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 10/01 , 2013, and ending 09/30, 2014

Name of foundation: THE MARY A HARRISON FOUNDATION Q12673002

A Employer identification number: 26-0433030

Number and street (or P O box number if mail is not delivered to street address): 10 S DEARBORN IL1-0111

Room/suite:

B Telephone number (see instructions): 866-888-5157

City or town, state or province, country, and ZIP or foreign postal code: CHICAGO, IL 60603

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

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

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶ $ 13,646,108.

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

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)				
2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	85,591.	85,591.		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	158,393.			
b	Gross sales price for all assets on line 6a 7,482,407.				
7	Capital gain net income (from Part IV, line 2)		158,393.		
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)	402,817.	212,606.		STMT 1
12	**Total** Add lines 1 through 11	646,801.	456,590.		
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	30,000.			30,000.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule) STMT 2	10,438.	10,438.		
17	Interest				
18	Taxes (attach schedule) (see instructions) STMT 3	11,940.	340.		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings	4,979.			4,979.
22	Printing and publications				
23	Other expenses (attach schedule) STMT 4	35,898.			35,898.
24	**Total operating and administrative expenses.** Add lines 13 through 23	93,255.	10,778.		70,877.
25	Contributions, gifts, grants paid	550,000.			550,000.
26	**Total expenses and disbursements** Add lines 24 and 25	643,255.	10,778.		620,877.
27	Subtract line 26 from line 12				
a	**Excess of revenue over expenses and disbursements**	3,546.			
b	**Net investment income** (if negative, enter -0-)		445,812.		
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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	350,329.	982,800.	982,800.
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10 a Investments - U S and state government obligations (attach schedule)			
	b Investments - corporate stock (attach schedule) STMT 5	1,105,268.	6,616,169.	6,714,353.
	c Investments - corporate bonds (attach schedule) STMT 6	1,906,808.	1,584,593.	1,591,828.
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments - mortgage loans			
	13 Investments - other (attach schedule) STMT 7	8,181,750.	3,449,663.	4,357,127.
	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)	11,544,155.	12,633,225.	13,646,108.
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, ▶ [X] check here and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	11,544,155.	12,633,225.	
	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)	11,544,155.	12,633,225.	
	31 Total liabilities and net assets/fund balances (see instructions)	11,544,155.	12,633,225.	

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	11,544,155.
2	Enter amount from Part I, line 27a	2	3,546.
3	Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 8	3	1,085,524.
4	Add lines 1, 2, and 3	4	12,633,225.
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	12,633,225.

26-0433030

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	7,482,407.		7,324,014.	158,393.
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				158,393.
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	158,393.
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	600,150.	12,912,884.	0.046477
2011	720,413.	12,532,976.	0.057481
2010	623,643.	13,007,860.	0.047944
2009	587,248.	12,412,925.	0.047309
2008	733,602.	11,729,452.	0.062544

2 **Total** of line 1, column (d)	2	0.261755
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	0.052351
4 Enter the net value of noncharitable-use assets for 2013 from Part X, line 5	4	13,511,954.
5 Multiply line 4 by line 3	5	707,364.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4,458.
7 Add lines 5 and 6	7	711,822.
8 Enter qualifying distributions from Part XII, line 4	8	620,877.

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	8,916.
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	8,916.
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	8,916.
6	Credits/Payments		
a	2013 estimated tax payments and 2012 overpayment credited to 2013 — 6a: 11,000.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 10,000.		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	21,000.
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	87.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,997.
11	Enter the amount of line 10 to be **Credited to 2014 estimated tax** ▶ 11,997. **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		
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) ▶ VA			
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 ▶ JPMORGAN CHASE BANK, NA Telephone no ▶ (866) 888-5157
Located at ▶ 10 S DEARBORN ST; MC: IL1-0117, CHICAGO, IL ZIP+4 ▶ 60603

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

			Yes	No
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		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 ☒ 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		
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		
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)*

		Yes	No
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**		
	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? **6b**		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**		

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
GEORGE A HARRISON 10 S DEARBORN ST, MC IL1-0117, CHICAGO, IL 60603	PRESIDENT 5	15,000	-0-	-0-
CINDY HARRISON 10 S DEARBORN ST, MC IL1-0117, CHICAGO, IL 60603	VICE PRESIDENT 5	15,000	-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	13,464,155.
b	Average of monthly cash balances	1b	253,565.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	13,717,720.
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	13,717,720.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	205,766.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,511,954.
6	**Minimum investment return.** Enter 5% of line 5	6	675,598.

