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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014, and ending 12-31-2014

Name of foundation THOMAS A RODGERS JR FAMILY FOUNDATION		A Employer identification number 04-3442439	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 2509		Room/suite	B Telephone number (see instructions) (508) 679-6452
City or town, state or province, country, and ZIP or foreign postal code FALL RIVER, MA 02722			C If exemption application is pending, check here ☐
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 29,870,017		J Accounting method ☐ Cash ☒ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)	
		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	29,678			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	907,946	878,254		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	415,386			
	b Gross sales price for all assets on line 6a 8,598,365				
	7 Capital gain net income (from Part IV, line 2) . . .		415,386		
	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)	25,526	25,526		
	12 Total. Add lines 1 through 11	1,378,536	1,319,166		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	97,000	0		76,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits	9,943	0		0
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	24,344	0		4,510
	c Other professional fees (attach schedule)	1,051	0		1,051
	17 Interest	218	218		0
	18 Taxes (attach schedule) (see instructions) . . .	8,931	8,931		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	12,000	0		12,000
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	272,714	262,637		10,077
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	426,201	271,786		103,638
	25 Contributions, gifts, grants paid	1,453,000			1,453,000
	26 Total expenses and disbursements. Add lines 24 and 25	1,879,201	271,786		1,556,638
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-500,665			
	b Net investment income (if negative, enter -0-)		1,047,380		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year		
			(a) Book Value	(b) Book Value	(c) Fair Market Value	
Assets	1	Cash—non-interest-bearing				
	2	Savings and temporary cash investments	1,985,926	852,441	852,441	
	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	5,255	3,489	3,489	
	10a	Investments—U S and state government obligations (attach schedule)	1,559,112		1,316,617	1,316,617
	b	Investments—corporate stock (attach schedule)	20,972,850		22,441,670	22,441,670
	c	Investments—corporate bonds (attach schedule).	3,782,226		2,684,393	2,684,393
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans				
	13	Investments—other (attach schedule)	2,065,869		2,571,407	2,571,407
	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)	30,371,238	29,870,017	29,870,017		
Liabilities	17	Accounts payable and accrued expenses	6,925	26,759		
	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 ▶ _____)		45,987		12,009
	23	Total liabilities (add lines 17 through 22)	52,912	38,768		
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	0	0		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29	Retained earnings, accumulated income, endowment, or other funds	30,318,326	29,831,249		
	30	Total net assets or fund balances (see instructions)	30,318,326	29,831,249		
	31	Total liabilities and net assets/fund balances (see instructions) . . .	30,371,238	29,870,017		

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 30,318,326
2	Enter amount from Part I, line 27a	2 -500,665
3	Other increases not included in line 2 (itemize) ▶ 	3 40,676
4	Add lines 1, 2, and 3	4 29,858,337
5	Decreases not included in line 2 (itemize) ▶ 	5 27,088
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 29,831,249

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)
1 a	PUBLICLY TRADED SECURITIES			
b	CAPITAL GAINS DIVIDENDS	P		
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 8,552,370		8,182,979	369,391
b 45,995			45,995
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(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	
a			369,391
b			45,995
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	415,386
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 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))
2013	1,525,717	29,430,788	0 051841
2012	1,311,235	26,742,788	0 049031
2011	984,041	26,294,309	0 037424
2010	876,622	23,474,596	0 037343
2009	931,072	19,156,249	0 048604

2	Total of line 1, column (d).	2	0 224243
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 044849
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	30,431,169
5	Multiply line 4 by line 3.	5	1,364,807
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	10,474
7	Add lines 5 and 6.	7	1,375,281
8	Enter qualifying distributions from Part XII, line 4.	8	1,556,638

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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		110,474	
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-)		0	
3		Add lines 1 and 2.		10,474	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		10,474	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	7,295	
b		Exempt foreign organizations—tax withheld at source	6b		
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.		17,295	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		43	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		6,778	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 6,778 Refunded		0	

Part VII-A

Statements Regarding Activities

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		Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b			No
		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			No
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?		2			No
		If "Yes," attach a detailed description of the activities.					
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			No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		Yes	
b		If "Yes," has it filed a tax return on Form 990-T for this year?		4b		Yes	
5		Was there a liquidation, termination, dissolution, or substantial contraction during the year?		5			No
		If "Yes," attach the statement required by General Instruction T.					
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		Yes	
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		Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions) RI, MA					
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		Yes	
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			No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10			No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶ NONE				
14	The books are in care of ▶ MYRON WILNER Telephone no ▶ (508) 679-6452 Located at ▶ PO BOX 831 111 DURFEE STREET FALL RIVER MA ZIP +4 ▶ 027220831			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 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	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) 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)? ☐ Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐	1b		No
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?.	1c		No
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).	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 ▶ 20____, 20____, 20____, 20____			
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 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? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No		
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No		
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (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		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	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
THOMAS A RODGERS III	PRESIDENT	21,000	8,422	0
1027 SEAPOWET AVENUE	10 00			
TIVERTON,RI 02878				
MYRON WILNER	TREASURER	76,000	0	0
786 MADISON STREET	20 00			
FALL RIVER,MA 02720				
ROBERT STOICO	DIRECTOR	0	0	0
907 RAYMOND CT	1 00			
MARCO ISLAND,FL 34145				
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	
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	
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	29,797,863
b	Average of monthly cash balances.	1b	1,096,725
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	30,894,588
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	30,894,588
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	463,419
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,431,169
6	Minimum investment return. Enter 5% of line 5.	6	1,521,558

