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 07/01 , 2013, and ending 06/30, 20 14

Name of foundation: GUND;GEOFFREY FDN AG-T/A 20 -0980420

A Employer identification number: 52-1509128

Number and street (or P O box number if mail is not delivered to street address) | Room/suite: C/O KEYBANK, 4900 TIEDEMAN RD. OH-01-49-01

B Telephone number (see instructions): 216-813-4570

City or town, state or province, country, and ZIP or foreign postal code: BROOKLYN, OH 44144-2302

C If exemption application is pending, check here ▶ ☐

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

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

H Check type of organization: [X] 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) ▶ $ 45,287,003.

J Accounting method: [X] Cash ☐ Accrual ☐ Other (specify) ____ (Part I, column (d) must be on cash basis.)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue				
1 Contributions, gifts, grants, etc., received (attach schedule)	1,000,000.			
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	54,243.	54,243.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	-276,444.			
b Gross sales price for all assets on line 6a 416,414.				
7 Capital gain net income (from Part IV, line 2)				
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	777,799.	54,243.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc	5,708.	4,281.		1,427.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 2	7,500.	NONE	NONE	7,500.
c Other professional fees (attach schedule) STMT 3	253,216.	189,911.		63,303.
17 Interest				
18 Taxes (attach schedule) (see instructions)				
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 4	239.	39.		200.
24 Total operating and administrative expenses Add lines 13 through 23	266,663.	194,231.	NONE	72,430.
25 Contributions, gifts, grants paid	1,570,656.			1,570,656.
26 Total expenses and disbursements Add lines 24 and 25	1,837,319.	194,231.	NONE	1,643,086.
27 Subtract line 26 from line 12:				
a Excess of revenue over expenses and disbursements	-1,059,520.			
b Net investment income (if negative, enter -0-)		-0-		
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	-130,334.	-45,975.	-45,975.
	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			
	10a Investments - U.S. and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule)			
	c Investments - corporate bonds (attach schedule)			
	11 Investments - land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 5	22,886,726.	21,742,848.	45,332,978.
	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)	22,756,392.	21,696,873.	45,287,003.
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, ▶ ☒ **check here and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	22,756,392.	21,696,873.	
	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)	22,756,392.	21,696,873.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	22,756,392.	21,696,873.	

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	22,756,392.
2	Enter amount from Part I, line 27a	2	-1,059,520.
3	Other increases not included in line 2 (itemize) ▶ ROUNDING	3	1.
4	Add lines 1, 2, and 3	4	21,696,873.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,696,873.

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	416,414.		692,858.	-276,444.
b				
c				
d				
e				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				-276,444.
b				
c				
d				
e				

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	-276,444.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2012	1,403,357.	34,019,846.	0.041251
2011	1,589,636.	30,494,648.	0.052128
2010	1,374,360.	30,200,729.	0.045508
2009	1,031,728.	25,315,252.	0.040755
2008	1,007,576.	20,521,318.	0.049099

2 Total of line 1, column (d)	2	0.228741
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0.045748
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	41,546,609.
5 Multiply line 4 by line 3	5	1,900,674.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	
7 Add lines 5 and 6	7	1,900,674.
8 Enter qualifying distributions from Part XII, line 4	8	1,643,086.

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	NONE
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	
3	Add lines 1 and 2	3	NONE
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	NONE
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a		
b	Exempt foreign organizations - tax withheld at source — 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c NONE		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments. Add lines 6a through 6d	7	NONE
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	NONE
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2014 estimated tax** ▶ NONE **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ OH			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation.*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2013 or the taxable year beginning in 2013 (see instructions for Part XIV)? *If "Yes," complete Part XIV.*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
	Website address ▶ N/A			
14	The books are in care of ▶ KEYBANK, N.A. Telephone no. ▶ (216) 813-4556 Located at ▶ 4900 TIEDEMAN ROAD, BROOKLYN, OH ZIP+4 ▶ 44144			
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			
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		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.		Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b	N/A	
	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 ☒ 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.)	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 ☒ 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	N/A	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 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)? . . . . . . **5b** N/A

Organizations relying on a current notice regarding disaster assistance check here . . . . . . ▶ ☐

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

If "Yes," attach the statement required by Regulations section 53 4945-5(d).

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . . . **6b** No: X

If "Yes" to 6b, file Form 8870

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . . . **7b** N/A

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
GEOFFREY GUND 50 S Main Street - Suite 1200, Akron, OH 44308	TRUSTEE	-0-	-0-	-0-
JAMES O'HARA 8484 WESTPARK DRIVE, MCLEAN, VA 2202	CO-TRUSTEE	-0-	-0-	-0-
DONALD KOZUSKP 8484 WESTPARK DRIVE, MCLEAN, VA 22102	CO-TRUSTEE	-0-	-0-	-0-
KEYBANK, N.A OH-01-49-0150, BROOKLYN, OH 44144	AGENT FOR TTEE 1	5,708	-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		NONE	NONE	NONE

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	42,137,240.
b	Average of monthly cash balances	1b	42,058.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	42,179,298.
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	42,179,298.
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	632,689.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	41,546,609.
6	**Minimum investment return.** Enter 5% of line 5	6	2,077,330.

