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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 PROSPECT HILL FOUNDATION, INC.		A Employer identification number 13-6075567
Number and street (or P.O. box number if mail is not delivered to street address) 99 PARK AVENUE	Room/suite 2220	B Telephone number (212) 370-1165
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10016		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 65,044,949.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	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		0.		N/A	
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		1,012,252.	1,012,252.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		2,829,486.			
b Gross sales price for all assets on line 6a		2,829,679.			
7 Capital gain net income (from Part IV, line 2)			2,829,486.		
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		<141,358.>	0.		STATEMENT 2
12 Total. Add lines 1 through 11		3,700,380.	3,841,738.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages		228,048.	0.		228,048.
15 Pension plans, employee benefits		61,778.	0.		61,778.
16a Legal fees STMT 3		1,323.	1,323.		0.
b Accounting fees STMT 4		29,007.	29,007.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 5		91,463.	91,463.		0.
19 Depreciation and depletion		6,605.	6,605.		
20 Occupancy		70,732.	0.		70,732.
21 Travel, conferences, and meetings		29,179.	0.		29,179.
22 Printing and publications		3,713.	0.		3,713.
23 Other expenses STMT 6		290,041.	203,200.		86,841.
24 Total operating and administrative expenses. Add lines 13 through 23		811,889.	331,598.		480,291.
25 Contributions, gifts, grants paid		3,444,223.			3,444,223.
26 Total expenses and disbursements. Add lines 24 and 25		4,256,112.	331,598.		3,924,514.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<555,732.>			
b Net investment income (if negative, enter -0-)			3,510,140.		
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		Attached schedules and amounts in the description column should be for end-of-year amounts only		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	742,877.	173,914.	173,914.
	2 Savings and temporary cash investments	316,404.	11,523.	11,523.
	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			
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment, basis ▶	97,626.		
Less: accumulated depreciation ▶	74,868.	29,363.	22,758.	
12 Investments - mortgage loans				
13 Investments - other	STMT 8	60,417,521.	64,836,754.	64,836,754.
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)		61,506,165.	65,044,949.	65,044,949.
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			
	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 ▶ ☒ X			
	24 Unrestricted		61,506,165.	65,044,949.
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐			
	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		61,506,165.	65,044,949.
	31 Total liabilities and net assets/fund balances		61,506,165.	65,044,949.

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	61,506,165.
2 Enter amount from Part I, line 27a	2	<555,732.>
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 7	3	4,094,516.
4 Add lines 1, 2, and 3	4	65,044,949.
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	65,044,949.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a K-1 PROSPECT CAPITAL PARTNERS		P	01/01/12	12/31/12
b K-1 PROSPECT CAPITAL PARTNERS		P	01/01/12	12/31/12
c K-1 VENTURE INVESTMENT ASSOCIATES LP		P	01/01/12	12/31/12
d K-1 VENTURE INVESTMENT ASSOCIATES LP II		P	01/01/12	12/31/12
e K-1 VENTURE INVESTMENT ASSOCIATES LP III		P	01/01/12	12/31/12
f K-1 VENTURE INVESTMENT ASSOCIATES LP III		P	01/01/13	12/31/13
g K-1 VENTURE INVESTMENT ASSOCIATES LP IV		P	01/01/13	12/31/13
h K-1 VENTURE INVESTMENT ASSOCIATES LP IV		P	01/01/13	12/31/13
i				
j				
k				
l				
m				
n				
o				

(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 383,086.			383,086.
b 2,298,616.			2,298,616.
c 143.			143.
d 4,247.			4,247.
e 3,475.			3,475.
f		193.	<193.>
g 136,519.			136,519.
h 3,593.			3,593.
i			
j			
k			
l			
m			
n			
o			

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) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			383,086.
b			2,298,616.
c			143.
d			4,247.
e			3,475.
f			<193.>
g			136,519.
h			3,593.
i			
j			
k			
l			
m			
n			
o			

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	2,829,486.
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 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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 2,829,679.		193.	2,829,486.

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			
b			
c			
d			
e			2,829,486.

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	2,829,486.
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	3,000,010.	57,834,318.	.051872
2011	3,782,492.	61,757,494.	.061247
2010	3,526,603.	55,027,987.	.064087
2009	3,339,340.	54,526,962.	.061242
2008	3,597,351.	69,501,815.	.051759

2 Total of line 1, column (d)	2	.290207
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	.058041
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	59,864,911.
5 Multiply line 4 by line 3	5	3,474,619.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	35,101.
7 Add lines 5 and 6	7	3,509,720.
8 Enter qualifying distributions from Part XII, line 4	8	3,924,514.

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	35,101.
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	35,101.
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	35,101.
6 Credits/Payments:			
a 2013 estimated tax payments and 2012 overpayment credited to 2013	6a	40,403.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	2,500	
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	42,903	
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		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,802	
11 Enter the amount of line 10 to be: Credited to 2014 estimated tax ☒ 7,802 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?		X
b 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
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ☒ \$ 0. (2) On foundation managers. ☒ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ☒ \$ 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?	X	
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) ☒ NY		
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

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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.FDNCENTER.ORG/GRANTMAKER/PROSPECTHILL	13	X	
14	The books are in care of ► ROBERT J. BARLETTA, TREASURER Telephone no. ► (212) 370-1144 Located at ► 99 PARK AVENUE, SUITE 2200, NEW YORK, NY ZIP+4 ► 10016-1601			
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?	☐ Yes ☒ No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		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?		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 ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	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. ►		
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 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	
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

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.

☐ Yes ☒ No

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

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
PENNY FUJIKO WILLGERODT - 99 PARK AVENUE, SUITE 2220, NEW YORK, NY	EXECUTIVE DIRECTOR 40.00	219,027.	28,151.	0.

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	0.
b Average of monthly cash balances	1b	359,038.
c Fair market value of all other assets	1c	60,417,521.
d Total (add lines 1a, b, and c)	1d	60,776,559.
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	60,776,559.
4 Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	911,648.
5 Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	59,864,911.
6 Minimum investment return. Enter 5% of line 5	6	2,993,246.

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	2,993,246.
2a Tax on investment income for 2013 from Part VI, line 5	2a	35,101.
b Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c Add lines 2a and 2b	2c	35,101.
3 Distributable amount before adjustments. Subtract line 2c from line 1	3	2,958,145.
4 Recoveries of amounts treated as qualifying distributions	4	0.
5 Add lines 3 and 4	5	2,958,145.
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	2,958,145.

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	3,924,514.
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	3,924,514.
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	35,101.
6 Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,889,413.

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.

Form 990-PF (2013)

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				2,958,145.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2013:				
a From 2008 122,260.				
b From 2009 728,111.				
c From 2010 791,078.				
d From 2011 757,432.				
e From 2012 203,119.				
f Total of lines 3a through e	2,602,000.			
4 Qualifying distributions for 2013 from Part XII, line 4: ▶ \$ 3,924,514.				
a Applied to 2012, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2013 distributable amount				2,958,145.
e Remaining amount distributed out of corpus	966,369.			
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	3,568,369.			
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				0.
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	122,260.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	3,446,109.			
10 Analysis of line 9:				
a Excess from 2009 728,111.				
b Excess from 2010 791,078.				
c Excess from 2011 757,432.				
d Excess from 2012 203,119.				
e Excess from 2013 966,369.				

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				
GRANTS (SEE ATTACHED SCHEDULE)				3,158,000.
MATCHING GRANTS (SEE ATTACHED SCHEDULE)				286,223.
Total			3a	3,444,223.
b Approved for future payment				
GRANT COMMITMENTS (SEE ATTACHED SCHEDULE)				482,500.
Total			3b	482,500.