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	675,598.
2a	Tax on investment income for 2013 from Part VI, line 5	2a	8,916.		
b	Income tax for 2013 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,916.
3	Distributable amount before adjustments Subtract line 2c from line 1			3	666,682.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	666,682.
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	666,682.

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	620,877.
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	620,877.
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	620,877.

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				666,682.
2	Undistributed income, if any, as of the end of 2013				
a	Enter amount for 2012 only			610,389.	
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 ▶ $ 620,877.				
a	Applied to 2012, but not more than line 2a			610,389.	
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				10,488.
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				656,194.
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			
	(a) 2013	**(b)** 2012	**(c)** 2011	**(d)** 2010	**(e) Total**
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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).)

N/A

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

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

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
WORLD PEDIATRIC PROJECT 7201 GLEN FOREST DRIVE RICHMOND VA 23226	NONE	PC	GENERAL	80,000.
MAYMONT FOUNDATION 1700 HAMPTON STREET RICHMOND VA 23220	NONE	PC	GENERAL	65,000.
ST CATHERINE'S SCHOOL 6001 GROVE AVENUE RICHMOND VA 23226	NONE	PC	GENERAL	10,000.
CHILDREN'S MUSEUM OF RICHMOND 2626 W BROAD STREET RICHMOND VA 23220	NONE	PC	GENERAL	55,000.
UNIVERISTY OF NORTH CAROLINA CHAPEL HILL 220 E CAMERON AVENUE CHAPEL HILL NC 27514	NONE	PC	GENERAL	200,000.
ST CHRISTOPHER'S SCHOOL 711 ST CHRISTOPHER'S ROAD RICHMOND VA 23226	NONE	PC	GENERAL	70,000.
JAMES RIVER ASSOCIATION 4833 OLD MAIN ST RICHMOND VA 23231	NONE	PC	GENERAL	25,000.
ANNA JULIA COOPER EPISCOPAL SCHOOL 2124 N 29TH ST RICHMOND VA 23223	NONE	PC	GENERAL	45,000.
Total ▶ 3a				550,000.
b Approved for future payment				
Total ▶ 3b				

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	85,591.	
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	158,393.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b OFF-SHORE LPS			14	316,017.	
c ON-SHORE LPS			14	86,800.	
d					
e					
12 Subtotal Add columns (b), (d), and (e)				646,801.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 646,801.

(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] 07/23/2015 ▶ President

Signature of officer or trustee — Date — Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
CAROLYN J. SECHEL	Carolyn J. Sechel	07/23/2015		P01256399
Firm's name ▶ DELOITTE TAX LLP			Firm's EIN ▶ 86-1065772	
Firm's address ▶ 127 PUBLIC SQUARE CLEVELAND, OH 44114			Phone no 312-486-9652	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OFF-SHORE PARTNERSHIP ACTIVITY		316,017.	-6,116.
ON-SHORE PARTNERSHIP ACTIVITY		86,800.	218,722.
	TOTALS	402,817.	212,606.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
INVESTMENT MGMT FEES-SUBJECT T	10,438.	10,438.
TOTALS	10,438.	10,438.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL TAX PAYMENT - PRIOR YE	600.	
FEDERAL ESTIMATES - PRINCIPAL	11,000.	
FOREIGN TAXES ON QUALIFIED FOR	281.	281.
FOREIGN TAXES ON NONQUALIFIED	59.	59.
TOTALS	11,940.	340.

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
PHILANTHROPIC SERRVICES FEE	35,604.	35,604.
NATIONAL CORPORATE RESEARCH	294.	294.
TOTALS	35,898.	35,898.

THE MARY A HARRISON FOUNDATION Q12673002 26-0433030

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

DESCRIPTION

SEE ATTACHED

TOTALS

THE MARY A HARRISON FOUNDATION Q12673002 26-0433030

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

DESCRIPTION

SEE ATTACHED

TOTALS

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F
SEE ATTACHED	C
TOTALS	

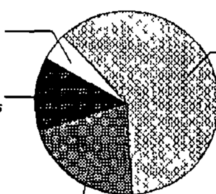
FORM 990PF, PART III - OTHER INCREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION		AMOUNT
PRIOR PERIOD ADJUSTMENT		171,435.
PARTNERSHIP CARRYING VALUE ADJ		914,089.
	TOTAL	1,085,524.

