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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending ,

THE GREENE-MILSTEIN FAMILY FOUNDATION
C/O NANCY MILSTEIN
6608 LYBROOK COURT
BETHESDA, MD 20817

A Employer identification number: 01-6009341

B Telephone number (see instructions): 301-469-6737

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: ☒ 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, column (c), line 16)* ► $ 3,631,815.

J Accounting method ☒ 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)	28,500.			
	2 Ck ► ☐ if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	92,958.	92,958.	92,958.	
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	232,939.			
	b Gross sales price for all assets on line 6a 688,288.				
	7 Capital gain net income (from Part IV, line 2)		232,939.		
	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	354,397.	325,897.	92,958.	
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	0.			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) SEE ST 1	235.	235.		
	b Accounting fees (attach sch) SEE ST 2	1,875.	1,875.		
	c Other prof fees (attach sch) SEE ST 3	16,169.	16,169.		
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 4	4,440.	4,440.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 **Total operating and administrative expenses.** Add lines 13 through 23	22,719.	22,719.		
	25 Contributions, gifts, grants paid PART XV	166,385.			166,385.
	26 **Total expenses and disbursements.** Add lines 24 and 25	189,104.	22,719.	0.	166,385.
	27 Subtract line 26 from line 12:				
	a **Excess of revenue over expenses and disbursements**	165,293.			
	b **Net investment income** (if negative, enter -0-)		303,178.		
	c **Adjusted net income** (if negative, enter -0-)			92,958.	

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BAA For Paperwork Reduction Act Notice, see instructions. TEEA0504L 12/10/14 Form **990-PF** (2014)

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	End of year (c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing	20,550.	16,119.	16,119.
	2 Savings and temporary cash investments			
	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 sch) ►			
	Less. allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule) STATEMENT 5	250,593.	198,860.	202,336.
	b Investments – corporate stock (attach schedule) STATEMENT 6	1,298,499.	1,295,476.	2,037,895.
	c Investments – corporate bonds (attach schedule) STATEMENT 7	1,051,484.	997,318.	1,060,666.
	11 Investments – land, buildings, and equipment basis ►			
	Less: accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule) STATEMENT 8	26,697.	305,343.	314,799.
	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)	2,647,823.	2,813,116.	3,631,815.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	**Foundations that follow SFAS 117, check here ► ☐ 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	2,647,823.	2,813,116.	
	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)	2,647,823.	2,813,116.	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,647,823.	2,813,116.	

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	2,647,823.
2	Enter amount from Part I, line 27a	2	165,293.
3	Other increases not included in line 2 (itemize) ►	3	
4	Add lines 1, 2, and 3	4	2,813,116.
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	2,813,116.

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 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	5.123 HARBOR INTERNATIONAL FD	P	12/18/14	12/23/14
b	SEE ATTACHED CAPITAL GAIN DETAIL	P	VARIOUS	VARIOUS
c	CLASS ACTION SETTLEMENTS	P	VARIOUS	VARIOUS
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	337.		337.	0.
b	686,516.		455,012.	231,504.
c	1,435.			1,435.
d				
e				

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

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				0.
b				231,504.
c				1,435.
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	232,939.
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	0.

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 (column (b) divided by column (c))
2013	161,200.	3,339,277.	0.048274
2012	158,180.	3,216,076.	0.049184
2011	154,092.	3,103,861.	0.049645
2010	149,858.	2,960,141.	0.050625
2009	130,478.	2,726,639.	0.047853

2	**Total** of line 1, column (d)	2	0.245581
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	0.049116
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,550,252.
5	Multiply line 4 by line 3	5	174,374.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,032.
7	Add lines 5 and 6	7	177,406.
8	Enter qualifying distributions from Part XII, line 4	8	166,385.

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)

1 a 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 instrs)**				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ► ☐ and enter 1% of Part I, line 27b			1	6,064.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (b)				
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	0.
3 Add lines 1 and 2			3	6,064.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-			5	6,064.
6 Credits/Payments				
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6a	3,228.		
b Exempt foreign organizations – tax withheld at source	6b			
c Tax paid with application for extension of time to file (Form 8868)	6c			
d Backup withholding erroneously withheld	6d			
7 Total credits and payments Add lines 6a through 6d			7	3,228.
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	2,836.
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 2015 estimated tax** ►	**Refunded** ►		11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a 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 ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	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
4 a 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, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► ME			
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 2014 or the taxable year beginning in 2014 (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 ► NANCY MILSTEIN Telephone no ► 301-469-6737

