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Department of the Treasury
Internal Revenue Service

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

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

Open to Public Inspection

For calendar year 2013 or tax year beginning 07/01, 2013, and ending 06/30, 2014

Name of foundation STELLA B. GROSS CHARITABLE TRUST		A Employer identification number 23-7142181
Number and street (or P O box number if mail is not delivered to street address) PO BOX 60078 SC-MPK-03-M	Room/suite	B Telephone number (see instructions) 408-490-2133
City or town, state or province, country, and ZIP or foreign postal code LOS ANGELES, CA 90060		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply:	<input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change	D 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 95% test, check here and attach computation <input type="checkbox"/>
H Check type of organization	<input type="checkbox"/> Section 501(c)(3) exempt private foundation <input checked="" type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation	E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 7,171,968.	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis)</i>	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))				
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	173,466.	172,574.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	478,951.			
b Gross sales price for all assets on line 6a 2,287,208.				
7 Capital gain net income (from Part IV, line 2)		478,951.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
12 Total. Add lines 1 through 11	652,417.	651,525.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	64,611.	48,458.		16,153.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule) STMT 2	44,594.	11,148.	NONE	33,446.
b Accounting fees (attach schedule) STMT 3	2,015.	NONE	NONE	2,015.
c Other professional fees (attach schedule)				
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 4	3,970.	1,694.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 5	10.			10.
24 Total operating and administrative expenses				
Add lines 13 through 23	115,200.	61,300.	NONE	51,624.
25 Contributions, gifts, grants paid	199,999.			199,999.
26 Total expenses and disbursements Add lines 24 and 25	315,199.	61,300.	NONE	251,623.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	337,218.			
b Net investment income (if negative, enter -0-)		590,225.		
c Adjusted net income (if negative, enter -0-)				

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)			
		Beginning of year	End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	37,243.	139,429.	139,429.
	3	Accounts receivable			
		Less: allowance for doubtful accounts			
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts	NONE		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10 a	Investments - U S and state government obligations (attach schedule)	622,270.	418,770.	444,072.
	b	Investments - corporate stock (attach schedule)	2,916,011.	2,971,036.	4,238,427.
	c	Investments - corporate bonds (attach schedule)	1,683,546.	1,921,743.	1,986,367.
	11	Investments - land, buildings, and equipment basis			
	Less: accumulated depreciation (attach schedule)				
12	Investments - mortgage loans				
13	Investments - other (attach schedule)	197,008.	342,485.	363,673.	
14	Land, buildings, and equipment basis				
	Less: accumulated depreciation (attach schedule)				
15	Other assets (describe)				
16	Total assets (to be completed by all filers - see the instructions Also, see page 1, item I)	5,456,078.	5,793,463.	7,171,968.	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe)			
	23	Total liabilities (add lines 17 through 22)			NONE
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	5,456,078.	5,793,463.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	5,456,078.	5,793,463.		
31	Total liabilities and net assets/fund balances (see instructions)	5,456,078.	5,793,463.		

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 5,456,078.
2	Enter amount from Part I, line 27a	2 337,218.
3	Other increases not included in line 2 (itemize) SEE STATEMENT 12	3 1,080.
4	Add lines 1, 2, and 3	4 5,794,376.
5	Decreases not included in line 2 (itemize) RETURN OF CAPITAL RECLASSIFICATION	5 913.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6 5,793,463.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co)				(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a PUBLICLY TRADED SECURITIES						
b						
c						
d						
e						
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)			
a 2,287,208.		1,808,257.	478,951.			
b						
c						
d						
e						
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69						
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))			
a			478,951.			
b						
c						
d						
e						
2 Capital gain net income or (net capital loss)				2	478,951.	
{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }						
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):				3		
If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8						

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	497,270.	6,658,395.	0.074683
2011	455,853.	6,453,736.	0.070634
2010	517,554.	6,777,247.	0.076366
2009	457,670.	6,517,852.	0.070218
2008	434,674.	6,096,869.	0.071295
2 Total of line 1, column (d)			0.363196
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			0.072639
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5			6,829,796.
5 Multiply line 4 by line 3			496,110.
6 Enter 1% of net investment income (1% of Part I, line 27b)			5,902.
7 Add lines 5 and 6			502,012.
8 Enter qualifying distributions from Part XII, line 4			251,623.