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	2,077,330.
2a	Tax on investment income for 2013 from Part VI, line 5	2a NONE		
b	Income tax for 2013. (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	NONE
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	2,077,330.
4	Recoveries of amounts treated as qualifying distributions		4	NONE
5	Add lines 3 and 4		5	2,077,330.
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	2,077,330.

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,643,086.
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	1,643,086.
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	1,643,086.

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				2,077,330.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			1,614,131.	
b	Total for prior years 20 11 ,20___,20___		NONE		
3	Excess distributions carryover, if any, to 2013				
a	From 2008 . . . . . . NONE				
b	From 2009 . . . . . . NONE				
c	From 2010 . . . . . . NONE				
d	From 2011 . . . . . . NONE				
e	From 2012 . . . . . . NONE				
f	Total of lines 3a through e	NONE			
4	Qualifying distributions for 2013 from Part XII, line 4 ▶ $ 1,643,086.				
a	Applied to 2012, but not more than line 2a			1,614,131.	
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				28,955.
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).)*	NONE			NONE
6	**Enter the net total of each column as indicated below:**				
a	Corpus Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
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				
f	Undistributed income for 2013 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2014				2,048,375.
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)	NONE			
9	**Excess distributions carryover to 2014.** Subtract lines 7 and 8 from line 6a	NONE			
10	Analysis of line 9.				
a	Excess from 2009 . . . NONE				
b	Excess from 2010 . . . NONE				
c	Excess from 2011 . . . NONE				
d	Excess from 2012 . . . NONE				
e	Excess from 2013 . . . NONE				

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)

	Tax year	Prior 3 years			(e) Total
	(a) 2013	(b) 2012	(c) 2011	(d) 2010	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed .					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter					
(1) Value of all assets . . .					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test-enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . .					
c "Support" alternative test - enter					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income .					

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))

GEOFFREY GUND

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.

N/A

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 6

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines

N/A

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

N/A

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Attached - Statement 7	NONE	PC	SUPPORT	1,570,656.
Total ▶ 3a				1,570,656.
b *Approved for future payment*				
NONE				
Total ▶ 3b				NONE

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	54,243.	
5 Net rental income or (loss) from real estate.					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	-276,444.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				-222,201.	

13 Total. Add line 12, columns (b), (d), and (e) . . . . . 13 -222,201.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

Line No ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

Signature of officer or trustee: [signature] Date: 12/26/15 Title:

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

Paid Preparer Use Only

Print/Type preparer's name: JUDY LOWTHER	Preparer's signature: [signature]	Date: 02-18-15	Check ☐ if self-employed	PTIN: P01242601
Firm's name ▶ KEYBANK N.A.			Firm's EIN ▶	
Firm's address ▶ 4900 TIEDEMAN RD. BROOKLYN, OH 44144			Phone no 216-813-4570	

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www irs gov/form990*

OMB No 1545-0047

2013

Name of the organization	Employer identification number
GUND;GEOFFREY FDN AG-T/A 20	52-1509128

Organization type (check one).

Filers of:	**Section**·
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, $5,000 or more (in money or property) from any one contributor. Complete Parts I and II

Special Rules

☐ For a section 501(c)(3) organization filing Form 990 or 990-EZ that met the 33 1/3 % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi) and received from any one contributor, during the year, a contribution of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For a section 501(c)(7), (8), or (10) organization filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions for use *exclusively* for religious, charitable, etc , purposes, but these contributions did not total to more than $1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions of $5,000 or more during the year . . . . ▶ $ _______________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization	Employer identification number
GUND;GEOFFREY FDN AG-T/A 20	52-1509128

Part I **Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	GEOFFREY GUND 40 EAST 94TH STREET NEW YORK, NY 10128	$ 1,000,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions)

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

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS		53,921.	53,921.
INTEREST		269.	269.
MONEY MKT		53.	53.
	TOTAL	54,243.	54,243.

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	7,500.			7,500.
TOTALS	7,500.	NONE	NONE	7,500.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
GOLDMAN SACHS 44487-5	114,122.	85,591.	28,530.
GOLDMAN SACHS 44488-3	139,094.	104,320.	34,773.
TOTALS	253,216.	189,911.	63,303.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OHIO ATT'Y GEN FILING FEE	200.		200.
CHECKING ACCT FEES	39.	39.	
TOTALS	239.	39.	200.