Located at ► 6608 LYBROOK COURT BETHESDA MD ZIP + 4 ► 20817

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2014, 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 FinCEN Form 114, (formerly 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
1 a	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)?			1 b	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 2014?			1 c		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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes	☒ No			
	If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__					
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.)			2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ► 20__ , 20__ , 20__ , 20__ .					
3 a	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 2014 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 2014.)*			3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4 a		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 2014?			4 b		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 [X]		
(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 [X]		
(3) Provide a grant to an individual for travel, study, or other similar purposes?	Yes [ ] No [X]		
(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions)	Yes [ ] No [X]		
(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 [X]		
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 [X]		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X (No)
If 'Yes' to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	Yes [ ] No [X]		
b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation (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
MARK B MILSTEIN 129 MIDWAY RD ITHICA, NY 14850	TRUSTEE 0	0.	0.	0.
NANCY G. MILSTEIN 6608 LYBROOK COURT BETHESDA, MD 20817	TREASURER 0	0.	0.	0.
HERBERT E. MILSTEIN 6608 LYBROOK COURT BETHESDA, MD 20817	PRESIDENT 0	0.	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				

Total number of other employees paid over $50,000 ► 0

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		
Total number of others receiving over $50,000 for professional services ►		0

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 N/A	
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 N/A	
2	
All other program-related investments See instructions.	
3	
Total. Add lines 1 through 3 ►	0.

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	3,588,891.
b	Average of monthly cash balances		1b	15,426.
c	Fair market value of all other assets (see instructions)		1c	
d	**Total** (add lines 1a, b, and c)		1d	3,604,317.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0.		
2	Acquisition indebtedness applicable to line 1 assets		2	0.
3	Subtract line 2 from line 1d		3	3,604,317.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)		4	54,065.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	3,550,252.
6	**Minimum investment return.** Enter 5% of line 5		6	177,513.

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	177,513.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 6,064.		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b		
c	Add lines 2a and 2b		2c	6,064.
3	Distributable amount before adjustments. Subtract line 2c from line 1		3	171,449.
4	Recoveries of amounts treated as qualifying distributions		4	
5	Add lines 3 and 4		5	171,449.
6	Deduction from distributable amount (see instructions)		6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	171,449.

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	166,385.
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	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	166,385.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	166,385.

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				171,449.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			0.	
b Total for prior years: 20 ___, 20 ___, 20 ___		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011 1,753.				
d From 2012				
e From 2013				
f **Total** of lines 3a through e	1,753.			
4 Qualifying distributions for 2014 from Part XII, line 4 ► $ 166,385.				
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required — see instructions)		0.		
c Treated as distributions out of corpus (Election required — see instructions)	0.			
d Applied to 2014 distributable amount				166,385.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a))*	1,753.			1,753.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount — see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount — see instructions			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				3,311.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, 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) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
2 a 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).)

NONE

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

NONE

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

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

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

SEE STATEMENT 9

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

SEE STATEMENT FOR LINE 2A

c Any submission deadlines:

SEE STATEMENT FOR LINE 2A

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

SEE STATEMENT FOR LINE 2A

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 SCHEDULE	NONE	PUBLIC	CHARITABLE	166,385.
Total ► **3a**				166,385.
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	92,958.	
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					232,939.
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)				92,958.	232,939.
13 Total. Add line 12, columns (b), (d), and (e)				13	325,897.

(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)
N/A	

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	1 a (1)		X
(2) Other assets	1 a (2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1 b (1)		X
(2) Purchases of assets from a noncharitable exempt organization	1 b (2)		X
(3) Rental of facilities, equipment, or other assets	1 b (3)		X
(4) Reimbursement arrangements	1 b (4)		X
(5) Loans or loan guarantees	1 b (5)		X
(6) Performance of services or membership or fundraising solicitations	1 b (6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1 c		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
N/A			

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

b If 'Yes,' complete the following schedule

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

Sign Here

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

Nancy G. Milstein | 5-14-2015 | Treasurer

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
JULIANNE K. ARCHER	Julianne K Archer	5/11/15		P00226884

Firm's name ► BRANTNER, THIBODEAU & ASSOC. Firm's EIN ► 01-0535888

Firm's address ► 674 MT. HOPE AVENUE SUITE 1 BANGOR, ME 04401 Phone no (207) 947-3325

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, 990-PF) and its instructions is at *www.irs.gov/form990.*

OMB No 1545-0047

2014

Name of the organization THE GREENE-MILSTEIN FAMILY FOUNDATION
C/O NANCY MILSTEIN

Employer identification number 01-6009341

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, contributions totaling $5,000 or more (in money or property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions.