Account Summary

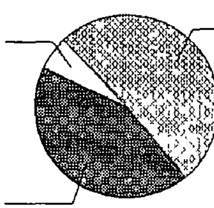
Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Equity	5,860,806 22	6,714,352 85	853,546 63	107,663 59	61%
Alternative Assets	1,386,135 85	1,424,901 00	38,765 15		13%
Cash & Fixed Income	2,479,446 61	2,279,289 56	(200,157 05)	39,009 75	21%
Diversified Strategies	1,713,737 59	558,237 04	(1,155,500 55)		5%
Market Value	**$11,440,126.27**	**$10,976,780.45**	**($463,345.82)**	**$146,673.34**	**100%**
Accruals	2,659 28	2,692 48	33 20		
Market Value with Accruals	**$11,442,785.55**	**$10,979,472.93**	**($463,312.62)**		

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**11,440,126.27**	**10,778,771.09**
Withdrawals & Fees	(250,000 00)	(457,937 51)
Net Contributions/Withdrawals	**($250,000.00)**	**($457,937.51)**
Income & Distributions	6,955 49	71,580 73
Change In Investment Value	(220,301 31)	584,366 14
Ending Market Value	**$10,976,780.45**	**$10,976,780.45**
Accruals	2,692 48	2,692 48
Market Value with Accruals	**$10,979,472.93**	**$10,979,472.93**

Manager Allocation *



* **J.P. Morgan Managed** includes (to the extent permitted under applicable law) mutual funds, other registered funds and hedge funds managed by J.P Morgan and structured products issued by J P Morgan **J.P. Morgan Cash & Liquidity Funds** includes cash, J P Morgan deposit sweeps and J P Morgan money market mutual funds **Third-Party Managed & Other** includes mutual funds, exchange traded funds, hedge funds, and separately managed accounts managed by parties other than J P Morgan, structured products and exchange traded notes issued by parties other than J P Morgan, and other investments not managed or issued by J P Morgan See important information about investment principles and conflicts in the disclosures section

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	6,935 45	71,495 93
Interest Income	20 04	84 80
Taxable Income	**$6,955.49**	**$71,580.73**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions		27,584 41
LT Realized Gain/Loss		111,406 06
Realized Gain/Loss		**$138,990.47**

	To-Date Value
Unrealized Gain/Loss	**$86,335.69**

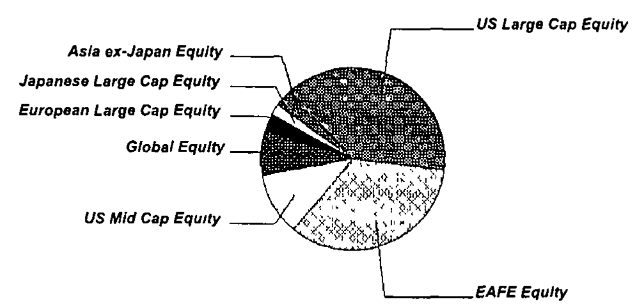
Cost Summary	Cost
Equity	6,616,169 13
Cash & Fixed Income	2,272,054 44
Diversified Strategies	467,987 91
Total	**$9,356,211.48**

Equity Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
US Large Cap Equity	2,637,937 30	2,597,848 00	(40,089 30)	24%
US Mid Cap Equity	533,644 45	769,690 74	236,046 29	7%
EAFE Equity	1,814,876 43	2,267,707 76	452,831 33	21%
European Large Cap Equity	275,957 28	263,730 72	(12,226 56)	2%
Japanese Large Cap Equity	145,858 10	151,244 90	5,386 80	1%
Asia ex-Japan Equity	0 00	106,698 00	106,698 00	1%
Global Equity	452,532 66	557,432 73	104,900 07	5%
Total Value	**$5,860,806.22**	**$6,714,352.85**	**$853,546.63**	**61%**