[redacted]

Account Holdings Summary (As Of 6/30/2014) Created Date : 2/18/2015 10:50:40 AM

Account Number	Name
0980420	GUND GEOFFREY FDN CUST-T/A

Units	Security Identifier	Security Description	Federal Cost	Market Value	Portfolio Number	Unrealized Gain/Loss
629 900 9700	CASH AND EQUIVALENTS		629900 97	629,900 97		0 00
360.302 8200	TICKER FED10	FEDERATED PRIME OBLIGATIONS FUND INSTITUTIONAL SHARES	360302 82	360 302 82	0980420 1	0 00
269 598 1500	TICKER FED10	FEDERATED PRIME OBLIGATIONS FUND INSTITUTIONAL SHARES	269598 15	269,598 15	0980420 2	0 00
0 0000	BANK USD	US DOLLAR CURRENCY	0	0 00	0980420 1	0 00
0 0000	BANK USD	US DOLLAR CURRENCY	0	0 00	0980420 2	0 00
92 000 0000	EQUITY		2312744 65	2,092 536 80		-220,207 85
20 000 0000	CUSIP 478160104	JOHNSON & JOHNSON	1305718	2,092,400 00	0980420 2	786,682 00
72 000 0000	CUSIP 80517Q100	SAVIENT PHARMACEUTICALS INC	1007026 65	136 80	0980420 2	-1,006,889 85

Holdings Total Summary

Cost	2,942,645 62	**Market Value**	2,722,437 77
Unrealized Gain/Loss	-220,207 85	**% of Portfolio**	100 00
Estimated Annual Income	2 85	**Accrued Income**	7.99
Book Value	2,723,896.28		

Stmt 5
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Goldman Sachs

GEOFFREY GUND FOUNDATION

Holdings

Period Ended June 30, 2014

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
DYNAMIC EQUITY MANAGERS PORTFOLIO 2 (SERIES)								
U S DOLLAR	4 60	1 0000	4.60		4.60			
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Contributions/ Distributions To Date**	**Net Contribution To Date**	**Economic Gain (Loss)**		
DYNAMIC EQUITY MANAGERS PORTFOLIO 2 (SERIES) CLASS 1 (GMSAPII)[12]	93,068 48	224 0900	20,855,716 58	10,000,000 00 865,721 53		11,721,438 11		
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
TOTAL DYNAMIC EQUITY MANAGERS PORTFOLIO 2 (SERIES)			20,855,721 18		9,134,283 07	11,721,438 11		
			Market Value		**Adjusted Cost / Original Cost**	**Unrealized Gain (Loss)**		**Estimated Annual Income**
TOTAL PORTFOLIO			**20,855,721.18**		**9,134,283.07** **10,000,004.60**	**11,721,438.11**		

The calculations noted above (other than contributions and distributions since the last capital statement) are taken from the applicable partnership capital value statement as provided by the fund administrator A partnership capital value statement is available upon request from your Private Wealth Advisor Tax information regarding these investments including allocations of income and realized and unrealized gains and losses will be available through a Schedule K-1 which will be mailed to you after year end Please be advised that the delivery of K-1s is subject to the reporting of the particular underlying partnerships and that the delivery of particular K-1s may be delayed requiring you to file an extension Your private equity assets are held away from Goldman Sachs and are not covered by the Securities Investor Protection Corporation ("SIPC") or any supplemental insurance provided by Goldman Sachs for its clients holdings Please contact your Private Wealth Advisor if you have any questions

Stmt 5
3/4

• Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments, if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

[12] Please refer to the end of the Holdings section for further details pertaining to these investments

[redacted]

Account Holdings Summary (As Of 6/30/2014) Created Date : 2/18/2015 10:51:48 AM

Account Number	Name
0980421	GUND GEOFFREY FDN #2 CUST-T/A

Units	Security Identifier	Security Description	Federal Cost	Market Value	Portfolio Number	Unrealized Gain/Loss
125 035 7800	CASH AND EQUIVALENTS		125035 78	125,035 78		0 00
125 035 7800	TICKER FED10	FEDERATED PRIME OBLIGATIONS FUND INSTITUTIONAL SHARES	125035 78	125,035 78	0980421 2	0 00
0,0000	BANK USD	US DOLLAR CURRENCY	0	0 00	0980421 1	0 00
0 0000	BANK USD	US DOLLAR CURRENCY	0	0 00	0980421 2	0 00
2 014 0000	EQUITY		248398 80	233,557 37		-14,841 43
1,527 0000	CUSIP G97822103	PERRIGO CO PLC	236295 61	222,575 52	0980421 2	-13,720 09
487 0000	CUSIP G72800108	PROTHENA CORP PLC	12103 19	10,981 85	0980421 2	-1,121 34

Holdings Total Summary

Cost	373,434 58	Market Value	358,593 15
Unrealized Gain/Loss	-14,841 43	% of Portfolio	100 00
Estimated Annual Income	0 53	Accrued Income	1 94
Book Value	373 434 58		