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)

Table with 11 rows for excise tax calculations. Includes sub-sections 1a through 11. Total tax due is 8,406.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions 1a through 10 regarding political activities, tax returns, and substantial contributors. Includes a state code 'CA' for question 8a.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? 13 X
Website address N/A
14 The books are in care of BANK OF THE WEST Telephone no (408) 490-2133
Located at 50 W SAN FERNANDO ST, STE 425, SAN JOSE, CA ZIP+4 95113
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here X
and enter the amount of tax-exempt interest received or accrued during the year 15
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? 16 Yes No X
See the instructions for exceptions and filing requirements for Form TD F 90-22.1 If "Yes," enter the name of the foreign country

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

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

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? X 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 X 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 X No
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? 1b X
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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? Yes X No
If "Yes," list the years
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions) STMT 13 2b X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? Yes X 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) 3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2013? 4b X

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

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Yes No

Organizations relying on a current notice regarding disaster assistance check here

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? Yes No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? Yes No

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
ARTHUR K LUND 50 W FERNANDO ST, STE 425, SAN JOSE, CA 95113	DIRECTOR 1	-0-	-0-	-0-
JUDGE THOMAS P HANSEN 50 W FERNANDO ST, STE 425, SAN JOSE, CA 95113	DIRECTOR 1	-0-	-0-	-0-
JEFFREY O'NEAL 50 W FERNANDO ST, STE 425, SAN JOSE, CA 95113	DIRECTOR 1	-0-	-0-	-0-
BANK OF THE WEST 50 W FERNANDO ST, STE 425, SAN JOSE, CA 95113	TRUSTEE 4	64,611.	-0-	-0-

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE		-0-	-0-	-0-

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

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

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

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

Total number of others receiving over \$50,000 for professional services ▶		NONE

Part IX-A Summary of Direct Charitable Activities

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	6,540,557.
b	Average of monthly cash balances	1b	70,583.
c	Fair market value of all other assets (see instructions)	1c	322,663.
d	Total (add lines 1a, b, and c)	1d	6,933,803.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,933,803.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	104,007.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,829,796.
6	Minimum investment return. Enter 5% of line 5	6	341,490.

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	341,490.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	11,805.
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	11,805.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	329,685.
4	Recoveries of amounts treated as qualifying distributions	4	NONE
5	Add lines 3 and 4	5	329,685.
6	Deduction from distributable amount (see instructions)	6	NONE
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1.	7	329,685.

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	251,623.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	Qualifying distributions Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	251,623.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	N/A
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	251,623.

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2012	(c) 2012	(d) 2013
1 Distributable amount for 2013 from Part XI, line 7				329,685.
2 Undistributed income, if any, as of the end of 2013				
a Enter amount for 2012 only			NONE	
b Total for prior years 20 <u>11</u> , 20 <u> </u> , 20 <u> </u>		NONE		
3 Excess distributions carryover, if any, to 2013				
a From 2008	133,799.			
b From 2009	134,675.			
c From 2010	184,204.			
d From 2011	136,539.			
e From 2012	168,896.			
f Total of lines 3a through e	758,113.			
4 Qualifying distributions for 2013 from Part XII, line 4: ► \$ <u>251,623.</u>				
a Applied to 2012, but not more than line 2a			NONE	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2013 distributable amount				251,623.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2013 (If an amount appears in column (d), the same amount must be shown in column (a))	78,062.			78,062.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	680,051.			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions		NONE		
e Undistributed income for 2012 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see instructions)	NONE			
8 Excess distributions carryover from 2008 not applied on line 5 or line 7 (see instructions)	55,737.			
9 Excess distributions carryover to 2014. Subtract lines 7 and 8 from line 6a	624,314.			
10 Analysis of line 9				
a Excess from 2009	134,675.			
b Excess from 2010	184,204.			
c Excess from 2011	136,539.			
d Excess from 2012	168,896.			
e Excess from 2013				

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

NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2013, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Table with columns: Tax year (a) 2013, Prior 3 years (b) 2012, (c) 2011, (d) 2010, (e) Total. Rows include 2b-2e and 3a-3d.

