Charitable Foundation
Grant Expense
June 30, 2014**

Recipient	Address	Amount	Status	Purpose	Website
Special Olympics New York	1207 Route 9, Suite 1C Wappingers Falls, NY 12590	\$ 100,000	PC	To provide year-round sports training and athletic competition in a variety of Olympic-style sports for all children and adults with intellectual disabilities	http://www.specialolympicsny.org
Storytelling Arts	P O Box 995 Princeton Junction, New Jersey 08550	\$ 33,000	PC	Storytelling Arts programs serve to boost literacy and build community through classroom residencies, teacher development, and services in juvenile detention centers	http://www.storytellingarts.net
Student Conservation Association	PO Box 550 Charlestown NH 03603	\$ 60,000	PC	Building the next generation of conservation leaders and inspire lifelong stewardship of the environment and communities by engaging young people in hands-on service to the land, specifically used for their activities in New York City	http://www.thesca.org
The Center for Civilians in Conflict	1210 18th Street, NW 4th Floor Washington, DC 20036	\$ 75,000	PC	Helping civilians caught in the midst of armed conflict, working directly with people who have the power to transform the planning, conduct, and aftermath of conflicts for civilians—from military officials and policymakers to UN bodies and civilians themselves	http://www.civiliansinconflict.org
The Center for Civilians in Conflict	1211 18th Street, NW 4th Floor Washington, DC 20036	\$ 75,000	PC	Helping civilians caught in the midst of armed conflict, working directly with people who have the power to transform the planning, conduct, and aftermath of conflicts for civilians—from military officials and policymakers to UN bodies and civilians themselves	http://www.civiliansinconflict.org
The Community Word Project	42 Broadway, Suite 1827 New York NY 10004	\$ 40,000	PC	Multi-disciplinary arts residency programs in 13 public schools and seven branches of the New York and Queens Public Library	http://www.communitywordproject.org
The New York Hall of Science	47-01 111th Street Queens NY 11368	\$ 100,000	PC	Support of the Science Career Ladder, a signature youth education and employment program and extension of key programmatic activities through the newly established SCL Institute for STEM learning	http://www.nysci.org
The Trust for Public Land	101 Montgomery Street, Suite 900 San Francisco, California 94104	\$ 32,500	PC	Working to protect the places people care about and to create close-to-home parks, to ensure that every child has easy access to a safe place to play in nature, and to conserve working farms, ranches, and forests, lands of historical and cultural importance, rivers, streams, coasts, and watersheds and other special places where people can experience nature close at hand	www.tpl.org
Total Grant Expense:		\$1,735,000			

The Countess Morra Charitable Foundation
Future Grants Payable
June 30, 2014

Recipient	Address	Amount	Status	Purpose	Website
Boston College Trustees	140 Commonwealth Ave Chestnut Hill MA 02467	\$ 300,000	PC	Promotes multi-disciplinary research, education, outreach and policy studies across and beyond the Boston University community, and to reduce disparities in health by supporting the generation and application of knowledge, fostering "global literacy" among our students, and developing partnerships with international health and science leaders, scholars, and practitioners around the world	http://www.bc.edu/schools/son.html
Friends of Mills Mansion	P O Box 416 Staatsburg, NY 12580	\$ 5,000	PC	Supporting the preservation and improvement of Mills Mansion and its grounds	http://millsmansion.org/
The Center for Civilians in Conflict	1210 18th Street, NW 4th Floor Washington, DC 20036	\$ 25,000	PC	Helping civilians caught in the midst of armed conflict, working directly with people who have the power to transform the planning, conduct, and aftermath of conflicts for civilians—from military officials and policymakers to UN bodies and civilians themselves	http://www.civiliansinconflict.org
The Community Word Project	42 Broadway, Suite 1827 New York NY 10004	\$ 40,000	PC	Multi-disciplinary arts residency programs in 13 public schools and seven branches of the New York and Queens Public Library	http://www.communitywordproject.org
The Trust for Public Land	101 Montgomery Street, Suite 900 San Francisco, California 94104	\$ 67,500	PC	Working to protect the places people care about and to create close-to-home parks, to ensure that every child has easy access to a safe place to play in nature, and to conserve working farms, ranches, and forests, lands of historical and cultural importance, rivers, streams, coasts, and watersheds and other special places where people can experience nature close at hand	www.tpl.org
Total Future Grants Payable		\$437,500			