Stmt 5
3/4

Goldman Sachs

Statement Detail

GEOFFREY GUND FOUNDATION

Holdings

Period Ended June 30, 2014

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
US EQUITY								
DYNAMIC EQUITY MANAGERS PORTFOLIO 1 (SERIES)								
U S DOLLAR	1 79	1 0000	1 79		1 79			
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Contributions/ Distributions To Date**	**Net Contribution To Date**	**Economic Gain (Loss)**		
DYNAMIC EQUITY MANAGERS PORTFOLIO 1 SERIES CLASS 1 (GMSAP)[12]	84,611 86	252 8750	21,396,224 10	10,000,000 00 707,517 61		12,103,741 71		
	Quantity	**Market Price**	**Market Value / Accrued Income**	**Unit Cost**	**Cost Basis**	**Unrealized Gain (Loss)**	**Dividend Yield**	**Estimated Annual Income**
TOTAL DYNAMIC EQUITY MANAGERS. PORTFOLIO 1 (SERIES)			21,396,225 89		9,292,484 18	12,103,741 71		
			Market Value		**Adjusted Cost /[ε] Original Cost**	**Unrealized Gain (Loss)**		**Estimated Annual Income**
TOTAL PORTFOLIO			**21,396,225.89**		**9,292,484.18** **10,000,001.79**	**12,103,741.71**		

The calculations noted above (other than contributions and distributions since the last capital statement) are taken from the applicable partnership capital value statement as provided by the fund administrator A partnership capital value statement is available upon request from your Private Wealth Advisor Tax information regarding these investments including allocations of income and realized and unrealized gains and losses will be available through a Schedule K-1 which will be mailed to you after year end Please be advised that the delivery of K-1s is subject to the reporting of the particular underlying partnerships and that the delivery of particular K-1s may be delayed requiring you to file an extension Your private equity assets are held away from Goldman Sachs and are not covered by the Securities Investor Protection Corporation ("SIPC") or any supplemental insurance provided by Goldman Sachs for its clients holdings Please contact your Private Wealth Advisor if you have any questions

Stmt 5

1/4

[ε] Original Cost is price paid by purchaser adjusted for annual original issue discount inclusions and/or return of capital adjustments if applicable Adjusted Cost reflects adjustments to Original Cost for market discount accretion and/or premium amortization Adjusted cost for GMS Portfolios and Alternative Investments are determined by inception to date contributions minus inception to date distributions

[12] Please refer to the end of the Holdings section for further details pertaining to these investments

GEOFFREY GUND FOUNDATION

52-1509128

GRANT APPLICATION GUIDELINES

There are no formal grant application procedures, or application deadlines.

PURPOSES OF FOUNDATION:

The Trustee shall from time to time distribute and apply the net income and principal of the Trust as the Trustee reasonably considers appropriate or desirable to carry out ***EXCLUSIVELY CHARITABLE, EDUCATIONAL, SCIENTIFIC, LITERARY OR RELIGIOUS PURPOSES WITHIN THE UNITED STATES AND ITS POSSESSIONS***, including the making of contributions or gifts to organizations that qualify as exempt organizations under Section 501(c) (3) OF THE Internal Revenue Code.

Grant applications should be addressed to:

Geoffrey Gund
40 East 94th Street
Apartment 28-E
New York New York 10128

CHARITY	ADDRESS 1	ADDRESS 2	CITY	ST	ZIP	PURPOSE	Date	Amount
92nd Street Y	Development Office	1395 Lexington Avenue	New York	NY	10128	2013 Contribution	11/26/13	$ 2,000 00
92nd Street Y	Development Office	1395 Lexington Avenue	New York	NY	10128	2014 Contribution	03/20/14	$ 2,410 00
ACCION International	56 Roland Street	Suite 300	Boston	MA	02129	2013 Contribution	11/21/13	$ 500.00
Actors Fund	729 Seventh Avenue	10th Floor	New York	NY	10019	2013 Contribution	11/18/13	$ 500.00
Allegheny College	Office of Annual Giving	520 N Main Street	Meadville	PA	16335-9989	2014 Annual Fund Contribution	06/26/14	$ 100,000.00
Allegheny College	Office of Annual Giving	520 N Main Street	Meadville	PA	16335-9989	2013/2014 Annual Fund Contribution	02/11/14	$ 10,000.00
Alzheimer's Drug Discovery Foundation	57 West 57th Street	Suite 904	New York	NY	10019	2013 Contribution	12/27/13	$ 500.00
American Civil Liberties Union	125 Broad Street	18th Floor	New York	NY	10004-2400	2013 Contribution	11/11/13	$ 250.00
ANERA	1111 14th Street, NW	#400	Washington	DC	20005	2013 Contribution	07/23/13	$ 6,000.00
Animal Care & Control of NYC	11 Park Place	Suite 805	New York	NY	10007-2801	2013 Contribution	11/18/13	$ 50.00
Aperature Foundation	547 West 27th Street	4th Floor	New York	NY	10001	2013 Auction Contribution	08/12/13	$ 2,640.00
Aperature Foundation	547 West 27th Street	4th Floor	New York	NY	10001	2014 Contribution	03/18/14	$ 4,725.00
Archives of American Art	Smithsonian	PO Box 17174	Baltimore	MD	21203-7171	2013 Contribution	11/21/13	$ 1,000.00
Arts Connection	520 Eighth Ave	Suite 321	New York	NY	10018	2013 Contribution	12/09/13	$ 1,000.00
Bailey Huse		1751 Park Avenue	New York	NY	10035	2013 Contribution	12/16/13	$ 500.00
Bank Street College of Education		610 West 112th Street	New York	NY	10025	2013 SFG Endowment Contribution	11/12/13	$ 10,000.00