Market Value/Cost	Current Period Value
Market Value	6,714,352 85
Tax Cost	6,616,169 13
Unrealized Gain/Loss	98,183 72
Estimated Annual Income	107,663 59
Accrued Dividends	600 57
Yield	1 60%

Asset Categories



Equity as a percentage of your portfolio - 61 %

Equity Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
US Large Cap Equity							
JPM EQ INC FD - SEL FUND 3128 4812C0-49-8 HLIE X	13 77	20,345 880	280,162 77	200,000 00	80,162 77	4,944 04 598 17	1 76%
JPM US LARGE CAP CORE PLUS FD - SEL FUND 1002 4812A2-38-9 JLPS X	30 09	22,393 984	673,834 98	579,235 40	94,599 58	2,575 30	0 38%
PARNASSUS EQTY INCOME FD-INS 701769-40-8 PRIL X	39 16	11,999 097	469,884.64	475,000 00	(5,115 36)	7,583 42	1 61%
PRIMECAP ODYSSEY STOCK FUND 74160Q-30-1 POSK X	23 20	20,879 121	484,395 61	475,000 00	9,395 61	5,052 74	1 04%
SPDR S&P 500 ETF TRUST 78462F-10-3 SPY	197 02	3,500 000	689,570 00	633,115 87	56,454 13	12,883 50	1 87%
Total US Large Cap Equity			**$2,597,848.00**	**$2,362,351.27**	**$235,496.73**	**$33,039.00** **$598.17**	**1.27%**
US Mid Cap Equity							
ISHARES RUSSELL MIDCAP INDEX FUND 464287-49-9 IWR	158 34	4,861 000	769,690 74	790,591.72	(20,900 98)	10,917.80	1 42%

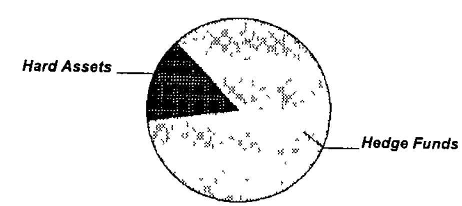
	Price	Quantity	Value	Adjusted Tax Cost Original Cost	Unrealized Gain/Loss	Est Annual Inc Accrued Div	Yield
EAFE Equity							
CAPITAL PRIVATE CLIENT SVCS CAP NON US EQT 14042Y-60-1 CNUS X	11 66	43,719 050	509,764.12	530,000 00	(20,235 88)	3,934 71	0 77 %
DODGE & COX INTL STOCK FUND 256206-10-3 DODF X	45.18	13,203 061	596,514 30	614,587.65	(18,073 35)	9,176 12	1 54 %
ISHARES MSCI EAFE INDEX FUND 464287-46-5 EFA	64 12	10,262 000	657,999 44	688,960 45	(30,961 01)	22,863.73	3 47 %
T ROWE PRICE OVERSEAS STOCK 77956H-75-7 TROS X	10 00	50,342 990	503,429 90	530,000 00	(26,570 10)	9,565 16	1 90 %
Total EAFE Equity			**$2,267,707.76**	**$2,363,548.10**	**($95,840.34)**	**$45,539.72**	**2.01 %**
European Large Cap Equity							
VANGUARD FTSE EUROPE ETF 922042-87-4 VGK	55 22	4,776 000	263,730 72	276,346 79	(12,616 07)	11,304 79	4 29 %
Japanese Large Cap Equity							
BROWN ADV JAPAN ALPHA OPP-IS 115233-57-9 BAFJ X	10 95	13,812 320	151,244 90	140,000 00	11,244 90		
Asia ex-Japan Equity							
COLUMBIA ASIA PAX X-JPN-R5 19763P-57-2 TAPR X	14 20	7,513 944	106,698 00	114,587 65	(7,889 65)	1,314 94	1 23 %

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
Global Equity							
JPM GLBL RES ENH INDEX FD - SEL FUND 3457 46637K-51-3 JEIT X	18 59	29,985 623	557,432 73	568,743 60	(11,310 87)	5,547 34 2 40	1 00%

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Hedge Funds	1,221,746 35	1,215,444 50	(6,301 85)	11%
Hard Assets	164,389 50	209,456 50	45,067 00	2%
Total Value	**$1,386,135.85**	**$1,424,901.00**	**$38,765.15**	**13%**