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here [] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

SEE STATEMENT 14

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

N/A

c Any submission deadlines

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p>a Paid during the year</p> <p>SEE STATEMENT 20</p>				199,999.
Total ▶ 3a				199,999.
<p>b Approved for future payment</p> <p>NONE</p>				
Total ▶ 3b				

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements.

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

b If "Yes," complete the following schedule.

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

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.

Sign Here

Signature of officer or trustee: [Signature] Date: 11/12/2014 Title: VICE PRESIDENT

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

Paid Preparer Use Only section containing fields for Print/Type preparer's name (JEFFREY E. KUHLIN), Preparer's signature, Date (11/12/2014), Firm's name (KPMG LLP), Firm's address (2020 N CENTRAL AVE, STE 700 PHOENIX, AZ 85004), Firm's EIN (13-5565207), and Phone no (800-713-2555).

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	75.	75.
FOREIGN DIVIDENDS	16,330.	16,330.
NONDIVIDEND DISTRIBUTIONS	564.	
DOMESTIC DIVIDENDS	44,849.	44,849.
OTHER INTEREST	920.	920.
CORPORATE INTEREST	43,957.	43,957.
U.S. GOVERNMENT INTEREST (FEDERAL TAXABLE EXEMPT DIVIDENDS NOT SUBJECT TO AMT - ST)	29,100.	29,100.
U.S. GOVERNMENT INTEREST - FEDERAL & STA	328.	
NONQUALIFIED FOREIGN DIVIDENDS	1,727.	1,727.
NONQUALIFIED DOMESTIC DIVIDENDS	1,232.	1,232.
	34,384.	34,384.
TOTAL	173,466.	172,574.

FORM 990PF, PART I - LEGAL FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - PRINCIPAL (ALLOCA	22,297.	5,574.		16,723.
LEGAL FEES - INCOME (ALLOCCABLE	22,297.	5,574.		16,723.
TOTALS	44,594.	11,148.	NONE	33,446.

FORM 990PF, PART I - ACCOUNTING FEES
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	2,015.			2,015.
TOTALS	2,015.	NONE	NONE	2,015.

FORM 990PF, PART I - TAXES
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FEDERAL ESTIMATES - PRINCIPAL	2,276.	
FOREIGN TAXES ON QUALIFIED FOR	1,511.	1,511.
FOREIGN TAXES ON NONQUALIFIED	183.	183.
TOTALS	3,970.	1,694.
	=====	=====

STELLA B. GROSS CHARITABLE TRUST

23-7142181

FORM 990PF, PART I - OTHER EXPENSES
=====

REVENUE
AND
EXPENSES
PER BOOKS

CHARITABLE
PURPOSES

DESCRIPTION

FRANCHISE TAX BOARD

10.

10.

TOTALS

10.
=====

10.
=====

STELLA B. GROSS CHARITABLE TRUST

23-7142181

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

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FED HOME LN BK 8/15/16	212,356.	220,594.
FED FARM CR BK 5/6/14	206,414.	223,478.
FED FARM CR BK 5/18/17	418,770.	444,072.
TOTALS	=====	=====