Special Rules

☐ For an organization described in section 501(c)(3) 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), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions 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 an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled 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 totaling $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
THE GREENE-MILSTEIN FAMILY FOUNDATION	01-6009341

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

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	NANCY & HERBERT MILSTEIN 6608 LYBROOK CT BETHESDA, MD 20817	$ 28,500.	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.)

Name of organization: THE GREENE-MILSTEIN FAMILY FOUNDATION

Employer identification number: 01-6009341

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
	N/A	$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization THE GREENE-MILSTEIN FAMILY FOUNDATION

Employer identification number 01-6009341

Part III ***Exclusively*** **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8) or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e)** and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions.) ► $ N/A

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP + 4	Relationship of transferor to transferee

STATEMENT 1
FORM 990-PF, PART I, LINE 16A
LEGAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL FEES	$ 235.	$ 235.		
TOTAL	$ 235.	$ 235.	$ 0.	$ 0.

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING	$ 1,875.	$ 1,875.		
TOTAL	$ 1,875.	$ 1,875.	$ 0.	$ 0.

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FIDUCIARY FEES	$ 16,169.	$ 16,169.		
TOTAL	$ 16,169.	$ 16,169.	$ 0.	$ 0.

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAXES	$ 4,440.	$ 4,440.		
TOTAL	$ 4,440.	$ 4,440.	$ 0.	$ 0.

STATEMENT 5
FORM 990-PF, PART II, LINE 10A
INVESTMENTS - U.S. AND STATE GOVERNMENT OBLIGATIONS

U.S. GOVERNMENT OBLIGATIONS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT - SEE ATTACHED	COST	$ 198,860.	$ 202,336.
	TOTAL	$ 198,860.	$ 202,336.

STATEMENT 6
FORM 990-PF, PART II, LINE 10B
INVESTMENTS - CORPORATE STOCKS

CORPORATE STOCKS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COMMON STOCK SECURITIES - SEE ATTACHED	COST	$ 1,033,381.	$ 1,791,105.
EQUITY MUTUAL FUNDS - SEE ATTACHED	COST	262,095.	246,790.
	TOTAL	$ 1,295,476.	$ 2,037,895.

STATEMENT 7
FORM 990-PF, PART II, LINE 10C
INVESTMENTS - CORPORATE BONDS

CORPORATE BONDS	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - SEE ATTACHED	COST	$ 897,935.	$ 954,526.
FOREIGN BONDS - SEE ATTACHED	COST	99,383.	106,140.
	TOTAL	$ 997,318.	$ 1,060,666.

STATEMENT 8
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

OTHER PUBLICLY TRADED SECURITIES	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
FEDERATED GOVT OBLIG TAX MGD INST SH FED	COST	$ 54,509.	$ 54,509.
FIXED INCOME MUTUAL FUNDS - SEE ATTACHED	COST	227,328.	235,120.
TFS MARKET NEUTRAL FUND	COST	23,506.	25,170.
	TOTAL	$ 305,343.	$ 314,799.

STATEMENT 9
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:	
NAME:	THE GREENE-MILSTEIN FAMILY FOUNDATION
CARE OF:	NANCY MILSTEIN
STREET ADDRESS:	6608 LYBROOK COURT
CITY, STATE, ZIP CODE:	BETHESDA, MD 20817
TELEPHONE:	301-469-6737
E-MAIL ADDRESS:	
FORM AND CONTENT:	LETTER GIVING DETAILS FOR USE OF FUNDS
SUBMISSION DEADLINES:	NONE
RESTRICTIONS ON AWARDS:	NONE

Key Private Bank

Account Statement

THE GREENE-MILSTEIN FAMILY FDN A/AG 0029860
December 01, 2014 - December 31, 2014