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

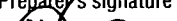
- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | 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. | | |

[illegible]

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

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.		May the IRS discuss this return with the preparer shown below (see instr. 1)? ☒ Yes ☐ No
	 Signature of officer or trustee	 Date	

Paid Preparer Use Only	Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
	STUART KAMELHAR		2/22/10		P00185063
	Firm's name ▶ ELLIOT HOROWITZ & COMPANY, LLP			Firm's EIN ▶ 13-3028332	
	Firm's address ▶ 675 THIRD AVENUE NEW YORK, NY 10017			Phone no. 212-972-7500	

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	1
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
PROSPECT CAPITAL PARTNERS	1,001,187.	0.	1,001,187.	1,001,187.		
VENTURE INVESTMENT ASSOCIATES LP	7.	0.	7.	7.		
VENTURE INVESTMENT ASSOCIATES, II	26.	0.	26.	26.		
VENTURE INVESTMENT ASSOCIATES, III	136.	0.	136.	136.		
VENTURE INVESTMENT ASSOCIATES, IV	10,896.	0.	10,896.	10,896.		
TO PART I, LINE 4	1,012,252.	0.	1,012,252.	1,012,252.		

FORM 990-PF	OTHER INCOME			STATEMENT	2
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME		
OTHER PARTNERSHIP INCOME	<145,512.>	0.			
UNRELATED BUSINESS INCOME	4,154.	0.			
TOTAL TO FORM 990-PF, PART I, LINE 11	<141,358.>	0.			

FORM 990-PF	LEGAL FEES			STATEMENT	3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
LEGAL FEES	1,323.	1,323.			0.
TO FM 990-PF, PG 1, LN 16A	1,323.	1,323.			0.

FORM 990-PF	ACCOUNTING FEES			STATEMENT	4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	29,007.	29,007.		0.	
TO FORM 990-PF, PG 1, LN 16B	29,007.	29,007.		0.	

FORM 990-PF	TAXES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FEDERAL INCOME TAX	91,213.	91,213.		0.	
STATE INCOME TAXES	250.	250.		0.	
TO FORM 990-PF, PG 1, LN 18	91,463.	91,463.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FILING FEES	1,500.	0.		1,500.	
MEMBERSHIPS	2,675.	0.		2,675.	
TECHNOLOGY, EQUIPMENT & SERVICES	8,425.	0.		8,425.	
CUSTODY FEES	1,500.	1,500.		0.	
PROGRAM STRATEGY EXPLORATION	2,183.	0.		2,183.	
GRANT REVIEW AND GOVERNANCE	1,498.	0.		1,498.	
INVESTMENT OPERATIONS	121,500.	121,500.		0.	
ADMINISTRATION	13,500.	13,500.		0.	
INSURANCE	1,700.	1,700.		0.	
CONSULTANTS	16,828.	0.		16,828.	
OFFICE EXPENSE	16,982.	0.		16,982.	
PHONE AND COMPUTER EXPENSE	34,500.	0.		34,500.	
FINANCIAL REPORTING	65,000.	65,000.		0.	
D&O INSURANCE	2,250.	0.		2,250.	
TO FORM 990-PF, PG 1, LN 23	290,041.	203,200.		86,841.	

FORM 990-PF	OTHER INCREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
UNREALIZED GAIN ON PARTNERSHIP ASSETS	4,094,516.
TOTAL TO FORM 990-PF, PART III, LINE 3	4,094,516.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	8
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
PROSPECT CAPITAL PARTNERS	FMV	62,892,605.	62,892,605.
VENTURE INVESTMENT ASSOCIATES II	FMV	62,635.	62,635.
VENTURE INVESTMENT ASSOCIATES III	FMV	406,330.	406,330.
VENTURE INVESTMENT ASSOCIATES IV	FMV	1,049,811.	1,049,811.
VENTURE INVESTMENT ASSOCIATES LP	FMV	425,373.	425,373.
TOTAL TO FORM 990-PF, PART II, LINE 13		64,836,754.	64,836,754.

THE PROSPECT HILL FOUNDATION

EIN: 13-607-5567

INVESTMENT IN PROSPECT CAPITAL PARTNERS - DETAILS

JUNE 30, 2014

Quantity	Security	Market Value
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CASH AND EQUIVALENTS		
	BBIF T/E Fund CI 1	793
	Northern Funds US Govt Select Money Mkt Fd	2,069,844
	Northern Trust Euro Account	217
	Schwab US Treasury Money Fund	5
		2,070,857
TAXABLE BONDS		
	124,872.72 Blackrock Strategic Inc Opport Portf Instl	1,294,930
		1,294,930
DOMESTIC EQUITIES		
Large Capitalization		
1,822,750.00	Edgewood Management LLC-PCP	3,253,369
98,878.30	Longleaf Partners Fund	3,573,462
155,860.61	The GMO Quality Fund-III	4,110,044
		10,936,875
Small Capitalization		
8,804.68	Hannon Armstrong Sustainable Infrastr Cap	126,259
72,302.37	Wellington Micro Cap Equity	2,285,283
		2,411,542
	DOMESTIC EQUITIES Total	13,348,416

FOREIGN EQUITIES

Developed Markets

49,622.34	First Eagle Overseas Fund CI I	1,250,979
66,024.13	Highclere Intl	1,484,498
48,225.43	Silchester Intl Investors	5,367,526
		8,103,003

Emerging Markets

792,500.00	Indus Select Fund Ltd	1,113,405
1,188,750.00	Newport Asia Institutional Fund(PCP)	1,497,957
68,964.25	Oppenheimer Develop Mkts Fd CI I	2,748,915
46.86	Spinnaker Capital PACNET Holdings-PCP	3,741
792,500.00	Spinnaker GO Fund CI I	981,197
15,850.00	Sandstone Capital India Offshore Fund, Ltd	89,578
		6,434,793

FOREIGN EQUITIES Total 14,537,796

ABSOLUTE RETURN

358.82	Cerberus Intl SPV, Ltd	658,054
792,500.00	Colchis P2P Income Fund	811,383
2,377,500.00	Convexity Capital Offshore L.P.	1,312,877
1,585,000.00	Davidson Kempner Institutional	2,452,086
2,773,750.00	Farallon Captl Institutional Ptnrs	3,503,944
1,664,250.00	Oceanwood Opportunities Fd-PCP	1,658,485
79.25	Silver Point Capital Offshore Fund, Ltd	1,444,892
1,664,250.00	York Credit Opp Class A Unit Trust	1,752,878
489,365.25	AG Long-Term SuperFund	28,632
1,485.94	Friedberg Milstein Pfd Shs 144A	14,859
70,707.44	Madoff Securities	-
4,575.90	Vega - Liquidating Assets	-
		13,638,090

HEDGED EQUITY

927,225.00	Artorius Offshore Investments, Ltd	1,041,445
792,500.00	Coatue Offshore Fund Ltd	753,736
990,625.00	Elbrook Offshore Fund Ltd	1,126,933
990,625.00	Kettle Hill Offshore Ltd	876
1,109,500.00	Kettle Hill Ptrs II-PCP	1,123,534
792,500.00	MW PLC Eureka Fund	788,507
792,500.00	Palo Alto Healthcare Offshore II, Ltd	924,943
7,925.00	Perceptive Life Sciences Offshore Fund Ltd	774,486
8,556.01	WMIB - Spindrift Side Pocket Shs	96,740
24.78	Sansar Capital Holdings	10,763
77.83	Swiftcurrent Offshore, Ltd CI D Ser 1	4,944
		6,646,907