STELLA B. GROSS CHARITABLE TRUST
FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
INVESCO LTD	23,407.	26,580.
AFLAC INC	30,851.	61,910.
AT&T INC	18,124.	31,192.
ALTERA CORP	22,682.	31,824.
ALEXION PHARMACEUTICALS INC	35,305.	37,910.
AMERICAN TOWER CORPORATION	22,033.	37,500.
APACHE CORP	34,564.	54,078.
APPLE INC	42,958.	53,093.
BROADCOM CORP	35,810.	39,765.
BIOMGEN IDEC INC	38,186.	156,122.
CVS CAREMARK CORP	18,476.	36,781.
CELGENE CORP	4,506.	28,378.
CISCO SYS INC	20,274.	25,984.
CLIFFS NATURAL RESOURCES	51,973.	73,308.
COACH INC	44,577.	58,401.
COGNIZANT TECH SOLUTIONS		
COMCAST CORP		
DANAHER CORP	35,280.	53,360.
DIAMOND OFFSHORE DRILLING INC	69,558.	39,760.
DIRECTV	37,393.	19,899.
DUPONT E I DE NEMOURS	9,369.	34,237.
E M C CORP MASS	21,028.	49,225.
EMERSON ELEC CO	17,259.	39,365.
EXPRESS SCRIPTS HLDG CO	18,749.	25,783.
EXXON MOBIL CORP	53,244.	61,636.
F5 NETWORKS INC	32,859.	70,116.
FIFTH THIRD BANCORP	24,022.	22,127.
FLOWERVE CORP	17,526.	25,217.
FORWARD STRATEGIC ALTERN FD	32,859.	70,116.

23-7142181

STELLA B. GROSS CHARITABLE TRUST

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
FORWARD EXTENDED MKT PLUS	53,224.	61,636.
GENERAL ELEC CO	24,022.	22,127.
GENERAL MILLS INC	17,526.	25,217.
GILEAD SCIENCES INC	8,574.	20,799.
GOOGLE INC	18,422.	38,359.
LAUDER ESTEE COS	29,574.	50,441.
JP MORGAN EMERGING MARKETS	96,902.	54,339.
ISHARES TR S&P SMALLCAP 600	9,539.	30,112.
JOHNSON CTLS INC	11,805.	42,782.
JPMORGAN CHASE & CO	52,302.	75,422.
MFS INSTITUTIONAL EQUITY #403	421,393.	485,063.
MFS INTL NEW DISCOVERY FD	12,920.	37,242.
MASTERCARD INC	44,020.	49,265.
MCDONALDS CORP	10,999.	15,978.
MCKESSON CORP	410,661.	473,734.
MEDTRONIC INC	22,477.	24,506.
MURPHY OIL CORP	43,770.	45,514.
MYLAN LABS INC	9,343.	36,298.
NATIONAL OILWELL VARCO	33,066.	61,763.
NEXTERA ENERGY INC	20,505.	40,992.
NORFOLK SOUTHN CORP	13,842.	20,606.
OCCIDENTAL PETE CORP	21,998.	22,879.
ORACLE CORP	30,383.	35,921.
PALL CORP	18,835.	17,490.
PEPSICO INC	20,780.	35,736.
PHILIP MORRIS INTL INC	19,281.	29,761.
PRECISION CASTPARTS CORP	25,817.	28,428.
PROCTER & GAMBLE CO	19,366.	27,507.
PRUDENTIAL FINL INC	30,282.	71,016.

STELLA B. GROSS CHARITABLE TRUST

FORM 990PF, PART II - CORPORATE STOCK
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
SPDR S&P MIDCAP 400 ETF	125,000.	162,539.
SUNTRUST BKS INC	24,435.	38,390.
TARGET CORP	29,149.	49,066.
UNITED TECHNOLOGIES CORP	47,540.	49,728.
WALMART STORES INC	17,249.	27,250.
WATERS CORP	24,549.	54,242.
WELLPOINT INC	12,593.	13,944.
WELLS FARGO & CO	27,835.	35,588.
PRINCIPAL MID CAP FUND	125,537.	166,821.
PRICELINE COM INC	27,782.	46,917.
PRECISION CASTPARTS CORP	9,715.	30,288.
T ROWE PRICE SMALL-CAP STOCK	16,716.	42,303.
STARWOOD HOTELS & RESORTS	67,717.	208,448.
SUNTRUST BKS INC	43,063.	47,279.
ISHARES U.S. REAL ESTATE	7,656.	21,024.
TOTALS	2,971,036.	4,238,427.