Asset Categories



Alternative Assets as a percentage of your portfolio - 13 %

Note **P** indicates position adjusted for Pending Trade Activity

Alternative Assets Detail

	Price	Quantity	Estimated Value	Cost
Hedge Funds				
GLOBAL ACCESS HEDGE FUND LTD CLASS A LEAD SERIES 2009 N/O Client 47799K-91-1	1,291 61	941 029	1,215,444 50	1,000,000 00

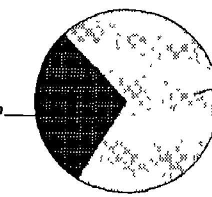
	Price	Quantity	Estimated Value	Cost	Est Annual Income / Accrued Income
Hard Assets					
DB MARKET PLUS WTI 07/21/15 79 9% BARRIER- 6 5%CPN INITIAL LEVEL 05/23/14 CL1 104 35 25152R-KH-5	94.38	60,000.000	56,628 00	60,000.00	
JPM ENHANCED BETA DAILY RETURN NOTE LNKD TO JBACDJST MATURITY DATE 11/27/18 DD 11/22/13 48126N-TE-7	93 17	105,000 000	97,828 50	113,539 65	

	Price	Quantity	Estimated Value	Cost	Est Annual Income / Accrued Income
Hard Assets					
P **JPM LEV CONT BUFF EQ WTI 12/21/15** 85% BARRIER - 10% CAP - 0% CPN 150% LEVERAGE - 15% MAX PAYMENT INITIAL LEVEL-9/26/14 CL1 93 54 48127D-NV-6	100 00 9/26/14	55,000 000	55,000 00	55,000 00	
Total Hard Assets			**$209,456.50**	**$228,539.65**	

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	878,135 91	687,461 74	(190,674 17)	6%
US Fixed Income	1,601,310 70	1,591,827 82	(9,482 88)	15%
Total Value	**$2,479,446.61**	**$2,279,289.56**	**($200,157.05)**	**21%**

Asset Categories



Cash & Fixed Income as a percentage of your portfolio - 21 %

Market Value/Cost	Current Period Value
Market Value	2,279,289 56
Tax Cost	2,272,054 44
Unrealized Gain/Loss	7,235 12
Estimated Annual Income	39,009 75
Accrued Interest	2,091 91
Yield	1 71 %

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	2,279,289 56	100%

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	687,461 74	29%
Mutual Funds	1,591,827 82	71%
Total Value	**$2,279,289.56**	**100%**

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR	1 00	742,329 82	742,329 82	742,329 82		222 69 23 81	0 03 % [1]
COST OF PENDING PURCHASES	1 00	(55,000 00)	(55,000 00)	(55,000 00)			
JPM PRIME MM FD - INSTL FUND 829 7-Day Annualized Yield 02%	1 00	131 92	131 92	131 92			
Total Cash			**$687,461.74**	**$687,461.74**	**$0.00**	**$222.69** **$23.81**	**0.03 %**
US Fixed Income							
DOUBLELINE TOTAL RET BD-I 258620-10-3	10 94	19,273 02	210,846 80	215,000 00	(4,153 20)	10,812 16	5 13 %
JPM STRAT INC OPP FD - SEL FUND 3844 4812A4-35-1	11 83	26,102 52	308,792 84	305,628 55	3,164 29	5,429 32 287 13	1 76 %
JPM HIGH YIELD FD - SEL FUND 3580 4812C0-80-3	7 91	34,030 23	269,179 14	261,692 49	7,486 65	15,687 93 1,191 06	5 83 %

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
US Fixed Income							
JPM SHORT DURATION BD FD - SEL FUND 3133 4812C1-33-0	10 89	73,738 20	803,009 04	802,271 66	737 38	6,857 65 589 91	0 85 %
Total US Fixed Income			**$1,591,827.82**	**$1,584,592.70**	**$7,235.12**	**$38,787.06** **$2,068.10**	**2.44 %**

Diversified Strategies Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Diversified Strategies	1,713,737 59	558,237 04	(1,155,500 55)	5%

Market Value/Cost	Current Period Value
Market Value	558,237 04
Tax Cost	467,987 91