HARD ASSETS

Real Estate Investments

792,499.21	Cerberus Asia Partners, L.P.	70,809
1,176,189.67	H.I.G. Realty Fund, L.P.(Cronus)(01/14)	350,825
3,170.00	LBA Realty Fund Inc	567,012
3.96	Prana Associates 21 LP	23,465
3.96	Prana Associates 22 LP	325,405
1,229,668.36	Rossrock Fund II LP(09/14)	302,207
		1,639,725

Oil & Gas

1,592,216.29	Encap Energy Capital Fund VII(06/14)	495,435
214,734.22	VIA Energy II(06/14)	256,984
		752,419

HARD ASSETS Total

2,392,144

VENTURE CAPITAL INVESTMENTS

Partnerships-VC

782,100.02	Amberbrook IV LLC(03/14)	214,581
740,825.83	Amberbrook V LLC(03/14)	629,832
555,740.63	DFJ Dragon Fund China L.P.(06/14)	503,030
621,518.32	Next Wave Fund I LP(12/13)	262,579
1,226,798.72	Venture Investment Associates V(06/14)	1,754,081
1,306,610.17	Venture Investment Associates VI(06/14)	1,960,200
		5,324,303

VENTURE CAPITAL INVEST Total	5,324,303
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PRIVATE EQUITY INVESTMENTS

Partnerships-PE

466,146.72	Clearview Partners Fund II(06/14)	474,665
3,650,133.89	Fortress Credit Oppor Fund(B)LP (06/14)	1,170,144
724,922.54	Founders Equity SBIC I, LP(06/14)	601,235
1,589,795.42	MissionPoint Capital Ptnrs Fund(06/14)	679,287
115,426.04	MissionPoint HA Parallel Fund II	53,201
		2,978,531

Direct Investments-PE

792,500.00	SRB OPCO II, Inc.	660,630
		660,630

PRIVATE EQUITY INVESTM Total	3,639,161
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TOTAL PORTFOLIO	62,892,605
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FORM 990-PF	PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS	STATEMENT 9
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NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILLIAM S. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	CHAIRMAN/DIRECTOR 2.00	0.	0.	0.
JOHN B. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	PRESIDENT/DIRECTOR 5.00	0.	0.	0.
FREDERICK W. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	SECRETARY/VICE PRESIDENT/D 2.00	0.	0.	0.
SARAH B. RICHARDSON 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
ROBERT BARLETTA 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	TREASURER 10.00	0.	0.	0.
BENJAMIN B. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
JACOB S. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
CARRIE ELSTON TUNICK 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
ELIZABETH B. ELSTON 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
JESSE W. SMITH 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.
FRANCES G. BEINECKE 99 PARK AVENUE, SUITE 2220 NEW YORK, NY 10016	DIRECTOR 2.00	0.	0.	0.

THE PROSPECT HILL FOUNDATION, INC.

13-6075567

MARY B. ELSTON	DIRECTOR			
99 PARK AVENUE, SUITE 2220	2.00	0.	0.	0.
NEW YORK, NY 10016				

TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII

0.	0.	0.
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FORM 990-PF	GRANT APPLICATION SUBMISSION INFORMATION	STATEMENT 10
	PART XV, LINES 2A THROUGH 2D	

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THE PROSPECT HILL FOUNDATION, INC.
99 PARK AVENUE, SUITE 2220
NEW YORK, NY 10016

TELEPHONE NUMBER

212-370-1144

FORM AND CONTENT OF APPLICATIONS

PLEASE SEE WEBSITE - WWW.FDNCENTER.ORG/GRANTMAKER/PROSPECTHILL FOR FULL APPLICATION REQUIREMENTS.

ANY SUBMISSION DEADLINES

APPLICATIONS FOR GRANTS MAY BE SUBMITTED AT ANY TIME.

RESTRICTIONS AND LIMITATIONS ON AWARDS

PLEASE SEE WEBSITE WWW.FDNCENTER.ORG/GRANTMAKER/PROSPECTHILL FOR AWARD RESTRICTIONS AND LIMITATIONS.

Prospect Hill Foundation

EIN: 13-6075567

Page 3, Part IV; CAPITAL GAINS & LOSSES

(a) From Passthroughs:

	<u>Gain/ (Loss)</u>
Schedule K-1: Prospect Capital Partners - EIN: 13-3745680	383,086
Schedule K-1: Prospect Capital Partners - EIN: 13-3745680	2,298,616
Schedule K-1: Venture Investment Associates, LP - EIN: 22-3248650	143
Schedule K-1: Venture Investment Associates II, LP - EIN: 22-3284167	4,247
Schedule K-1: Venture Investment Associates III, LP - EIN: 22-3543341	3,475
Schedule K-1: Venture Investment Associates III, LP - EIN: 22-3543341	(193)
Schedule K-1: Venture Investment Associates IV, LP - EIN: 22-3679965	3,593
Schedule K-1: Venture Investment Associates IV, LP - EIN: 22-3679965	<u>136,519</u>
	<u><u>2,829,486</u></u>