STELLA B. GROSS CHARITABLE TRUST
 FORM 990PF, PART II - CORPORATE BONDS
 =====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
OPPENHEIMER SENIOR FLOATING RA	68,714.	66,176.
ABBOTT LABS 5/15/16		
AMERICAN EXPRESS CO 3/19/18	112,319.	118,915.
AMERITECH CAP FUNDING 1/15/18	107,437.	113,616.
FEDERATED INSTIT HIGH YIELD	25,000.	25,000.
FIFTH THIRD BANCORP 12/20/16	200,120.	199,772.
HEWLETT PACKARD 6/2/14	145,540.	163,833.
MORGAN STANLEY D W 9/22/19	234,145.	236,381.
PIMCO EMERGING LOCAL BOND	132,470.	127,153.
PHILLIPS PETE CO 7/15/18	105,558.	119,230.
SMALL BUS ADMIN 9/1/26	95,764.	99,411.
SMALL BUS ADMIN 4/1/28	42,932.	33,396.
HARTFORD FLOATING RATE FD 1212	238,516.	253,129.
JP MORGAN MRTG BACKED SEC FD	199,000.	207,426.
SMALL BUS ADMIN 04/16/08	114,228.	120,385.
SMALL BUS ADMIN POOL	100,000.	102,544.

TOTALS

 1,921,743.
 =====

STELLA B. GROSS CHARITABLE TRUST

23-7142181

FORM 990PF, PART II - OTHER INVESTMENTS
=====

DESCRIPTION	COST/ FMV C OR F	ENDING BOOK VALUE	ENDING FMV
VIRTUS ALTERNATIVES DIVERSIFIE	C	68,497.	69,434.
BLACKROCK GLOBAL LONG/SHORT	C	68,497.	75,647.
PIMCO COMMODITY	C	68,497.	74,766.
PRINCIPAL GLOBAL REAL ESTATE	C	136,994.	143,826.
WASATCH LONG/SHORT FUND #9	C		
TOTALS		342,485.	363,673.

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

DESCRIPTION -----	AMOUNT -----
INCOME TIMING DIFFERENCES	1,066.
ROUNDING	14.

TOTAL	1,080.
	=====

990PF, PART VII-B LINE 2b - SECTION 4942a2 EXPLANATION STATEMENT
=====

This question does not apply. The foundation does not have any undistributed income from last year.

RECIPIENT NAME:

BANK OF THE WEST

ADDRESS:

50 W FERNANDO ST, STE 425

SAN JOSE, CA 95113

NO SET FORMAT

SUBMISSION DEADLINES:

NONE

RESTRICTIONS OR LIMITATIONS ON AWARDS:

ORGANIZATIONS MUST BE EXEMPT FROM TAX UNDER IRC SEC. 501(C)3

ORGANIZATIONS MUST BE LOCATED IN SANTA CLARA COUNTY, CALIFORNIA

RECIPIENT NAME:
NOTRE DAME HIGH SCHOOL
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 15,000.

RECIPIENT NAME:
SANTA CLARA UNIVERSITY
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 55,000.

RECIPIENT NAME:
DELTA UPSILON EDUCATIONAL
FOUNDATION
ADDRESS:
170 SOUTH MARKET ST
SAN JOSE, CA 95113
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
BOY SCOUTS OF AMERICA
ADDRESS:
970 W JULIAN ST
SAN JOSE, CA 95126
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
LOAVES & FISHES FAMILY
KITCHEN
ADDRESS:
508 VALLEY WAY
MILPITAS, CA 95035
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 2,500.