Form 990PF, Part II

#01-6009341

Holdings Detail - Principal Assets

Base Currency: USD

Equity

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
Common Stock								
3M CO COM MMM	500.0000	164.320	82,160.00	78.75	39,372.50	42,787.50	2,050 00	2.50
AETNA INC COM AET	600 0000	88 830	53,298.00	8 69	5,212.50	48,085.50	600.00	1.13
AMEREN CORP COM AEE	750.0000	46 130	34,597.50	39.57	29,677.50	4,920.00	1,230.00	3.56
AMGEN INC COM AMGN	300.0000	159 290	47,787.00	75.49	22,647.00	25,140.00	948.00	1.98
APACHE CORP COM APA	200.0000	62.670	12,534.00	120.55	24,110.00	-11,576.00	200.00	1.60
APPLE INC COM AAPL	525.0000	110.380	57,949.50	71.00	37,276.50	20,673 00	987.00	1.70
AT&T INC COM T	850 0000	33.590	28,551 50	33 03	28,075.50	476.00	1,598.00	5 60
BANK OF NOVA SCOTIA FGN COM BNS	500.0000	57.080	28,540.00	47.25	23,626.00	4,914.00	1,159.50	4.06
BLACKROCK INC COM CL A BLK	85 0000	357.560	30,392.60	328.17	27,894 45	2,498.15	656.20	2.16

Form 990PF, Part II

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Equity

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
CAPITAL ONE FINANCIAL CORP COM COF	400.0000	82.550	33,020.00	71.63	28,651.60	4,368.40	480.00	1.45
CELGENE CORP COM CELG	725.0000	111.860	81,098.50	29.62	21,474.55	59,623.95	0.00	0.00
CHEVRON CORP COM CVX	275.0000	112.180	30,849.50	113.61	31,242.75	-393.25	1,177.00	3.82
COCA COLA CO COM KO	1,600 0000	42.220	67,552.00	13.59	21,739.24	45,812.76	1,952.00	2 89
COLGATE PALMOLIVE CO COM CL	800.0000	69.190	55,352.00	27.11	21,686.00	33,666.00	1,152.00	2 08
CONOCOPHILLIPS COM COP	200.0000	69.060	13,812.00	53.42	10,683.44	3,128.56	584.00	4.23
CVS HEALTH CORPORATION CVS	600.0000	96.310	57,786.00	27.05	16,232.00	41,554.00	840.00	1 45
DU PONT E I DE NEMOURS & CO COM DD	600.0000	73.940	44,364.00	43.14	25,882.00	18,482.00	1,128.00	2.54
EMC CORP COM EMC	1,000.0000	29.740	29,740.00	23.52	23,520.00	6,220.00	460.00	1.55

Key Private Bank

Account Statement

THE GREENE-MILSTEIN FAMILY FDN A/AG 0029860
December 01, 2014 - December 31, 2014
*01-6009341

Form 990PF, Part II

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Equity

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
ENERGIZER HOLDINGS INC COM ENR	300.0000	128.560	38,568.00	95.84	28,752.99	9,815.01	600.00	1.56
EXXON MOBIL CORP COM XOM	1,000.0000	92.450	92,450.00	58.94	58,940.00	33,510.00	2,760.00	2.99
FREEPORT-MCMORAN COPPER & GOLD COM FCX	402.0000	23.360	9,390.72	30.80	12,379.59	-2,988.87	502.50	5.35
GENERAL ELEC CO COM GE	1,500.0000	25.270	37,905.00	23.01	34,512.96	3,392.04	1,380.00	3.64
HONEYWELL INTERNATIONAL INC COM HON	200.0000	99.920	19,984.00	36.51	7,302.00	12,682.00	414.00	2.07
INTEL CORP COM INTC	1,950.0000	36.290	70,765.50	19.68	38,378.16	32,387.34	1,755.00	2.48
INTERNATIONAL BUSINESS MACHS COM IBM	165 0000	160.440	26,472.60	180.10	29,716.50	-3,243.90	726.00	2.74
JOHNSON CONTROLS INC COM JCI	550.0000	48.340	26,587.00	46.16	25,388.00	1,199.00	572.00	2.15

Form 990PF, Part II
#01-6009341

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Equity

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
LOWES COS INC COM LOW	400.0000	68.800	27,520.00	15.77	6,307.00	21,213.00	368.00	1.34
MEDTRONIC INC COM MDT	300.0000	72.200	21,660.00	50.70	15,209.00	6,451.00	366.00	1.69
METLIFE INC COM MET	500.0000	54.090	27,045.00	45.04	22,518.15	4,526.85	700.00	2.59
MICHAEL KORS HOLDINGS LTD FGN COM KORS	350.0000	75.100	26,285.00	76.59	26,805.49	-520.49	0.00	0.00
MICROSOFT CORP COM MSFT	1,500.0000	46.450	69,675 00	7.81	11,718.75	57,956.25	1,860.00	2.67
OCCIDENTAL PETE CORP DEL COM OXY	200.0000	80 610	16,122.00	80.32	16,063.19	58 81	576.00	3.57
ORACLE CORP COM ORCL	500.0000	44.970	22,485 00	22.99	11,494.97	10,990.03	240.00	1.07
PFIZER INC COM PFE	1,000.0000	31.150	31,150.00	17.52	17,515.00	13,635.00	1,120.00	3.60
PRAXAIR INC COM PX	400.0000	129 560	51,824 00	51 37	20,548.00	31,276.00	1,040.00	2.01