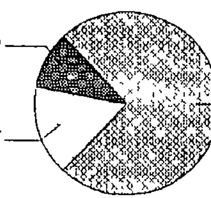
Diversified Strategies Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
Diversified Strategies							
GLOBAL ACCESS GROWTH TE LLC CLASS D 01-08 N/O Client 534605-98-5	1 19	467,987 913	558,237 04	467,987 91			

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Alternative Assets	1,433,769 75	1,421,829 75	(11,940 00)		74%
Cash & Fixed Income	300,164 20	190,052 16	(110,112 04)	18 59	10%
Other	305,449 00	305,449 00	0 00		16%
Market Value	**$2,039,382.95**	**$1,917,330.91**	**($122,052.04)**	**$18.59**	**100%**
Accruals	2 51	3 41	0 90		
Market Value with Accruals	**$2,039,385.46**	**$1,917,334.32**	**($122,051.14)**		

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**2,039,382.95**	**1,637,457.84**
Contributions	254,250 72	534,299 94
Withdrawals & Fees	(457,432 78)	(649,969 31)
Securities Transferred In		25,855 00
Securities Transferred Out		(25,855 00)
Net Contributions/Withdrawals	**($203,182 06)**	**($115,669.37)**
Income & Distributions	98,702 16	465,947 61
Change In Investment Value	(17,572 14)	(70,405 17)
Ending Market Value	**$1,917,330.91**	**$1,917,330 91**
Accruals	3 41	3 41
Market Value with Accruals	**$1,917,334.32**	**$1,917,334.32**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	0 03	0 44
Currency Gain/Loss		(1,942 70)
Interest Income	2 48	11 06
Taxable Income	**$2.51**	**($1,931.20)**
Partnership/Alt Asset Distributions	98,699 65	467,878 81
Other Income & Receipts	**$98,699.65**	**$467,878.81**

Cost Summary	Cost
Cash & Fixed Income	190,052 16
Other	301,844 00
Total	**$491,896.16**

	To-Date Value
Unrealized Gain/Loss	**$3,605.00**

Alternative Assets Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Private Investments	1,433,769 75	1,421,829 75	(11,940 00)	74%

Alternative Assets Detail

Fund Strategy/Vintage	Capital Commitment Unfunded Commitment	(Net Capital Called Since Inception) Net Distribution Since Inception	(Net Capital Called)/ Distributed Since Inception	Estimated Capital Account Balance as of date	Net Contribution/ (Distribution) Since Last Capital Account Balance Date	Estimated Value Estimated Profit/ (Loss)
Private Investments						
CLAYTON, DUBILIER & RICE (CD&R) FUND 8, LP (OFFSHORE INVESTORS) N/O Client 325691-93-9 LBO/2008	500,000 00 96,302 33	(403,697 67) 288,480 00	(115,217 67)	605,225 00 06/30/14	(53,923 00)	551,302 00 436,084 33
GLOBAL ACCESS PE VINTAGE 2014 LP N/O Client 652855-91-7 Diversified Strategies (LBO/VC)/2014	250,000 00 219,144 92	(30,855 08)	(30,855 08)	N/A	30,855 00	30,855 00 (0 08)
HIGHBRIDGE MEZZANINE PARTNERS, L.P (OFFSHORE) N/O Client 247993-93-4 Private Credit/2008	500,000 00 55,040 57	(444,959 43) 304,118 98	(140,840.45)	452,746 00 03/31/14	(164,143.00)	288,603 00 147,762 55
HPS MEZZANINE PRIVATE INVESTORS OFFSHORE II L P CLASS B N/O Client 412121-91-5 Private Credit/2012	250,000 00 164,845 49	(85,154 51) 8,492 60	(76,661 91)	87,584 00 03/31/14	1,935 75	89,519 75 12,857 84

Fund / Strategy/Vintage	Capital Commitment / Unfunded Commitment	(Net Capital Called Since Inception) / Net Distribution Since Inception	(Net Capital Called)/ Distributed Since Inception	Estimated Capital Account Balance / as of date	Net Contribution/ (Distribution) Since Last Capital Account Balance Date	Estimated Value / Estimated Profit/ (Loss)
Private Investments						
KKR EUROPEAN FUND III PRIVATE INVESTORS OFFSHORE (USD) LP N/O Client 482491-95-8 LBO/2008	500,000 00 48,028 77	(451,971 23) 167,812 51	(284,158 72)	505,699 50 06/30/14	(44,149 50)	461,550 00 177,391 28
Total Private Investments						**$1,421,829.75**