RECIPIENT NAME:
VIA REHAB SERVICES
ADDRESS:
2851 PARK AVENUE
SANTA CLARA, CA 95050
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 12,500.

=====

RECIPIENT NAME:

CATHOLIC CHARITIES

ADDRESS:

2625 ZANKER ROAD, #200

SAN JOSE, CA 95134

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 25,000.

RECIPIENT NAME:

SAN JOSE CONSERVATION

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

BELLARMINE COLLEGE PREP

ADDRESS:

960 W HEDDING STREET

SAN JOSE, CA 95126

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 15,000.

=====

RECIPIENT NAME:

HUMANE SOCIETY

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:

SALVATION ARMY

ADDRESS:

359 NORTH 4TH STREET

SAN JOSE, CA 95112

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 10,000.

RECIPIENT NAME:

UNITED VETERANS COUNCIL

OF SANTA CLARA

ADDRESS:

12 S FIRST STREET, #219

SAN JOSE, CA 95113

RELATIONSHIP:

NONE

PURPOSE OF GRANT:

GENERAL SUPPORT

FOUNDATION STATUS OF RECIPIENT:

EXEMPT

AMOUNT OF GRANT PAID 6,667.

RECIPIENT NAME:
CYSTIC FIBROSIS FOUNDATION
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
ACCESS SERVICES
ADDRESS:
2425 SAMARITAN DRIVE
SAN JOSE, CA 95124
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
GENERAL SUPPORT
FOUNDATION STATUS OF RECIPIENT:
EXEMPT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
SACRED HEART COMMUNITY CENTER
ADDRESS:
1400 PERRY STREET
RICHMOND, VA 23224
PURPOSE OF GRANT:
GENERAL SUPPORT
AMOUNT OF GRANT PAID 7,500.

RECIPIENT NAME:
EATING DISORDER RESOURCE CENTER
ADDRESS:
330W. 58TH ST SUITE 206
NEW YORK, NY 10019
PURPOSE OF GRANT:
GENERAL SUPPORT
AMOUNT OF GRANT PAID 4,166.

RECIPIENT NAME:
CITY LIGHTS THEATER COMPANY
ADDRESS:
529 S SECOND ST
SAN JOSE, CA 95112
PURPOSE OF GRANT:
GENERAL SUPPORT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
THE TECH MUSEUM OF INNOVATION
ADDRESS:
201 SOUTH MARKET STREET
SAN JOSE, CA 95113
PURPOSE OF GRANT:
GENERAL SUPPORT
AMOUNT OF GRANT PAID 5,000.

RECIPIENT NAME:
IRA BRILLIANT CENTER
ADDRESS:
ONE WASHINGTON SQUARE
SAN JOSE, CA 95192
AMOUNT OF GRANT PAID 1,666.

RECIPIENT NAME:
FRIENDS OF SAN JOSE FAMILY CAMP
ADDRESS:
11401 CHERRY LAKE RD
GROVELAND, CA 95321
AMOUNT OF GRANT PAID 5,000.

TOTAL GRANTS PAID: 199,999.
=====

Application for Extension of Time To File an Exempt Organization Return

OMB No 1545-1709

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

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

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

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

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

Part I only

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

Enter filer's identifying number, see instructions

Type or print <small>File by the due date for filing your return. See instructions.</small>	Name of exempt organization or other filer, see instructions FULMER LIBRARY FUND	Employer identification number (EIN) or 83-6015259
	Number, street, and room or suite no. If a P O box, see instructions. PO BOX 60078 SC-MPK-03-M	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LOS ANGELES, CA 90060	

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

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

- The books are in the care of ▶ BANK OF THE WEST

Telephone No. ▶ (307) 771-3504 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 02/16, 20 15, to file the exempt organization return for the organization named above. The extension is for the organization's return for
 ▶ calendar year 20 ____ or
 ▶ tax year beginning 07/01, 2013, and ending 06/30, 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 Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	3a \$
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	3b \$
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 \$

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