Date	Reference	Jrnl	Trans Description	Debit Amt	
1 12/20/13	4639	CDJ	Adirondack Council - grants	5,000 00	501 c (3)
2 12/20/13	4657	CDJ	Adirondack Foundation - grants	25,000 00	501 c (3)
3 12/20/13	4638	CDJ	American Museum of Natural His - grants	25,000 00	501 c (3)
4 12/4/13	4619	CDJ	Arms Control Association - Grants	50,000 00	501 c (3)
5 12/4/13	4626	CDJ	Association to Preserve Cape C - Grants	15,000 00	501 c (3)
6 5/12/14	4808	CDJ	Audubon South Carolina - Grants	25,000 00	501 c (3)
7 12/20/13	4640	CDJ	Ballet Hispanico of New York - Grants	15,000 00	501 c (3)
8 6/6/14	4888	CDJ	Bronx River Alliance - Grants	25,000 00	501 c (3)
9 12/20/13	4641	CDJ	Brooklyn Urban Garden Charter - grants	15,000 00	501 c (3)
10 6/11/14	4906	CDJ	Cape Cod Commercial - Grants	25,000 00	501 c (3)
11 12/4/13	4620	CDJ	Carnegie Endowment for - Grants	50,000 00	501 c (3)
12 6/6/14	4891	CDJ	Center for Arms Control - Grants	30,000 00	501 c (3)
13 12/16/13	4633	CDJ	Center for NuLeadership - grants	30,000 00	501 c (3)
14 12/20/13	4659	CDJ	Center for NuLeadership - grants	20,000 00	501 c (3)
15 9/17/13	4540	CDJ	Central Park Conservancy - grant #956315	20,000 00	501 c (3)
16 9/17/13	4536	CDJ	Centurion Ministries - grant #956316	30,000 00	501 c (3)
17 12/20/13	4642	CDJ	Chatham Orpheum Theater - grants	25,000 00	501 c (3)
18 12/20/13	4643	CDJ	Chez Bushwick - grants	9,000 00	501 c (3)
19 5/15/14	4817	CDJ	Choice USA - Grants	25,000 00	501 c (3)
20 12/20/13	4644	CDJ	Close Encounters with Music - grants	4,000 00	501 c (3)
21 5/12/14	4811	CDJ	Community Connections for Yout - Grants	40,000 00	501 c (3)
22 12/20/13	4645	CDJ	Community MusicWorks - grants	25,000 00	501 c (3)
23 3/20/14	4786	CDJ	Connecticut Fund for the Envir - Grants	25,000 00	501 c (3)
24 9/17/13	4537	CDJ	Conservation Law Foundation - grant #956321	30,000 00	501 c (3)
25 6/11/14	4907	CDJ	Conservation Law Foundation - grants	15,000 00	501 c (3)
26 6/6/14	4873	CDJ	Corbin Hill Food Project - Grants	20,000 00	501 c (3)
27 9/30/13	4549	CDJ	exalt youth - Grants	40,000 00	501 c (3)
28 12/20/13	4646	CDJ	exalt youth - grants	10,000 00	501 c (3)
29 2/24/14	4733	CDJ	exalt youth - grants	2,500 00	501 c (3)
30 6/6/14	4881	CDJ	Farm Fresh Rhode Island - Grants	10,000 00	501 c (3)
31 4/28/14	4804	CDJ	FJC - grants	5,000 00	501 c (3)
32 11/25/13	4617	CDJ	FJC - NYJJI - "A Cost-Benefit Policy Analysis Moving the Line" proje	4,000 00	501 c (3)
33 7/22/13	4474	CDJ	Friends of the Hudson River - Grant #955810	5,000 00	501 c (3)
34 6/6/14	4874	CDJ	Friends of the Hudson River Gr - Grants	5,000 00	501 c (3)
35 12/4/13	4625	CDJ	Fund for Constitutional - Grant for Peace and Security Funders Group	7,500 00	501 c (3)
36 6/6/14	4875	CDJ	Global Greengrants Fund - Grants	15,000 00	501 c (3)
37 5/15/14	4818	CDJ	Groundswell Fund - Grants	50,000 00	501 c (3)
38 5/15/14	4819	CDJ	Guttmacher Institute - Grants	30,000 00	501 c (3)
39 12/20/13	4647	CDJ	Haitian Education & Leadership - grants	10,000 00	501 c (3)
40 9/17/13	4542	CDJ	Harwich Conservation Trust - grant #956322	50,000 00	501 c (3)
41 7/25/13	4477	CDJ	Hawk Mountain Sanctuary Associ - Grant #955308 - installment 2	25,000 00	501 c (3)
42 6/11/14	4901	CDJ	Hawk Mountain Sanctuary Associ - Grants	50,000 00	501 c (3)
43 12/4/13	4624	CDJ	Institute for Science and - Grants	35,000 00	501 c (3)
44 9/17/13	4538	CDJ	Jacob's Pillow Dance Festival - grant #956317	10,000 00	501 c (3)
45 6/6/14	4882	CDJ	Land Trust Alliance - Grants	10,000 00	501 c (3)
46 9/17/13	4534	CDJ	Lincoln Center Theater - grant #956323	30,000 00	501 c (3)
47 12/20/13	4648	CDJ	Metropolitan Museum of Art - grants	30,000 00	501 c (3)
48 12/20/13	4649	CDJ	Metropolitan Waterfront Allian - grants	15,000 00	501 c (3)
49 5/15/14	4820	CDJ	National Advocates for Pregnan - Grants	30,000 00	501 c (3)
50 12/16/13	4637	CDJ	National Latina Inst for Repro - grants	50,000 00	501 c (3)
51 12/4/13	4623	CDJ	National Security Archive Fund - Grants	35,000 00	501 c (3)
52 10/11/13	4556	CDJ	Natural Resources Defense Coun - Grants	50,000 00	501 c (3)
53 12/4/13	4622	CDJ	Natural Resources Defense Coun - Grants	42,500 00	501 c (3)
54 5/12/14	4810	CDJ	Natural Resources Defense Coun - Grants	40,000 00	501 c (3)
55 12/20/13	4651	CDJ	New York Botanical Garden - grants	25,000 00	501 c (3)
56 9/30/13	4550	CDJ	New York Center for - Grants	30,000 00	501 c (3)
57 12/20/13	4652	CDJ	New York City Ballet - grants	40,000 00	501 c (3)
58 12/20/13	4650	CDJ	New York Law School - grants	7,500 00	501 c (3)
59 6/6/14	4876	CDJ	New York League of Conservatio - Grants	10,000 00	501 c (3)
60 6/6/14	4870	CDJ	New York Philharmonic - Grants	35,000 00	501 c (3)
61 6/6/14	4880	CDJ	Open Space Institute - Grants	30,000 00	501 c (3)
62 6/6/14	4877	CDJ	Partnership Project, Inc - Grants	15,000 00	501 c (3)
63 12/20/13	4653	CDJ	Phillips Academy - grants	50,000 00	501 c (3)
64 4/15/14	4799	CDJ	Planned Parenthood of S New - Grants	25,000 00	501 c (3)
65 12/16/13	4636	CDJ	Planned Parenthood of New York - grants	40,000 00	501 c (3)
66 3/4/14	4740	CDJ	Ploughshares Fund - grants	25,000 00	501 c (3)
67 6/26/14	4934	CDJ	Ploughshares Fund - Grants - second and final payment of grant #95636	15,000 00	501 c (3)
68 12/20/13	4654	CDJ	Prospect Park Alliance Inc - grants	10,000 00	501 c (3)
69 6/6/14	4878	CDJ	Protect the Adirondacks - Grants	15,000 00	501 c (3)
70 6/6/14	4884	CDJ	Rhode Island Natural History S - Grants	25,000 00	501 c (3)
71 9/17/13	4539	CDJ	Riverdale Neighborhood House - grant #956318	10,000 00	501 c (3)
72 6/6/14	4887	CDJ	Riverdale Neighborhood House - Grants	30,000 00	501 c (3)
73 5/12/14	4809	CDJ	Save the Bay - Grants	40,000 00	501 c (3)
74 6/6/14	4886	CDJ	St Luke's-Roosevelt Hospital - Grants	25,000 00	501 c (3)
75 7/22/13	4473	CDJ	Sterling & Francine Clark Art - grant #954818	150,000 00	501 c (3)
76 6/6/14	4892	CDJ	Sterling & Francine Clark Art - Grants	150,000 00	501 c (3)

Grants

77 6/6/14	4868	CDJ	Sterling & Francine Clark Art - Grants	15,000 00	501 c (3)
78 6/6/14	4867	CDJ	The Adirondack Historical Asso - Grants	10,000 00	501 c (3)
79 12/16/13	4635	CDJ	The Center for Reproductive Ri - grants	40,000 00	501 c (3)
80 12/16/13	4634	CDJ	The Correctional Association - Grants	45,000 00	501 c (3)
81 12/20/13	4658	CDJ	The Correctional Association - grants	21,000 00	501 c (3)
82 6/6/14	4869	CDJ	The Flea Theater - Grants	10,000 00	501 c (3)
83 5/12/14	4812	CDJ	The New School - Grants	15,000 00	501 c (3)
84 12/20/13	4655	CDJ	The School of American Ballet - grants	5,000 00	501 c (3)
85 6/6/14	4871	CDJ	The Wild Center - Grants	10,000 00	501 c (3)
86 9/17/13	4532	CDJ	Third Sector New England, Inc - grant #956314 - The Carrot Project	5,000 00	501 c (3)
87 6/6/14	4872	CDJ	Third Sector New England, Inc - Grants	15,000 00	501 c (3)
88 12/4/13	4621	CDJ	Union of Concerned Scientists - Grants	30,000 00	501 c (3)
89 12/4/13	4627	CDJ	Univ of Rhode Island Foundatio - Grant # 956329 - Coastal Resources C	50,000 00	501 c (3)
90 6/9/14	4893	CDJ	URI Foundation - Grants	50,000 00	501 c (3)
91 2/28/14	4735	CDJ	Vera Institute of Justice - grants	40,000 00	501 c (3)
92 4/28/14	4803	CDJ	Vera Institute of Justice - Grants	10,000 00	501 c (3)
93 9/17/13	4535	CDJ	Wave Hill, Inc - grant #956319	25,000 00	501 c (3)
94 4/8/14	4796	CDJ	Westminster School - Grants	50,000 00	501 c (3)
95 6/6/14	4885	CDJ	Wildlife Conservation Society - Grants	100,000 00	501 c (3)
96 6/11/14	4908	CDJ	Wildlife Conservation Society - Grants	15,000 00	501 c (3)
97 9/17/13	4541	CDJ	Women's Fund of Rhode Island - grant #956320	25,000 00	501 c (3)
98 12/20/13	4656	CDJ	World Resources Institute - grants	25,000 00	501 c (3)
99 7/22/13	4472	CDJ	Yale University - grant #953587	400,000 00	501 c (3)
100 6/11/14	4905	CDJ	Year Up Providence - grants	25,000 00	501 c (3)