Bank Street College of Education		610 West 112th Street	New York	NY	10025	2013 Contribution	11/14/13	$ 23,500 00
Bank Street College of Education		610 West 112th Street	New York	NY	10025	2014 Contribution	03/17/14	$ 23,000 00
Bard College	Bard High School Early College	525 East Houston Street	New York	NY	10002	2013 Contribution	12/16/13	$ 1,000 00
Beech Brook	Development Office	PO Box 74782	Cleveland	OH	44194-4782	2013 Contribution	12/16/13	$ 200.00
Bronx Arts Ensemble	80 Van Cortlandt Park South	Suite 7D-1	Bronx	NY	10463	2013 Contribution	12/19/13	$ 500.00
Bronx River Alliance		1 Bronx River Parkway	Bronx	NY	10462	2013 River Sustainer	09/23/13	$ 5,000.00
Brooklyn Arts Exchange		421 Fifth Avenue	Brooklyn	NY	11215	2014 Contribution Support of the Anna sperber Dance Project	04/07/14	$ 10,000.00
CARE	CARE Gift Center	PO Box 1870	Merrifield	VA	22116	2013 Contribution	11/04/14	$ 200.00
Child Mind Institute		445 Park Avenue	New York	NY	10022	2014 Contribution	03/18/14	$ 820 00
Child Mind Institute		445 Park Avenue	New York	NY	10022	2013 Annual Child Advocacy Contribution	12/16/13	$ 50,000.00
Child Mind Institute		445 Park Avenue	New York	NY	10022	2014 Contribution	06/06/14	$ 50,000.00
Child Mind Institute		445 Park Avenue	New York	NY	10022	2013 Contribution	10/30/13	$ 200,000.00
Children's Aid Society	105 East 22nd Street	Suite 504	New York	NY	10010	2013 Contribution	11/18/13	$ 2,000.00
Citimeals on Wheels		355 Lexington Ave	New York	NY	10017	2013 Contribution	11/11/13	$ 396.00
City Harvest	575 Eighth Avenue	4th Floor	New York	NY	10018-3069	2013 Contribution	11/26/13	$ 1,000 00
Cleveland Institute of Art		11610 Euclid Ave	Cleveland	OH	44106	2014 Contribution	06/26/14	$ 300,000 00
Cleveland Museum of Art		11150 East Boulevard	Cleveland	OH	44106	2014 Contribution	06/27/14	$ 50,000 00
Cleveland Museum of Art		11150 East Boulevard	Cleveland	OH	44106	2014 Contribution	06/27/14	$ 50,000.00
Cleveland Museum of Art		11150 East Boulevard	Cleveland	OH	44106	1st half of pledge Contribution	06/30/14	$ 100,000 00
Cleveland Orchestra	Director of Development - Severence Hall	11001 Euclid Avenue	Cleveland	OH	44106	2014 Annual Campaign	06/27/14	$ 30,000.00
Connecticut College	Office of College Advancement	270 Mohegan Avenue	New London	CT	06320-4196	2013 Annual Fund Contribution	12/16/13	$ 2,000 00

Dalton School		108 East 89th Street	New York	NY	10130-0063	2013 Annual Fund Contribution	11/12/13	$	2,500.00
Doctors Without Borders	333 Seventh Avenue	2nd Floor	New York	NY	10001-5004	2013 Contribution	11/26/13	$	1,000 00
Doe Fund		232 E 84th St	New York	NY	10028	2013 Contribution	12/09/13	$	1,000.00
East Side House Settlement		337 Alexander Avenue	Bronx	NY	10454	2013 Contribution	07/24/14	$	1,850.00
Eiteljorg Museum of American Indians and Western Art	White River State Park	500 W Washington Street	Indianapolis	IN	46204-2707	2013 Annual Contribution	11/26/13	$	5,000.00
Environmental Defense Action Fund	1875 Connecticut Ave, NW	Suite 600	Washington	DC	20009	2013 Contribution	12/19/13	$	1,500.00
Environmental Defense Action Fund	1875 Connecticut Ave, NW	Suite 600	Washington	DC	20009	Jim Tripp Fund Contribution	05/30/14	$	10,000.00
Episcopal Social Services		305 Seventh Avenue	New York	NY	10001-6008	2013 Contribution	12/27/13	$	500.00
Ethical Culture Fieldstone School		33 Central Park West	New York	NY	10023	2013/2014 Annual Fund Contribution	06/27/14	$	27,000.00
Exhalt Youth	175 Ramsan Street	Suite 1000	Brooklyn	NY	11201	2014 Contribution	06/03/14	$	500 00
Foundation Fighting Blindness	14 Nassau Street	PO Box 449	Princeton	NJ	08542	2013 Contribution	12/16/13	$	25,000.00
Foundation for Teaching Economics	260 Russell Blvd	Suite B	Davis	CA	95616-9907	2014 Supporting Donor Contribution	03/31/14	$	500.00
Fountain House		425 West 47th Street	New York	NY	1036-2304	2014 Contribution	03/31/14	$	1,780.00
Fresh Air Fund	633 Third Ave	14th Floor	New York	NY	10017	2013 Contribution	11/18/13	$	1,000.00
Friends of Lincoln Center	Lincoln Center for the Performing Arts	70 Lincoln Center Plaza	New York	NY	10023-6583	2013 Contribution	11/18/13	$	170.00
Friends of Van Cortlandt Park	80 Van Cortlandt Park South	Suite E-1	New York	NY	10463	2013 Contribution	12/31/13	$	250.00
Georgia O'Keeffe Museum		217 Johnson Street	Santa Fe	NM	87501	2013 Contribution	12/27/13	$	250.00
George Washington's Mount Vernon		PO Box 240	Mount Vernon	VA	22121-0240	2013 Contribution	11/18/13	$	100.00
Global Kids	137 East 25th Street	2nd Floor	New York	NY	10010	2013 Contribution	12/19/13	$	1,000.00
Groton School		PO Box 991	New York	NY	01450-0991	2013 Annual Fund Contribution	11/11/13	$	10,000.00
Habitat for Humanity - NY City	111 John Street	23rd Floor	New York	NY	10038	2013 Contribution	11/04/13	$	2,000.00