"Unfunded Commitment" is only available for Private Equity Funds denominated in USD "Estimated Profit/(Loss)" is the comparison of your cash adjusted "Estimated Value" to your "(Net Capital Called)/Distributed Since Inception". This is an estimated value and is not intended to be used for the purposes of estimated taxable income nor as a substitute for Schedule K-1
"Vintage Year" refers to the first year in which the private equity fund called capital
Amounts shown above under "Estimated Capital Account Balance" for private equity funds are estimates of your value in the fund and are based on the latest fund-level values provided by the relevant funds as of the date noted below the value, which values may be as of a date (underlying fund value date) prior to the period covered by this statement Therefore, such "Estimated Capital Account Balance" may not reflect the value of your interest for a specific private equity investment for the similar period For additional information, please contact your J P Morgan representative

Amounts shown above under "Estimated Value" for private equity funds are estimates based on the latest fund values received from each underlying fund, which values may be as of a date (underlying fund value date) prior to the period covered by this statement The values provided by the underlying fund have been adjusted for any cash flows between your account and such fund that have occurred subsequent to the underlying fund value date to derive the "Estimated Value" Therefore, such "Estimated Value" may not reflect the value of your interest shown on any fund's actual books and records as of the date of this statement For additional information, please contact your J.P Morgan representative.
For private equity funds, amounts shown under "Estimated Value" are based on estimates provided by the underlying funds that are generally presented on a US GAAP basis, which records investments at fair value, or "marked-to-market" Most of these underlying funds also present their audited financial statements on a US GAAP basis (i e., "marked-to-market") However, some of these underlying funds present their audited financial statements using the Income Tax Basis of Accounting, which records investments "at cost" based on the accrual basis of accounting for Federal income taxes Where the underlying fund provides periodic estimates on a "marked-to-market" basis but reflects investments "at cost" in its audited financial statements, the marked-to-market "Estimated Value" shown herein for a private equity fund may be materially different from the value reflected on such fund's audited financial statements (which are also based on the audited financial statements of the underlying fund)

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	300,164 20	190,052 16	(110,112 04)	10%

Market Value/Cost	Current Period Value
Market Value	190,052 16
Tax Cost	190,052 16
Estimated Annual Income	18 59
Accrued Interest	3 41
Yield	

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	190,052 16	100%

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	190,052 16	100%

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR	1 00	185,949 07	185,949 07	185,949 07		18 59 3 38	0 01 % [1]
JPM PRIME MM FD - PREMIER FUND|350 7-Day Annualized Yield 01%	1 00	4,103 09	4,103 09	4,103.09		0 03	
Total Cash			**$190,052.16**	**$190,052.16**	**$0.00**	**$18.59** **$3.41**	**0.01 %**

Other Summary

Asset Categories	Beginning Estimated Value	Ending Estimated Value	Change In Value	Current Allocation
Other	305,449.00	305,449 00	0 00	16%

Market Value/Cost	Current Period Value
Estimated Value	305,449 00
Tax Cost	301,844 00
Estimated Gain/Loss	3,605 00

Other Detail

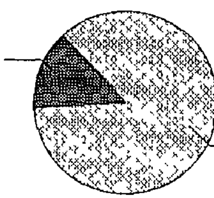
	Price	Quantity	Value	Adjusted Cost / Original Cost	Unrealized Gain/Loss	Accruals
Other						
S/E/C 103,058 OLD WESTBURY PRIVATE EQUITY FUND VIII HELD @ BESSEMER IN ACCT# G111145 20% OF POSITION IS OWNED BY MANRY ANDERSON HARRISON FOUNDATION Bearer 999464-99-3	124,765 00 12/31/13	1 000	124,765 00	104,838 00	19,927 00	