Form 990PF Part II

#01-6009341

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Equity

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
PROCTER & GAMBLE CO COM PG	300.0000	91.090	27,327.00	57.46	17,238.00	10,089.00	772.20	2.83
QUALCOMM INC COM QCOM	500.0000	74.330	37,165 00	70.33	35,165.00	2,000.00	840 00	2.26
SMUCKER J M CO COM SJM	500.0000	100.980	50,490.00	58.95	29,475.55	21,014.45	1,280 00	2.54
T ROWE PRICE GROUP INC COM TROW	325.0000	85.860	27,904.50	76.98	25,018.50	2,886.00	572.00	2.05
TRAVELERS COS INC COM TRV	600.0000	105.850	63,510.00	44.63	26,778.22	36,731.78	1,320.00	2.08
UNITED TECHNOLOGIES CORP COM UTX	200.0000	115.000	23,000.00	50 80	10,160.00	12,840.00	472.00	2.05
UNITEDHEALTH GROUP INC COM UNH	600.0000	101.090	60,654 00	60.88	36,525.00	24,129.00	900.00	1.48
VERIZON COMMUNICATIONS INC COM VZ	366.0000	46.780	17,121.48	24.94	9,128.91	7,992.57	805.20	4.70

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Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Equity Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
VISA INC COM CL A V	300.0000	262.200	78,660.00	71.13	21,339.00	57,321.00	576.00	0.73
Total Common Stock Line 10b			**1,791,104.90**		**1,033,381.46**	**757,723.44**	**39,718.60**	**2.22**
Non-US Mutual Funds								
INVESCO INTERNATIONAL GROWTH FD OPEN-END FUND CL Y AIIYX	1,096.0400	32.280	35,380 17	28.46	31,193.64	4,186.53	0.00	0.00
ISHARES MSCI EAFE INDEX FUND CLOSED-END FUND EFA	1,700 0000	60.840	103,428.00	67.75	115,166.50	-11,738.50	3,843.70	3.72
ISHARES MSCI PAC EX-JPN INDEX FD CLOSED-END FUND EPP	1,000.0000	43.950	43,950.00	48.07	48,069.50	-4,119 50	1,903.00	4.33
VANGUARD FTSE EMERGING MKTS ETF CLOSED-END FUND VWO	1,600.0000	40.020	64,032.00	42.29	67,665.00	-3,633 00	1,828.80	2.86
Total Non-US Mutual Funds Line 10 b			**246,790.17**		**262,094.64**	**-15,304.47**	**7,575.50**	**3.07**
Total Equity Line 10b total			**2,037,895.07**		**1,295,476.10**	**742,418.97**	**47,294.10**	**2.32**

#01-6009341

Form 990 PF, Part II

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Fixed Income Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
Corporate Bonds								
ALLERGAN INC SENIOR BD DTD 09/14/10 3.375% DUE 09/15/20 018490AN2	50,000.0000	100.145	50,072.50	100.00	50,000.00	72.50	1,687.50	3.37
BLACKROCK INC NOTE SER 2 DTD 12/10/09 5.00% DUE 12/10/19 09247XAE1	40,000.0000	113.058	45,223.20	99.27	39,709.60	5,513.60	2,000.00	4.42
BRISTOL-MYERS SQUIBB CO SENIOR BD DTD 07/31/12 2.00% DUE 08/01/22 110122AT5	50,000.0000	94.913	47,456.50	96.25	48,125.00	-668.50	1,000.00	2.11
CHEVRON CORP SENIOR NT DTD 06/24/13 2.427% DUE 06/24/20 166764AG5	50,000.0000	100.483	50,241.50	99.40	49,699.00	542.50	1,213.50	2.42
COCA-COLA CO SENIOR NT DTD 11/15/10 3.15% DUE 11/15/20 191216AR1	50,000.0000	104.544	52,272.00	96.75	48,375.00	3,897.00	1,575.00	3.01