Habitat For Humanity		121 Habitat Street	Americus	GA	31709-3498	2013 Contribution	11/18/13	$	2,000.00
Harvard College		124 Mount Auburn Street	Cambridge	MA	02138	2013 Contribution	12/09/13	$	10,000.00
Health Advocates For Older People, Inc		1233 Second Ave	New York	NY	10065	2014 Contribution	02/11/14	$	500.00
Hellen Keller Int'l	352 Park Avenue South	Suite 1200	Brooklyn	NY	11010	2013 Spirit of Helen Keller Contribution	10/22/13	$	10,000.00
Historic Hudson Valley		639 Bedford Road	Pocantico Hills	NY	10591	John D rockefeller, Jr. Founder's Contribution	10/22/13	$	5,000.00
Human Rights Watch	350 Fifth Avenue	34th Floor	New York	NY	10118-3299	2013 Contribution	11/19/13	$	1,000 00
International Rescue Committee		PO Box 6068	Alberta Lea	MN	56007-9847	2013 Aid to Syria Contribution	07/28/13	$	200 00
Joy in Singing, Inc		260 West 72nd Street	New York	NY	10023	2013 Benefactor Contribution	11/11/13	$	1,000.00
Kingsbridge Heights Community Center		3101 Kingsbridge Terrace	Bronx	NY	10463	2013 Contribution	12/27/13	$	500.00
Lawyers for Children	110 Lafayette Street	8th Floof	New York	NY	10013	2013 Contribution	11/18/13	$	1,000 00
Learning Ally		PO Box 2255	Princeton	NJ	08543-9937	2013 Contribution	12/19/13	$	300.00
Library of America		14 East 60th Street	New York	NY	10022	2014 Contribution	03/06/14	$	1,400 00
Lighthouse International		111 East 59th Street	New York	NY	10022	2013 Contribution	11/19/13	$	500 00
Literary Classics of the US	Library of America	14 East 60th Street - 11th Floor	New York	NY	10022	2014 Contribution	03/11/14	$	2,000 00
Make-A-Wish Foundation	Gift Processing Center	PO Box 97104	Washington	DC	20090-7104	2013 NTD Contribution	11/11/13	$	100 00
Martha's Vineyard Community Service		111 Edgartown Vineyard Haven Road	Oak Bluffs	MA	02568	2013 Auction Contribution	07/28/14	$	360.00
Martha's Vineyard Community Service		111 Edgartown Vineyard Haven Road	Oak Bluffs	MA	02568	2013 Contribution	07/31/14	$	1,000.00
Martha's Vineyard Hospital		One Hospital Road	Oak Bluffs	MA	02557	2013 Annual Fund Contribution	07/24/14	$	1,000.00
Martha's Vineyard Hospital	Development Office	PO Box 1477	Oak Bluffs	MA	02557-9903	2013 MV Hospital Annual Fund	11/26/13	$	1,000 00
Martha's Vinyard Museum	59 School Drive	PO Box 1310	Edgartown	MA	02539	2013 Conribution	11/04/13	$	500 00
Martha's Vinyard Playhouse		PO Box 2452	Vineyard Haven	MA	02568	2013 Benefit	07/25/13	$	300.00