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	1,521,558
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	10,474
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	10,474
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	1,511,084
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	1,511,084
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	1,511,084

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	1,556,638
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,556,638
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	10,474
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,546,164
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			1,511,084
2	Undistributed income, if any, as of the end of 2014			
a	Enter amount for 2013 only.		1,122,494	
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.			
d	From 2012.			
e	From 2013.			
f	Total of lines 3a through e.	0		
4	Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 1,556,638			
a	Applied to 2013, but not more than line 2a		1,122,494	
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.			434,144
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).)	0		0
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.			1,076,940
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 XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

1a

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 organization is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization 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))

THOMAS A RODGERS III

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

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

THE RODGERS FAMILY FOUNDATION
111 DURFEE STREET
FALL RIVER, MA 02722
(508) 679-6452

b

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

WRITTEN REQUEST STATING NATURE OF ORGANIZATION AND INTENDED USE OF FUNDS

c

Any submission deadlines

NONE

d

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

NONE

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	1,453,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
A WISH COME TRUE INC 1010 WARWICK AVENUE WARWICK,RI 02888	NONE	PUBLIC CHARITY	TO GRANT A WISH IN THE GREATER FALL RIVER COMMUNITY	10,000
AMERICAN RED CROSS 315 PLEASANT STREET FALL RIVER,MA 02723	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN GREATER FALL RIVER AREA	10,000
BISHOP CONNOLLY HIGH SCHOOL 373 ELSBREE STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	38,000
CARE 151 ELLIS ST NE ATLANTA,GA 30303	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
CATHOLIC CHARITIES APPEAL PO BOX 1470 FALL RIVER,MA 02722	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
CATHOLIC RELIEF SERVICES 228 WEST LEXINGTON STREET BALTIMORE,MD 21201	NONE	PUBLIC CHARITY	OPERATING SUPPORT	50,000
CHILD & FAMILY SERVICES 66 TROY STREET SUITE 4 5 FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000
CHRISTIAN APPALACHIAN PROJECT PO BOX 511 LANCASTER,KY 40444	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
CITIZENS SCHOLARSHIP FUND AMERICAN DREAM CHALLENGE 624 FLORENCE STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
DANA-FARBER CANCER INSTITUTE INC JIMMY FUND 10 BROOKLINE PLACE WEST FL 6 BROOKLINE,MA 02445	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,500
EASTER SEALS RHODE ISLAND 213 ROBINSON ST WAKEFIELD,RI 02879	NONE	PUBLIC CHARITY	OPERATING SUPPORT OF THE PEDIATRIC OUTPATIENT PROGRAM	10,000
FALL RIVER HISTORICAL SOCIETY 451 ROCK STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	STRUCTURAL MAINTENANCE AND LIBRARY AND ARCHIVES SUPPORT	20,000
FAMILY SERVICE ASSOC OF GR F R 151 ROCK STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	DEVELOPMENT OF FACILITIES IMPROVEMENT PROPOSAL-PHASE VIII	50,000
GREATER FR ART ASSOCIATION 80 BELMONT STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	BUILDING IMPROVEMENTS	15,000
GREATER FR COMMUNITY FOOD PANTRY 78 BRAMBIE WAY TIVERTON,RI 02878	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
Total  3a				1,453,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
GREATER FR SYMPHONY SOCIETY PO BOX 9034 FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500
HERALD NEWS CHRISTMAS FUND 207 POCASSET ST FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	FOR BENEFIT OF PROGRAMS AT SALVATION ARMY AND CITIZENS FOR CITIZENS	5,000
HOPE FUNDS FOR CANCER RESEARCH 226 BELLEVUE AVENUE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	FOR CANCER RESEARCH FOR SUPPORT OF YOUNG SCIENTISTS	10,000