Ending Balance

3,158,000 00

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Date	Reference	Jrnl	Trans Description	Amount	
6/26/14	4909	CDJ	Adirondack Council - Matching Contributor	200 00	501 (c) (3)
3/17/14	4750	CDJ	Against Malaria Foundation - Matching Contributor	200 00	501 (c) (3)
11/18/13	4573	CDJ	AIDS Project Rhode Island - Matching Contribution	50 00	501 (c) (3)
11/18/13	4574	CDJ	Alumni and Friends of - Matching Contributor	600 00	501 (c) (3)
6/26/14	4910	CDJ	Alzheimer's Association - Matching Contributor	250 00	501 (c) (3)
11/18/13	4575	CDJ	Alzheimer's Association - Matching Contributor	300 00	501 (c) (3)
3/17/14	4784	CDJ	American Heart Association - Julie Lefkowitz - for Dani Eran	100 00	501 (c) (3)
1/15/14	4673	CDJ	American Heart Association - Matching Contributor	100 00	501 (c) (3)
3/17/14	4785	CDJ	American Heart Association - Matching Contribution - Miriam Mass Jackson for	50 00	501 (c) (3)
11/18/13	4576	CDJ	American Museum of Natural His - Matching Contributor	250 00	501 (c) (3)
1/15/14	4674	CDJ	American Museum of Natural His - Matching Contributor	500 00	501 (c) (3)
3/17/14	4752	CDJ	American Museum of Natural His - Matching Contributor	500 00	501 (c) (3)
3/17/14	4753	CDJ	American Red Cross - Matching Contribution	100 00	501 (c) (3)
1/15/14	4675	CDJ	Andrew Goodman Foundation - Matching Contributor	200 00	501 (c) (3)
8/15/13	4487	CDJ	Arts Foundation of Cape Cod - Matching Contribution	5,000 00	501 (c) (3)
1/15/14	4676	CDJ	Asian-American Federation - Matching Contributor	200 00	501 (c) (3)
5/20/14	4823	CDJ	Assoc of Asian American Yale - Matching Contributor	200 00	501 (c) (3)
1/15/14	4677	CDJ	Association to Preserve Cape C - Matching Contribution	200 00	501 (c) (3)
5/20/14	4824	CDJ	Barataria-Terrebonne Estuary F - Matching Contributor	100 00	501 (c) (3)
3/17/14	4754	CDJ	Battery Conservancy - Matching Contribution	250 00	501 (c) (3)
1/15/14	4678	CDJ	Bed-Stuy Campaign Against Hung - Matching Contributor	100 00	501 (c) (3)
11/18/13	4577	CDJ	Best Friends Animal Society - Matching Contributor	400 00	501 (c) (3)
5/20/14	4825	CDJ	Best Friends Animal Society - Matching Contributor	100 00	501 (c) (3)
5/20/14	4821	CDJ	Bethesda Hospital Foundation - Matching Contributor	250 00	501 (c) (3)
11/18/13	4578	CDJ	Bronx River Alliance - Matching Contributor	2,200 00	501 (c) (3)
6/26/14	4911	CDJ	Bronx River Alliance - Matching Contributor	600 00	501 (c) (3)
1/15/14	4679	CDJ	Bronx River Alliance - Matching Contribution - CET	1,000 00	501 (c) (3)
1/15/14	4679	CDJ	Bronx River Alliance - Matching Contribution - EBE	2,000 00	501 (c) (3)
1/15/14	4679	CDJ	Bronx River Alliance - Matching Contribution - FGE	3,740 00	501 (c) (3)
1/15/14	4679	CDJ	Bronx River Alliance - Matching Contribution - MBE	2,000 00	501 (c) (3)
8/15/13	4488	CDJ	Brooklyn Academy of Music, Inc - Matching Contributor	200 00	501 (c) (3)
11/18/13	4579	CDJ	Brooklyn Urban Garden - Matching Contribution	400 00	501 (c) (3)
8/15/13	4489	CDJ	Brown University - Matching Contributor	6,915 62	501 (c) (3)
3/17/14	4755	CDJ	Brown University - Matching Contributor	500 00	501 (c) (3)
8/15/13	4519	CDJ	Cape Cod Chamber Music Festiva - Matching Contribution	250 00	501 (c) (3)
8/15/13	4491	CDJ	Cape Cod Commercial - Matching Contribution	4,000 00	501 (c) (3)
11/18/13	4580	CDJ	Cape Cod Commercial - Matching Contribution	6,059 20	501 (c) (3)
6/26/14	4912	CDJ	Cape Cod Commercial - Matching Contribution	2,169 72	501 (c) (3)
3/17/14	4756	CDJ	Cape Cod Community College - Matching Contributor	250 00	501 (c) (3)
1/15/14	4680	CDJ	Cape Cod Healthcare Foundation - Matching Contribution	250 00	501 (c) (3)
11/18/13	4581	CDJ	Carleton College - Matching Contribution	500 00	501 (c) (3)
1/15/14	4682	CDJ	Centenary College - Matching Contribution	250 00	501 (c) (3)
8/15/13	4520	CDJ	Chatham Historical Society - Matching Contributor	100 00	501 (c) (3)
1/15/14	4683	CDJ	Chez Bushwick - Matching Contribution	2,000 00	501 (c) (3)
3/17/14	4757	CDJ	Chicago Symphony Orchestra - Matching Contributor	250 00	501 (c) (3)
5/20/14	4826	CDJ	Child and Family - Matching Contributor	600 00	501 (c) (3)
3/17/14	4758	CDJ	City Harvest, Inc - Matching Contribution	300 00	501 (c) (3)
5/20/14	4827	CDJ	City Harvest, Inc - Matching Contribution	400 00	501 (c) (3)
1/15/14	4685	CDJ	City Meals-On-Wheels - Matching Contribution	102 00	501 (c) (3)
5/20/14	4828	CDJ	City Meals-On-Wheels - Matching Contribution	100 00	501 (c) (3)
3/17/14	4759	CDJ	Clean and Healthy New York - Matching Contribution	400 00	501 (c) (3)
1/15/14	4724	CDJ	Clinton Foundation - Matching Contributor	70 00	501 (c) (3)
5/20/14	4861	CDJ	Clinton Foundation - Matching Contributor	50 00	501 (c) (3)
1/15/14	4686	CDJ	Columbia Center for Children's - Matching Contributor	2,000 00	501 (c) (3)
11/18/13	4582	CDJ	Community Preparatory School - Matching Contributor	1,000 00	501 (c) (3)
11/18/13	4583	CDJ	Conanicut Island Land Trust - Matching Contributor	500 00	501 (c) (3)
1/15/14	4672	CDJ	Crossroads Rhode Island - Matching Contribution	1,000 00	501 (c) (3)
1/15/14	4687	CDJ	CUE Art Foundation - Matching Contributor	300 00	501 (c) (3)
8/15/13	4494	CDJ	Darien Land Trust - Matching Contribution	200 00	501 (c) (3)
11/18/13	4584	CDJ	Doctors Without Borders - Matching Contribution	700 00	501 (c) (3)
3/17/14	4761	CDJ	Dwight Hall at Yale - Matching Contribution	250 00	501 (c) (3)
5/20/14	4864	CDJ	EIF Revlon Run/Walk for Women - Matching Contributor	100 00	501 (c) (3)
9/3/13	4531	CDJ	El Museo del Barrio - Matching Contribution	1,400 00	501 (c) (3)
1/15/14	4688	CDJ	El Museo del Barrio - Matching Contribution	5,000 00	501 (c) (3)
1/15/14	4689	CDJ	Eldredge Public Library - Matching Contributor	200 00	501 (c) (3)
6/26/14	4914	CDJ	Eldredge Public Library - Matching Contributor	500 00	501 (c) (3)
3/17/14	4762	CDJ	Ethical Culture Fieldston Scho - Matching Contributor	500 00	501 (c) (3)
5/20/14	4832	CDJ	Ethical Culture Fieldston Scho - Matching Contributor	3,000 00	501 (c) (3)
1/15/14	4692	CDJ	exalt youth - Matching Contribution	400 00	501 (c) (3)
3/17/14	4763	CDJ	exalt youth - Matching Contribution	1,000 00	501 (c) (3)
6/26/14	4915	CDJ	exalt youth - Matching Contribution	3,307 14	501 (c) (3)
3/17/14	4764	CDJ	Farm Fresh Rhode Island - Matching Contributor	400 00	501 (c) (3)