Martha's Vinyard Playhouse		PO Box 2452	Vineyard Haven	MA	02568	2013 Capital Campaign	10/28/13	$	500 00
Martha's Vinyard Playhouse		PO Box 2452	Vineyard Haven	MA	02568	2013 Contribution	12/31/13	$	3,000.00
Metropolitan Museum of Art		1000 Fifth Avenue	New York	NY	10028	2014 Annual Appeal Contribution	03/31/14	$	1,500.00
Metropolitan Museum of Art		1000 Fifth Avenue	New York	NY	10028	2013 Contribution	11/18/13	$	3,838 00
Metropolitan Opera Guild		70 Lincoln Center	New York	NY	10023	2014 Contribution Opera News Awards	03/04/14	$	1,300 00
Milton Academy - Mountain School		151 Mountain School road	Vershire	VT	05079	2014 Contribution	05/05/14	$	1,000.00
Mount Sinai Adolescent Health Center	320 East 94th Street	2nd Floor	New York	NY	10128	2013 Contribution	*6/27/13	$	1,826.00
Mount Sinai Adolescent Health Center	320 East 94th Street	2nd Floor	New York	NY	10128	2013 Contribution	11/18/13	$	5,000.00
Municipal Art Society of NY	111 West 57th Street	16th Floor	New York	NY	10019	2013 Contribution	12/16/13	$	500.00
Museum of Modern Art	Membership Department	11 West 53rd Street	New York	NY	10019	2014 sustaining Contribution	12/31/13	$	5,513.00
Museum of Modern Art	Membership Department	11 West 53rd Street	New York	NY	10019	2014 Party in the Garden Contribution	04/21/14	$	4,600.00
NAACP		4805 Mt. Hope Drive	Baltimore	MD	21298	2013 Contribution	09/30/13	$	1,000.00
NAACP		4805 Mt. Hope Drive	Baltimore	MD	21298	2013 Chairman's Circle Contribution	11/18/13	$	5,000 00
Natural Resources Defense Council		40 West 20th Street	New York	NY	10011	2013 Palisades Park Contribution	10/25/13	$	10,000.00
Natural Resources Defense Council		40 West 20th Street	New York	NY	10011	2014 President's Circle Contribution	10/29/13	$	7,000.00
Natural Resources Defense Council		40 West 20th Street	New York	NY	10011	2014 Contribution	06/03/14	$	1,000.00
New York City Ballet	New York State Theater	20 Lincoln Center	New York	NY	10023	2013 Contribution	12/27/13	$	2,665 00
New York Historical Society		170 Central Park West	New York	NY	10132-0643	2013 Annual Fund Contribution	12/16/13	$	2,500.00

New York Historical Society		170 Central Park West	New York	NY	10132-0643	2014 Contribution	03/18/14	$	1,800.00
New York Historical Society		170 Central Park West	New York	NY	10132-0643	2014 Contribution	05/13/14	$	9,300 00
New York Public Library		445 Fifth Ave	New York	NY	10016	2013 Library Lions Contribution	10/03/13	$	4,570.00
New York Public Radio	WNYC Producers Circle	160 Varick Street	New York	NY	10013	2014 Contribution	03/17/14	$	5,740.00
New York Restoration Project		254 West 31st Street	New York	NY	10001	2013 Contribution	11/21/13	$	1,000.00
Park Avenue Armory		643 Park Avenue	New York	NY	10065-6122	2014 Contribution	05/30/14	$	2,070.00
Peter C. Alderman Foundation		PO Box 278	Bedford	NY	10506	2014 Annual Benefit Contribution	04/08/14	$	1,000.00
Phoenix House		164 West 74th Street	New York	NY	10023	2013 Contribution	12/16/13	$	1,000.00
Planned Parenthood of NYC	Margaret Sanger Square	26 Bleecker Street	New York	NY	10012-2413	2013 Contribution	11/18/13	$	500.00
Police Athletic League	FDR Station	PO Bos 1004	New York	NY	10026-0014	2013 Contribution	11/19/13	$	500.00
Possibility Project	104 W 27th Street	12th Floor	New York	NY	10001	2013 Annual Fund Contribution	12/19/13	$	5,000.00
Prep for Prep		328 West 71st Street	New York	NY	10023	2013 Contribution	12/09/13	$	2,500.00
Putney Public Library		55 Main Street	Putney	VT	05346	2013 Contribution	11/18/13	$	500.00
Riverdale Neighborhood House		5521 Mosholu Avenue	Bronx	NY	10471	Entering our Future Campaign - Final Installment	06/02/14	$	10,000.00
Riverdale Neighborhood House		5521 Mosholu Avenue	Bronx	NY	10471	2013 Contribution	12/19/13	$	1,000.00
Riverdale Riverfest	Friends of the Hudson River Greenway	4686 Dodgewood Road	Bronx	NY	10471	2014 Patron Contribution	05/23/14	$	5,000.00
Riverdale Senior Services, Inc		5675 Henry Hudson Pkway	Bronx	NY	10471	2013 Angel Contribution	12/19/13	$	1,000.00
Riverdale YM-YWCA		5625 Arlington Ave	Bronx	NY	10471	2014 Block Project Contribution	05/30/14	$	15,000.00
Ronald McDonald House of NY		PO Box 2489	New York	NY	10131-0601	2014 Contribution	02/11/14	$	245.00
Roundabout Theatre Company	231 West 39th Street	Suite 1200	New York	NY	10018	2014 Contribution	05/06/14	$	2,404.00