Form 990PF, Part II

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Fixed Income

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
COLGATE-PALMOLIVE CO MED TERM NT SER F DTD 11/03/10 2.95% DUE 11/01/20 19416QDR8	25,000.0000	103.479	25,869.75	99.03	24,756.25	1,113.50	737.50	2.85
GENERAL ELECT CAP CORP MED TERM NT SER NOTZ DTD 06/04/10 5.15% DUE 06/15/22 36966R6W1	100,000.0000	111.253	111,253.00	98.70	98,700.00	12,553.00	5,150.00	4.63
GENERAL ELECT CAP CORP MED TERM NT SER NOTZ DTD 07/08/11 4.55% DUE 07/15/24 36966TCN0	50,000.0000	107.153	53,576.50	98.60	49,300.00	4,276.50	2,275 00	4.25
GENERAL ELECT CAP CORP MED TERM NT SER NOTZ DTD 08/05/10 4.00% DUE 08/15/18 36966R7E0	50,000.0000	105.977	52,988.50	99.10	49,550.00	3,438.50	2,000 00	3 77
GENERAL ELECTRIC CO NOTE DTD 12/06/07 5.25% DUE 12/06/17 369604BC6	50,000.0000	110.931	55,465.50	100.00	50,000.00	5,465 50	2,625.00	4.73

Form 990PF, Part II
#01-6009341

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Fixed Income

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
INTERNATIONAL BUSINESS MACHINES SENIOR NT DTD 05/11/12 1.875% DUE 05/15/19 459200HE4	50,000.0000	99.330	49,665.00	98 70	49,352.00	313.00	937.50	1.89
MICROSOFT CORP SENIOR NT DTD 02/08/11 4.00% DUE 02/08/21 594918AL8	50,000 0000	109.911	54,955.50	98.74	49,371.50	5,584.00	2,000.00	3.64
MICROSOFT CORP SENIOR BD DTD 09/27/10 3.00% DUE 10/01/20 594918AH7	50,000.0000	104.255	52,127.50	100.40	50,199.34	1,928 16	1,500.00	2.88
PROCTER & GAMBLE CO NOTE DTD 02/06/09 3.50% DUE 02/15/15 742718DM8	50,000.0000	100.364	50,182.00	100.00	49,998.50	183.50	1,750.00	3.49
TOYOTA MOTOR CREDIT CORP MED TERM NT STEP UP DTD 09/19/12 ADJ% DUE 09/19/27 89233P6P6	50,000.0000	94 104	47,052 00	98.50	49,250.00	-2,198.00	1,125.00	0.02

Key Private Bank

Account Statement

THE GREENE-MILSTEIN FAMILY FDN A/AG 0029860
December 01, 2014 - December 31, 2014
#01-6009341

Form 990PF, Part II

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Fixed Income

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
UNITED PARCEL SERVICE INC SENIOR BD DTD 11/12/10 3.125% DUE 01/15/21 911312AM8	96,000.0000	104.308	100,135.68	95.43	91,609 00	8,526.68	3,000.00	3.00
WACHOVIA CORP MED TERM BK NT DTD 01/31/08 5.75% DUE 02/01/18 92976WBH8	50,000.0000	111.978	55,989.00	99.88	49,940.00	6,049.00	2,875.00	5.13
Total Corporate Bonds Line 10c			**954,525.63**		**897,935.19**	**56,590.44**	**33,451.00**	**3.39**
US Government Agency								
FEDERAL FARM CR BANKS DEB DTD 07/10/12 2.98% DUE 07/10/26 3133EAXE3	100,000.0000	97.939	97,939.00	99.88	99,875.00	-1,936.00	2,980.00	3.04
FEDERAL HOME LN BANKS DEB DTD 02/07/13 2.96% DUE 02/07/28 313381X59	50,000.0000	94.675	47,337.50	99.80	49,900.00	-2,562.50	1,480.00	3.13
FEDERAL HOME LN BANKS DEB DTD 05/25/05 4.625% DUE 06/12/20 3133XBYM1	50,000.0000	114.120	57,060.00	98.17	49,085 00	7,975.00	2,312.50	4.05
Total US Government Agency Line 10a			**202,336.50**		**198,860.00**	**3,476.50**	**6,772.50**	**3.35**

Form 990PF Part II

Holdings Detail - Principal Assets (Continued)