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Date	Reference	Jrnl	Trans Description	Amount	
5/20/14	4822	CDJ	Festival Ballet Providence - Matching Contributor	1,000 00	501 (c) (3)
5/20/14	4833	CDJ	First Presbyterian Church, Del - Matching Contributor	250 00	501 (c) (3)
5/20/14	4834	CDJ	Fisher Center for Alzheimer's - Matching Contributor	200 00	501 (c) (3)
1/15/14	4694	CDJ	Food Bank for Westchester - Matching Contribution	200 00	501 (c) (3)
11/18/13	4586	CDJ	Fresh Air Fund - Matching Contributor	1,000 00	501 (c) (3)
5/20/14	4835	CDJ	Friends of Hudson River Park - Matching Contributor	250 00	501 (c) (3)
8/15/13	4498	CDJ	Friends of Pleasant Bay - Matching Contributor	200 00	501 (c) (3)
6/26/14	4917	CDJ	Friends of the Cape Cod Nat'l - Matching Contribution	250 00	501 (c) (3)
11/18/13	4585	CDJ	Friends of the Eldredge - Matching Contributor	200 00	501 (c) (3)
8/15/13	4499	CDJ	Friends of the Hudson River - Matching Contributor	500 00	501 (c) (3)
5/20/14	4836	CDJ	Friends of the Hudson River Gr - Matching Contributor	600 00	501 (c) (3)
6/26/14	4918	CDJ	Friends of the Hudson River Gr - Matching Contributor	600 00	501 (c) (3)
8/15/13	4524	CDJ	General Society Sons of the Re - Matching Contribution	500 00	501 (c) (3)
11/18/13	4587	CDJ	Georgian Court University - Matching Contributor	250 00	501 (c) (3)
11/18/13	4588	CDJ	Global Fund for Women - Matching Contributor	1,000 00	501 (c) (3)
6/26/14	4919	CDJ	Global Greengrants Fund - Matching Contributor	7,439 04	501 (c) (3)
1/15/14	4695	CDJ	Grand Chapter, NY Royal Arch M - Matching Contribution	100 00	501 (c) (3)
11/18/13	4589	CDJ	Grassroots International - Matching Contribution	400 00	501 (c) (3)
1/15/14	4696	CDJ	Green Guerillas - Matching Contribution	50 00	501 (c) (3)
5/20/14	4837	CDJ	Grst - Matching Contribution	200 00	501 (c) (3)
11/18/13	4590	CDJ	Grow Smart Rhode Island - Matching Contribution	6,600 00	501 (c) (3)
11/18/13	4591	CDJ	Guide Dog Foundation for the B - Matching Contributor	200 00	501 (c) (3)
11/18/13	4592	CDJ	Guiding Eyes for the Blind - Matching Contributor	200 00	501 (c) (3)
3/17/14	4749	CDJ	Harlem Stage - Matching Contribution	70 00	501 (c) (3)
6/26/14	4920	CDJ	Helen Keller International - Matching Contributor	200 00	501 (c) (3)
8/15/13	4525	CDJ	Helen Keller Services for the - Matching Contributor	200 00	501 (c) (3)
8/15/13	4501	CDJ	Hellen Keller International - Matching Contributor	200 00	501 (c) (3)
6/26/14	4921	CDJ	Homes for our Troops - Matching Contribution	400 00	501 (c) (3)
3/17/14	4766	CDJ	Hope for Javier - Matching Contribution	100 00	501 (c) (3)
8/15/13	4503	CDJ	Hope for the Warriors - Matching Contribution	50 00	501 (c) (3)
1/15/14	4697	CDJ	Humane Society of the United S - Matching Contributor	100 00	501 (c) (3)
1/15/14	4698	CDJ	Hunter College Foundation - Matching Contributor	100 00	501 (c) (3)
3/17/14	4767	CDJ	Hunter College Foundation - Matching Contributor	100 00	501 (c) (3)
3/17/14	4768	CDJ	Indiana University Foundation - Matching Contributor	1,000 00	501 (c) (3)
8/15/13	4504	CDJ	International Eye Foundation - Matching Contributor	200 00	501 (c) (3)
1/15/14	4699	CDJ	IOBY - Matching Contribution	200 00	501 (c) (3)
6/26/14	4931	CDJ	Iraq and Afghanistan Veterans - Matching Contribution - reissue of check #445C	200 00	501 (c) (3)
1/15/14	4700	CDJ	Irvington Volunteer Ambulance - Matching Contributor	100 00	501 (c) (3)
1/15/14	4701	CDJ	Jamestown Art Ceter - Matching Contribution	700 00	501 (c) (3)
3/17/14	4748	CDJ	Japanese American Social Servi - Matching Contributor	200 00	501 (c) (3)
1/15/14	4702	CDJ	Kripalu Center for Yoga and He - Matching Contributor	700 00	501 (c) (3)
11/18/13	4594	CDJ	Latin School of Chicago - Matching Contributor	200 00	501 (c) (3)
8/15/13	4505	CDJ	Lincoln Center Theater - Matching Contributor	7,542 00	501 (c) (3)
1/15/14	4703	CDJ	Literacy Network of South Berk - Matching Contributor	1,540 00	501 (c) (3)
5/20/14	4838	CDJ	Lost Tree Village Chantable F - Matching Contributor	1,000 00	501 (c) (3)
8/15/13	4526	CDJ	Lynic Chamber Music Society of - Matching Contributor	5,000 00	501 (c) (3)
1/15/14	4704	CDJ	Masonic Brotherhood Fund - Matching Contributor	200 00	501 (c) (3)
5/20/14	4839	CDJ	Masonic Brotherhood Fund - Matching Contributor	100 00	501 (c) (3)
5/20/14	4840	CDJ	Memorial Sloan Kettering Cance - Matching Contributor	100 00	501 (c) (3)
6/26/14	4922	CDJ	Metropolitan Waterfront Allian - Matching Contributor	2,167 72	501 (c) (3)
5/20/14	4841	CDJ	Michael J Fox Foundation - Matching Contributor	200 00	501 (c) (3)
3/17/14	4769	CDJ	Mory's Preservation, Inc - Matching Contribution	250 00	501 (c) (3)
11/18/13	4596	CDJ	Muscular Dystrophy Association - Matching Contributor	100 00	501 (c) (3)
5/20/14	4842	CDJ	National Advocates for Pregnant - Matching Contributor	350 00	501 (c) (3)
1/15/14	4706	CDJ	Natural Resources Defense Coun - Matching Contribution	10,044 32	501 (c) (3)
3/17/14	4770	CDJ	Natural Resources Defense Coun - Matching Contribution - Carrie	500 00	501 (c) (3)
3/17/14	4770	CDJ	Natural Resources Defense Coun - Matching Contribution - Mary	500 00	501 (c) (3)
8/15/13	4508	CDJ	New England Wildlife Center - Matching Contributor	500 00	501 (c) (3)
11/18/13	4597	CDJ	New York Botanical Garden - Matching Contribution	200 00	501 (c) (3)
5/20/14	4843	CDJ	New York City Ballet - Matching Contribution	3,500 00	501 (c) (3)
6/26/14	4923	CDJ	New York City Ballet - Matching Contribution	5,000 00	501 (c) (3)
1/15/14	4707	CDJ	New York City Rescue Mission - Matching Contribution	428 00	501 (c) (3)
3/17/14	4771	CDJ	New York City Rescue Mission - Matching Contribution	428 00	501 (c) (3)
8/15/13	4509	CDJ	New York Philharmonic - Matching Contributor	500 00	501 (c) (3)
3/17/14	4772	CDJ	New York Philharmonic - Matching Contributor	500 00	501 (c) (3)
6/26/14	4924	CDJ	New York Philharmonic - Matching Contributor	250 00	501 (c) (3)
11/18/13	4598	CDJ	New York Public Radio - Matching Contribution	800 00	501 (c) (3)
5/20/14	4844	CDJ	New York Times Neediest Cases - Matching Contribution	600 00	501 (c) (3)
11/18/13	4599	CDJ	New Yorkers for Parks - Matching Contribution	250 00	501 (c) (3)
6/26/14	4930	CDJ	North Castle Historical Societ - Matching Contribution	200 00	501 (c) (3)
3/17/14	4773	CDJ	North Country School, Inc - Matching Contributor	100 00	501 (c) (3)
6/26/14	4925	CDJ	North Star Fund - Matching Contribution	515 00	501 (c) (3)
1/15/14	4708	CDJ	Oliver Hazard Perry Rhode Isla - Matching Contribution	6,700 00	501 (c) (3)
11/18/13	4603	CDJ	ORBIS International - Matching Contributor	200 00	501 (c) (3)
3/17/14	4774	CDJ	Organic Farming Research Found - Matching Contributor	200 00	501 (c) (3)
11/18/13	4600	CDJ	Pace University - Matching Contribution	500 00	501 (c) (3)
8/15/13	4511	CDJ	Page 73 Productions - Matching Contribution	18,182 96	501 (c) (3)