Salvation Army	Gift Processing Center	PO Box 170	New York	NY	10008-0170	2013 Contribution	11/11/13	$ 200.00
Sarah Lawrence College		1 Mead Way	Bronxville	NY	10708	2014 Contribution	06/27/14	$ 180,000 00
Sheriff's Meadow Foundation	Wakeman Conservation Center	57 David Avenue	Vineyard Haven	MA	02568	2013 Contribution: Restoration of Quansoo	11/18/13	$ 30,000 00
Skowhegan School of Painting & Sculpture	C/O Livet Reichard Co	59 Pine Street - 7th Floor	New York	NY	10005	2013 Contribution		
Smile Train		PO Box 96231	Washington	DC	20090	2013 Contribution	12/16/13	$ 1,000.00
Soloman Guggenheim Foundation		1071 Fifth Avenue	New York	NY	10128	2013 Contribution	10/25/13	$ 384.00
UNICEF	U S Fund	PO Box 96964	Washington	DC	20090	2013 Contribution	11/04/13	$ 500.00
VisionSpring	322 8th Avenue	Suite 12A-02	New York	NY	10001	2013 Contribution	11/18/13	$ 2,500.00
WAVE HILL		675 West 252nd Street	Bronx	NY	10471	2013 Annual Appeal contribution	12/19/13	$ 1,000.00
WAVE HILL		675 West 252nd Street	Bronx	NY	10471	Contribution: Fund to improve grounds	09/30/13	$ 5,000.00
WAVE HILL		675 West 252nd Street	Bronx	NY	10471	2014 Spring Garden Contribution	06/26/14	$ 25,000 00
WAVE HILL		675 West 252nd Street	Bronx	NY	10471	2013 Benefit Contribution	09/30/13	$ 5,090.00
WAVE HILL		675 West 252nd Street	Bronx	NY	10471	2014 Benefit - Contribution	06/26/14	$ 9,000.00
Western Reserve Historical Society		10825 East Blvd	Cleveland	OH	44106-1777	2013 Contribution	12/16/13	$ 1,000.00
WCAI		PO Box 55875	Boston	MA	02205-5875	2013 Contribution	10/22/13	$ 300.00
Wilderness Society		1615 M Street, NW	Washington	DC	20036	2013 Contribution	10/25/13	$ 100.00
Wildlife Conservation Society	Administration West Building	2300 Southern Blvd	Bronx	NY	10460	2013 Contribution	12/31/13	$ 100.00
WNET - Channel 13		825 Eighth Avenue	New York	NY	10019	2014Contributio n	06/09/14	$ 3,860.00
World Wildlife Fund		1250 24th Street, N.W.	Washington	DC	20037	2013 Contribution	11/26/13	$ 1,000.00
Woods Hole Oceanographic Instuition	266 Woods Hole Road	Fenno House, MS #40	Woods Hole	MA	02543	2013 Annual Contribution	11/26/13	$ 1,000.00
Yaddo	Development Office	PO Box 395	Saratoga Springs	NY	12866	2013 Sponsor Contribution	11/19/13	$ 1,000.00

YMCA of Martha's Vineyard	PO Box 881		Vineyard Haven	MA	02568-0881	2013 Contribution	12/27/13	$ 500.00
TOTAL								***$1,570,656.00***
								$ 1,570,656.00
* Chk to Mt Sinai Adolescent Health Center cleared on 10/31/13								

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

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

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

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

Enter filer's identifying number, see instructions

Type or print	Name of exempt organization or other filer, see instructions GUND;GEOFFREY FDN AG-T/A 20 -0980420	Employer identification number (EIN) or 52-1509128
File by the due date for filing your return See instructions	Number, street, and room or suite no If a P O box, see instructions C/O KEYBANK, 4900 TIEDEMAN RD. OH-01-49-0150	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions BROOKLYN, OH 44144-2302	

Enter the Return code for the return that this application is for (file a separate application for each return) . . . . [0][4]

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

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

- The books are in the care of ▶ KEYBANK, N.A.
  Telephone No ▶ (216)813-4556 Fax No. ▶
- If the organization does not have an office or place of business in the United States, check this box . . . . ▶ [ ]
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ________ . If this is for the whole group, check this box . . . . . . ▶ [ ] . If it is for part of the group, check this box . . . . ▶ [ ] and attach a list with the names and EINs of all members the extension is for

4 I request an additional 3-month extension of time until 05/15 , 20 15 .

5 For calendar year _____ , or other tax year beginning 07/01 , 20 13 , and ending 06/30 , 20 14 .

6 If the tax year entered in line 5 is for less than 12 months, check reason: [ ] Initial return [ ] Final return [ ] Change in accounting period

7 State in detail why you need the extension INFORMATION NECESSARY FOR PREPARATION HAS NOT BEEN RECEIVED.

8a	If this application is for Forms 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	8a	$ NONE
b	If this application is for Forms 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	$
c	**Balance Due.** Subtract line 8b from line 8a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	$ NONE

Signature and Verification must be completed for Part II only.

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

Signature ▶ Title ▶ Date ▶