Base Currency: USD

Fixed Income

Description	Quantity	Unit Price	Market Value	Cost per Unit	Tax Cost	Unrealized Gain/Loss	Estimated Annual Income	Current Market Yield(%)
Mutual Funds								
ISHARES BARCLAYS 1-3 YR CR BD FD CLOSED-END FUND CSJ	1,200.0000	105.180	126,216.00	105.51	126,612.00	-396 00	1,182.00	0.94
ISHARES BARCLAYS INTER CREDIT BD CLOSED-END FUND CIU	450.0000	109.330	49,198.50	109.35	49,206.96	-8.46	1,210.05	2.46
ISHARES IBOXX $INVESTMENT BD FD CLOSED-END FUND LQD	500.0000	119.410	59,705.00	103.02	51,508.65	8,196.35	2,024.50	3.39
Total Mutual Funds Line 13			**235,119.50**		**227,327.61**	**7,791.89**	**4,416.55**	**1.88**
Non-US Corporate Bonds								
BANK OF NOVA SCOTIA FGN SR NT DTD 01/22/10 3.40% DUE 01/22/15 064149A64	50,000.0000	100.157	50,078.50	100.19	50,095.12	-16.62	1,700.00	3.39
BARCLAYS BANK PLC FGN SR NT DTD 01/08/10 5.125% DUE 01/08/20 06739GAR0	50,000.0000	112.123	56,061.50	98.58	49,287.50	6,774.00	2,562.50	4.57
Total Non-US Corporate Bonds Line 10c			**106,140.00**		**99,382.62**	**6,757.38**	**4,262.50**	**4.02**

THE GREENE-MILSTEIN FAMILY FDN A/AG 10 -0029860 #01-6009341
Form 990PF, Part IV
DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES
Year 2014

Capital Gain/Loss Detail	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
800. BEAM INC COM	11/21/2005	02/11/2014	66,654.83	50,789.23			15,865.60
200. FOREST LABS INC COM	09/09/2002	02/11/2014	13,900.70	7,320.00			6,580.70
100. FOREST LABS INC COM	08/25/2005	02/11/2014	6,950.35	4,375.00			2,575.35
400. FOREST LABS INC COM	11/21/2005	02/11/2014	27,801.39	15,354.00			12,447.39
225. HESS CORP	05/01/2007	02/11/2014	17,549.69	12,784.50			4,765.19
250. RAYTHEON CO	10/05/2012	02/11/2014	23,596.53	13,930.40			9,666.13
50000. DELL INC DTD 9/10/2010 2.30000% 9/10/2015	10/28/2010	02/19/2014	50,340.00	50,228.50			111.50
500. METLIFE INC PFD 5.875%	12/15/2006	05/05/2014	12,500.00	12,355.00			145.00
250. ANADARKO PETE CORP	08/25/2004	05/06/2014	25,691.93	7,196.25			18,495.68
500. DOW CHEMICAL CO	11/21/2005	05/06/2014	24,569.45	23,007.50			1,561.95
400. PRAXAIR INC	VAR	05/06/2014	52,218.84	18,141.00			34,077.84
800. TEXTRON INC	11/21/2005	05/06/2014	31,159.31	30,678.00			481.31
250. ANADARKO PETE CORP	11/21/2005	07/15/2014	27,154.39	22,351.25			4,803.14
500. ARCHER DANIELS MIDLAND CO	05/25/2010	07/15/2014	23,816.97	12,221.30			11,595.67
1000. HSBC HOLDINGS PLC $1.55000	08/16/2006	07/15/2014	25,528.53	24,820.00			708.53
100. NOW INC	05/01/2007	07/15/2014	3,409.92	1,759.14			1,650.78
250. SIEMENS AG	VAR	07/15/2014	31,339.30	27,992.23			3,347.07
300. WELLPOINT INC	VAR	07/15/2014	34,040.75	23,490.00			10,550.75
300. AETNA INC	12/15/2000	09/15/2014	24,767.45	2,606.25			22,161.20
275. CELGENE CORP	05/01/2007	09/15/2014	24,556.95	8,441.68			16,115.27
400. COLGATE PALMOLIVE CO	11/21/2005	09/15/2014	25,645.43	10,843.00			14,802.43
500. EBAY INC	11/21/2005	09/15/2014	25,539.43	22,655.00			2,884.43
400. NATIONAL-OILWELL VARCO INC	05/01/2007	09/15/2014	32,423.28	15,643.86			16,779.42
300. TARGET CORP	VAR	09/15/2014	18,683.58	15,803.00			2,880.58
80. CALIFORNIA RESOURCES CORP	03/11/2013	12/23/2014	459.98	580.25			-120.27
237.683 HARBOR INTERNATIONAL FD $1.495	VAR	12/23/2014	15,625.29	17,759.31			-2,134.02
550. INTEL CORP	01/13/1993	12/23/2014	20,591.54	1,886.33			18,705.21
Totals			686,515.81	455,011.98			231,503.83