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11/18/13	4601	CDJ	Page 73 Productions - Matching Contribution	3,400 00	501 (c) (3)
5/20/14	4846	CDJ	Page 73 Productions - Matching Contribution	400 00	501 (c) (3)
6/26/14	4932	CDJ	Page 73 Productions - Matching Contribution - reissue of check #4456	100 00	501 (c) (3)
7/17/13	4469	CDJ	Page 73 Productions - Matching Contributions	400 00	501 (c) (3)
8/15/13	4512	CDJ	Parkinson's Disease Foundation - Matching Contributor	200 00	501 (c) (3)
1/15/14	4709	CDJ	Partners In Health - Matching Contribution	400 00	501 (c) (3)
5/20/14	4847	CDJ	Partners In Health - Matching Contribution	200 00	501 (c) (3)
6/26/14	4926	CDJ	Partners In Health - Matching Contribution	200 00	501 (c) (3)
8/15/13	4513	CDJ	Perkins School for the Blind - Matching Contributor	200 00	501 (c) (3)
3/17/14	4776	CDJ	Pets Alive Westchester - Matching Contribution	400 00	501 (c) (3)
6/26/14	4927	CDJ	Phillips Academy - Matching Contributor	4,000 00	501 (c) (3)
11/18/13	4602	CDJ	Planned Parenthood of S New - Matching Contribution	500 00	501 (c) (3)
1/15/14	4711	CDJ	Planned Parenthood Federation - Matching Contributor	250 00	501 (c) (3)
5/20/14	4849	CDJ	Planned Parenthood of Hudson P - Matching Contributor	200 00	501 (c) (3)
1/15/14	4712	CDJ	Planned Parenthood of New York - Matching Contribution	1,000 00	501 (c) (3)
5/20/14	4850	CDJ	Police Athletic League - Matching Contributor	250 00	501 (c) (3)
1/15/14	4713	CDJ	Prospect Park Alliance Inc - Matching Contribution	200 00	501 (c) (3)
5/20/14	4851	CDJ	Prospect Park Alliance Inc - Matching Contribution	250 00	501 (c) (3)
11/18/13	4604	CDJ	Red Hook Initiative - Matching Contribution	220 00	501 (c) (3)
1/15/14	4714	CDJ	Restless Development USA - Matching Contribution	150 00	501 (c) (3)
11/18/13	4606	CDJ	Rhode Island Community - Matching Contributor	1,000 00	501 (c) (3)
8/15/13	4514	CDJ	Rhode Island Public Radio - Matching Contribution	6,700 00	501 (c) (3)
1/15/14	4715	CDJ	Riverdale Presbyterian Church - Matching Contributor	2,000 00	501 (c) (3)
5/20/14	4852	CDJ	Robin Hood Foundation - Matching Contributor	600 00	501 (c) (3)
5/20/14	4853	CDJ	Rudolf Steiner School - Matching Contributor	400 00	501 (c) (3)
5/20/14	4854	CDJ	Sacred Heart School - Matching Contribution	10,000 00	501 (c) (3)
1/15/14	4716	CDJ	Sadie Nash Leadership Project - Matching Contribution	100 00	501 (c) (3)
1/15/14	4717	CDJ	Saint John's School - Matching Contributor	300 00	501 (c) (3)
5/20/14	4855	CDJ	Saint John's School - Matching Contributor	300 00	501 (c) (3)
11/18/13	4607	CDJ	Santa Fe Animal Shelter - Matching Contributor	200 00	501 (c) (3)
5/20/14	4856	CDJ	Santa Fe Animal Shelter - Matching Contributor	100 00	501 (c) (3)
6/26/14	4928	CDJ	Santa Fe Animal Shelter - Matching Contributor	440 00	501 (c) (3)
1/15/14	4718	CDJ	Save the Bay - Matching Contribution	1,000 00	501 (c) (3)
8/15/13	4515	CDJ	Scripps College - Matching Contribution	250 00	501 (c) (3)
1/15/14	4719	CDJ	St Ann's Church - Matching Contributor	3,000 00	501 (c) (3)
8/15/13	4516	CDJ	St Anselm Church - Matching Contributor	200 00	501 (c) (3)
11/18/13	4608	CDJ	St Christopher's Episcopal Ch - Matching Contribution	250 00	501 (c) (3)
6/26/14	4929	CDJ	St Jude Children's Research H - Matching Contribution	100 00	501 (c) (3)
3/17/14	4778	CDJ	St Jude Children's Research H - Matching Contribution - Joanne Lupc	1,700 00	501 (c) (3)
3/17/14	4778	CDJ	St Jude Children's Research H - Matching Contribution - Miriam Mass-Jackson	100 00	501 (c) (3)
8/15/13	4517	CDJ	Sterling & Francine Clark Art - Matching Contributor	20,424 80	501 (c) (3)
1/15/14	4720	CDJ	Stone Circles - Matching Contribution	1,000 00	501 (c) (3)
1/15/14	4721	CDJ	Strategies for Youth - Matching Contribution	191 60	501 (c) (3)
8/8/13	4481	CDJ	The Assoc of the Bar of the - Matching Contribution	1,000 00	501 (c) (3)
8/15/13	4492	CDJ	The Cat House on the Kings - Matching Contribution	400 00	501 (c) (3)
1/15/14	4681	CDJ	The Cat House on the Kings - Matching Contribution	200 00	501 (c) (3)
1/15/14	4684	CDJ	The City College Fund - Matching Contributor	150 00	501 (c) (3)
6/26/14	4913	CDJ	The Correctional Association - Matching Contributor	250 00	501 (c) (3)
3/17/14	4760	CDJ	The David Nalen Foundation - Matching Contributor	250 00	501 (c) (3)
8/15/13	4521	CDJ	The Economic Progress Institut - Matching Contributor	500 00	501 (c) (3)
5/20/14	4829	CDJ	The Economic Progress Institut - Matching Contributor	500 00	501 (c) (3)
8/15/13	4522	CDJ	The Elephant Sactuary in Tenne - Matching Contributor	200 00	501 (c) (3)
5/20/14	4831	CDJ	The Elephant Sactuary in Tenne - Matching Contributor	200 00	501 (c) (3)
1/15/14	4690	CDJ	The Elephant Sanctuary - Matching Contributor	200 00	501 (c) (3)
1/15/14	4691	CDJ	The Ethel Walker School - Matching Contributor	1,000 00	501 (c) (3)
8/15/13	4523	CDJ	The Fifth Avenue Presbytenan - Matching Contributor	4,600 00	501 (c) (3)
6/26/14	4916	CDJ	The Fifth Avenue Presbytenan - Matching Contributor	4,600 00	501 (c) (3)
1/15/14	4693	CDJ	The Flea Theater - Matching Contribution	1,700 00	501 (c) (3)
3/17/14	4765	CDJ	The Food Project - Matching Contribution	500 00	501 (c) (3)
11/18/13	4593	CDJ	The Horticultural Society - Matching Contributor	250 00	501 (c) (3)
8/15/13	4507	CDJ	The Metropolitan Opera - Matching Contribution	4,000 00	501 (c) (3)
11/18/13	4595	CDJ	The Michael J Fox Foundation - Matching Contributor	200 00	501 (c) (3)
8/15/13	4510	CDJ	The New York Public Library - Matching Contributor	250 00	501 (c) (3)
5/20/14	4845	CDJ	The Opportunity Network - Matching Contribution	500 00	501 (c) (3)
3/17/14	4775	CDJ	The Parent-Child Home Program - Matching Contributor	100 00	501 (c) (3)
1/15/14	4710	CDJ	The Pingry School - Matching Contributor	350 00	501 (c) (3)
3/17/14	4777	CDJ	The Pingry School - Matching Contributor	700 00	501 (c) (3)
5/20/14	4848	CDJ	The Pingry School - Matching Contributor	2,000 00	501 (c) (3)
11/18/13	4605	CDJ	The Reeve Foudation - Matching Contribution	250 00	501 (c) (3)
1/15/14	4705	CDJ	The Wild Center - Matching Contribution	2,000 00	501 (c) (3)
3/17/14	4779	CDJ	Third Street Music School Sett - Matching Contribution	250 00	501 (c) (3)
1/15/14	4722	CDJ	Tomorrow's Youth Organization - Matching Contributor	500 00	501 (c) (3)
3/17/14	4780	CDJ	Trinity School - Matching Contributor	2,000 00	501 (c) (3)
5/20/14	4857	CDJ	U S Holocaust Memorial Museum - Matching Contributor	200 00	501 (c) (3)
3/17/14	4747	CDJ	University of Albany Foundatio - Matching Contributor	500 00	501 (c) (3)
3/17/14	4746	CDJ	University of Virginia Law Sch - Matching Contributor	500 00	501 (c) (3)
1/15/14	4723	CDJ	USSGA Memorial Fund - Matching Contributor	500 00	501 (c) (3)