	Price	Quantity	Value	Adjusted Cost / Original Cost	Unrealized Gain/Loss	Accruals
Other						
S/E/C 196,743 OLD WESTBURY PRIVATE EQUITY FUND VII HELD @ BESSEMER IN ACCT# G111145 20% OF POSITION IS OWNED BY MARY ANDERSON HARRISON FOUNDATION Bearer 999465-91-7	129,375 00 12/31/13	1 000	129,375 00	185,015 00	(55,640 00)	
S/E/C 9,097 OLD WESTBURY PRIVATE EQUITY FUND IX HELD @ BESSEMER IN ACCT# G111145 20% OF POSITION IS OWNED BY MANRY ANDERSON HARRISON FOUNDATION Bearer 999465-93-3	51,309 00 12/31/13	1 000	51,309 00	11,991 00	39,318 00	
Total Other			**$305,449.00**	**$301,844.00**	**$3,605.00**	

Account Summary

Asset Allocation	Beginning Market Value	Ending Market Value	Change In Value	Estimated Annual Income	Current Allocation
Cash & Fixed Income	105,285 09	105,286 05	0 96	10 15	14%
Diversified Strategies	661,286 53	646,709 78	(14,576 75)		86%
Market Value	**$766,571.62**	**$751,995.83**	**($14,575.79)**	**$10.15**	**100%**
Accruals	0 96	251 58	250 62		
Market Value with Accruals	**$766,572.58**	**$752,247.41**	**($14,325.17)**		

Asset Allocation



Portfolio Activity	Current Period Value	Year-to-Date Value
Beginning Market Value	**766,571.62**	**708,188.03**
Income & Distributions	0 96	15,601 16
Change In Investment Value	(14,576 75)	28,206 64
Ending Market Value	**$751,995.83**	**$751,995.83**
Accruals	251 58	251 58
Market Value with Accruals	**$752,247.41**	**$752,247.41**

Account Summary CONTINUED

Tax Summary	Current Period Value	Year-to-Date Value
Domestic Dividends/Distributions	0 03	12,431 18
Interest Income	0 93	3,169 98
Taxable Income	**$0.96**	**$15,601.16**

	Current Period Value	Year-to-Date Value
LT Capital Gain Distributions		19,402 47
Realized Gain/Loss		**$19,402.47**

	To-Date Value
Unrealized Gain/Loss	**$62,297.25**

Cost Summary	Cost
Cash & Fixed Income	105,286 05
Diversified Strategies	584,412 53
Total	**$689,698.58**

Cash & Fixed Income Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Cash	105,285 09	105,286 05	0 96	14%

Market Value/Cost	Current Period Value
Market Value	105,286 05
Tax Cost	105,286 05
Estimated Annual Income	10 15
Accrued Interest	0 93
Yield	

SUMMARY BY MATURITY

Cash & Fixed Income	Market Value	% of Bond Portfolio
0-6 months[1]	105,286 05	100%

SUMMARY BY TYPE

Cash & Fixed Income	Market Value	% of Bond Portfolio
Cash	105,286.05	100%

[1] The years indicate the number of years until the bond is scheduled to mature based on the statement end date Some bonds may be called, or paid in full, before their stated maturity

Note [1] This is the Annual Percentage Yield (APY) which is the rate earned if balances remain on deposit for a full year with compounding, there is no change in the interest rate and all interest is left in the account

Cash & Fixed Income Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Income / Accrued Interest	Yield
Cash							
US DOLLAR	1 00	101,586 09	101,586 09	101,586 09		10 15 0 90	0 01 % [1]
JPM PRIME MM FD - PREMIER FUND 350 7-Day Annualized Yield 01%	1 00	3,699 96	3,699 96	3,699 96		0 03	
Total Cash			**$105,286.05**	**$105,286.05**	**$0.00**	**$10.15** **$0.93**	**0.01 %**

Diversified Strategies Summary

Asset Categories	Beginning Market Value	Ending Market Value	Change In Value	Current Allocation
Diversified Strategies	661,286 53	646,709 78	(14,576 75)	86%

Market Value/Cost	Current Period Value
Market Value	646,709 78
Tax Cost	584,412 53
Unrealized Gain/Loss	62,297 25
Accrued Dividends	250 65

Diversified Strategies Detail

	Price	Quantity	Value	Adjusted Tax Cost / Original Cost	Unrealized Gain/Loss	Est Annual Inc / Accrued Div	Yield
Diversified Strategies							
JPM ACCESS GRWTH FD - SEL FUND 3233 48121A-78-7 JXGS X	18 19	35,553 039	646,709 78	584,412 53	62,297 25	250.65	