JSA
XG800 3.000

THE GREENE-MILSTEIN FAMILY FOUNDATION
EIN #01-6009341 Form 990PF YEAR: 2014
PART XV ~ SUPPLEMENTARY INFORMATION, LINE 3A, PAGE 1 OF 2

ACLU Foundation	$ 2,000
ADL	500
ALS Association	500
American Cancer Society	500
American Committee for Weitzman Institute of Science	1,000
American Indian College Fund	1,000
American Jewish Committee	1,000
American Law Institute	1,000
American Red Cross MD-NCA Chapter	500
Amnesty International	1,000
Androscoggin Home Care & Hospice	1,000
Appleseed Foundation	12,500
Arena Stage	1,500
Bach Choir of Bethlehem	1,500
BCC Rescue Squad	1,000
Be The Match Foundation	1,000
Boston Latin School Association	3,500
Bread for the City	500
Brennan Center for Justice	1,000
Camp CaPella	3,000
Capital Area Food Bank	1,000
Central Maine Healthcare	1,500
Cheyenne River Youth Project	1,500
Children's Defense Fund	1,000
Children's Hospital Foundation	1,000
Colby College - Henry and Fanny Greene Scholarship Fund	2,500
Columbia Law School	2,000
Columbia Road Health Services	1,000
Congregation Tikkun v'Or	4,000
Cornell University	1,000
Cure Alzheimer's Fund	2,500
Defenders of Wildlife Foundation	1,000
Doctors Without Borders USA	1,500
Eastern Michigan University Foundation	1,000
Education Fund to Stop Gun Violence	500
Family and Children / Services of Ithaca	1,000
For Love of Children	300
Global Playground	1,000
Harvard College Fund	5,000
Harvard Hillel	200
Hebrew College Fund	500
Hebrew Home of Greater Washington	1,500
Heifer International	1,000
Holocaust Rights Center of Maine	1,000
House of Ruth	500
Institute on Communication and Inclusion	1,500
J Street Education Fund	3,000
Jewish Council for the Aging of Greater Washington	1,500
Jewish Federation of Greater Washington	8,000
Jewish National Fund	500
Jewish Social Service Agency - Hospice	1,500
Jowonio School	35

- continued -

THE GREENE-MILSTEIN FAMILY FOUNDATION
EIN #01-6009341 Form 990PF YEAR: 2014

Juvenile Law Center	$ 500
Learning Ally	500
Legal Momentum	250
Lolly's Locks	2,500
MADD	300
Maine Initiatives	1,000
Make a Wish Foundation	1,500
March of Dimes	100
My Sister's Place	500
National Museum of African American History & Culture	500
National Symphony Orchestra - Kennedy Center	1,200
PCRM	1,000
People for the American Way Foundation	500
Phillips Brooks House	250
Poplar Springs Animal Sanctuary	1,500
Primary Care Coalition of Montgomery County	500
Project Hope	1,000
Public Citizen Foundation	1,000
Round House Theatre	500
Seeds of Peace	3,000
Simmons College	10,000
SOME	1,000
Strathmore Hall Foundation	1,500
Temple Beth El	1,000
The Edmund Burke School	1,000
The Harold Alfond Cancer Center/ME General Health	1,000
The Harold L. Bloch Cancer Resource Center	250
The Lab School of Washington	1,000
The National Center for Children and Families	500
The Near East Foundation	1,500
The Shakespeare Theatre Company	1,500
The Smile Train	1,500
The Southern Institute For Education and Research	1,000
The Studio Theater	11,500
The Washington Animal Rescue League	500
The Yachana Foundation	2,500
Theatre Washington	500
Touchstone Discussion Project	1,000
United States Holocaust Memorial Museum	1,000
Vera House Inc	1,000
WAMU-FM	500
WBJC-FM	500
WETA	500
Washington Bach Consort	500
Whitman-Walker Clinic	500
WAVAPA	500
Wooly Mammoth Theatre	7,500
WPAS	10,000
Zemer Chai	500
Net grants and contributions	$ 166,385