Prospect Hill Fnd- FY 2014
General Ledger
For the Period From Jul 1, 2013 to Jun 30, 2014

Prospect Hill Foundation
EIN 13 - 6075567
Attachment Pg 11 Part XV 3a
Matching Grants

Date	Reference	Jrnl	Trans Description	Amount	
11/18/13	4609	CDJ	Vassar College - Matching Contribution	500 00	501 (c) (3)
11/18/13	4610	CDJ	Wesleyan University - Matching Contributor	500 00	501 (c) (3)
5/20/14	4858	CDJ	Westchester Community College - Matching Contributor	250 00	501 (c) (3)
3/17/14	4781	CDJ	Westminster School - Matching Contribution	250 00	501 (c) (3)
5/20/14	4859	CDJ	Westminster School - Matching Contribution	8,959 60	501 (c) (3)
5/20/14	4860	CDJ	WGBH Education Foundation - Matching Contributor	200 00	501 (c) (3)
11/18/13	4611	CDJ	WNET - Matching Contribution	450 00	501 (c) (3)
3/17/14	4782	CDJ	WNET/Thirteen - Matching Contribution	50 00	501 (c) (3)
11/18/13	4612	CDJ	Woods Hole Research Center - Matching Contribution	250 00	501 (c) (3)
11/18/13	4613	CDJ	World Bicycle Relief - Matching Contributor	100 00	501 (c) (3)
1/15/14	4725	CDJ	World Wildlife Fund - Matching Contributor	200 00	501 (c) (3)
8/15/13	4518	CDJ	Yale University - Matching Contribution	1,800 00	501 (c) (3)
11/18/13	4614	CDJ	Yale University - Matching Contribution	3,750 00	501 (c) (3)
1/15/14	4726	CDJ	Yale University - Matching Contribution	2,000 00	501 (c) (3)
3/17/14	4783	CDJ	Yale University - Matching Contribution	250 00	501 (c) (3)
5/20/14	4862	CDJ	Yale University - Matching Contribution	250 00	501 (c) (3)
11/18/13	4615	CDJ	Year Up Providence - Matching Contribution	6,666 00	501 (c) (3)
Ending Balance				286,972 72	

Payments Due Schedule, By Month

6/30/2014

Prospect Hill Foundation
 EIN: 13-6075567
 Attachment PG 11 Part XV 3b

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
<u>July, 2014</u>					
The Sterling and Francine Clark Art Institute	954818	7/1/2014	\$150,000.00	The Prospect Hill Foundation	
to endow the Beinecke Fellowship in the Research and Academic Program	9502324				
\$750,000.00					
The Women's Fund of Rhode Island	956506	7/1/2014	\$25,000.00	The Prospect Hill Foundation	
the gender equality project	9503874				
\$25,000.00					
Total July, 2014			\$175,000.00		(2 items)
<u>September, 2014</u>					
Getting the Word Out	956508	9/1/2014	\$7,500.00	The Prospect Hill Foundation	
1:1 matching grant over one year for optimizing Adirondack Almanack for mobile phone use	9503862				
\$7,500.00					
Harwich Conservation Trust	956322	9/17/2014	\$50,000.00	The Prospect Hill Foundation	
For woodlands purchase in the Pleasant Bay watershed	9503712				
\$100,000.00					
Total September, 2014			\$57,500.00		(2 items)
<u>December, 2014</u>					

2

Payee Organization Project Title, Grant Amount	Request ID Ref. No.	Due Date	Payment Amount	Payment Fund	Notes
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(1 item)

Grand Total	\$482,500.00
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(8 items)