JUNIOR ACHIEVEMENT OF SOUTHERN MA INC 227 UNION ST SUITE 703 NEW BEDFORD,MA 02740	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
KATIE BROWN EDUCATIONAL PROGRAM 10 PURCHASE ST SUITE 5 FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN THE FALL RIVER AREA	5,000
LITTLE FLOWER HOME INC 304 HOOPER STREET TIVERTON,RI 02878	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
LLOYD CENTER FOR THE ENVIRONMENT 430 POTOMSKA ROAD DARTMOUTH,MA 02748	NONE	PUBLIC CHARITY	CLIMATE SCIENCE LEARNING PROJECT	10,000
LOWN CARDIOVASCULAR RESEARCH FOUNDATION 21 LONGWOOD AVENUE BROOKLINE,MA 02446	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
MARINE MUSEUM OF FR 70 WATER STREET FALL RIVER,MA 02721	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
MEETING STREET SCHOOL 1000 EDDY STREET PROVIDENCE,RI 02905	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
NARRAGANSETT COUNCIL BOY SCOUTS OF AMERICA PO BOX 14777 EAST PROVIDENCE,RI 02914	NONE	PUBLIC CHARITY	SCOUT REACH PROGRAM FOR THE FALL RIVER AREA	1,500
NARROWS CENTER FOR THE ARTS 16 ANAWAN STREET FALL RIVER,MA 02721	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
NATIVITY PREPARATORY SCHOOL OF NEW BEDFORD 66 SPRING STREET NEW BEDFORD,MA 02740	NONE	PUBLIC CHARITY	SPONSORSHIPS FOR TWO STUDENTS AND A TEACHER AND THE GENERAL SUPPORT OF THE SCHOOL	50,000
NAVAL WAR COLLEGE FOUNDATION 686 CUSHING ROAD NEWPORT,RI 02841	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500
NEW BEDFORD'S WOMEN'S CENTER (OUR SISTERS PLACE) PO BOX 4236 FALL RIVER,MA 02723	NONE	PUBLIC CHARITY	OPERATING SUPPORT FOR OUR SISTERS PLACE	20,000
Total  3a				1,453,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
NEWPORT HOSPITAL 11 FRIENDSHIP STREET NEWPORT,RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
NORMAN BIRD SANCTUARY TRUST 583 THIRD BEACH ROAD MIDDLETOWN,RI 02842	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,500
OUR LADY OF GUADALUPE 2 ACHUSHNET AVE NEW BEDFORD,MA 02744	NONE	PUBLIC CHARITY	ESOL PROGRAM	2,500
POLICE ATHLETIC LEAGUE 31 FRANKLIN STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
PRIESTS RETIREMENT FUND 1697 E MAIN ROAD PORTSMOUTH,RI 02871	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
PROJECT HOPE THE PEOPLE TO PEOPLE HEALTH FOUNDATION INC 255 CARTER HALL LANE MILLWOOD,VA 22646	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
R I COMMUNITY FOOD BANK 200 NIAN TIC AVENUE PROVIDENCE,RI 02907	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
ROBERT POTTER LEAGUE FOR ANIMALS INC PO BOX 412 NEWPORT,RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
ROMAN CATHOLIC BISHOP FALL RIVER ST VINCENT'S HOME CORPORATION 2425 HIGHLAND AVENUE FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
SALVATION ARMY-FALL RIVER 290 BEDFORD STREET FALL RIVER,MA 02722	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN THE FALL RIVER AREA	1,000
SALVE REGINA UNIVERSITY 100 OCHRE POINT AVENUE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	ESTABLISH A DOCTOR OF NURSING PRACTICE PROGRAM	530,000
SAN MIGUEL EDUCATION CENTER 525 BRANCH AVE PROVIDENCE,RI 02904	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
SAVE THE BAY 100 BAY VIEW AVENUE PROVIDENCE,RI 02905	NONE	PUBLIC CHARITY	EXPLORE THE BAY EDUCATION PROGRAM	1,000
SEAMENS CHURCH INSTITUTE OF NEWPORT 18 MARKET SQUARE NEWPORT,RI 02840	NONE	PUBLIC CHARITY	OPERATING SUPPORT	1,000
SOCIETY FOR HUMAN ADVANCEMENT THROUGH REHABILITATION ENGINEERING FOUNDATION UNIV OF MASSACHUSETTS DARTMOUTH DARTMOUTH,MA 02747	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
Total  3a				1,453,000

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SOUTHCOAST HOSPITALS GROUP 363 HIGHLAND AVENUE FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	FOR NURSING EDUCATION AND TRAINING AT CHARLTON MEMORIAL HOSPITAL	25,000
SOUTHCOAST VISITING NURSES ASSOCIATION 200 MILL ROAD FAIRHAVEN,MA 02719	NONE	PUBLIC CHARITY	OPERATING SUPPORT IN THE FALL RIVER AREA	10,000
ST MARY'S EDUCATON FUND DIOCESE OF FALL RIVER PO BOX 1470 FALL RIVER,MA 02722	NONE	PUBLIC CHARITY	GRANT TO ST MARY'S EDUCATION FUND TO BE APPLIED TO RESIDENTS OF THE GREATER FALL RIVER AREA	50,000
ST PHILOMENA SCHOOL 324 CORYS LANE PORTSMOUTH,RI 02871	NONE	PUBLIC CHARITY	OPERATING SUPPORT	15,000
STRIVING ARTISTS THEATRE COMPANY 1311 BROUGHTON DRIVE BEVERLY,MA 01915	NONE	PUBLIC CHARITY	OPERATING SUPPORT	2,000
TASHIRAT FOUNDATION PO BOX 920 FORKED RIVER,NJ 08731	NONE	PUBLIC CHARITY	OPERATING SUPPORT TOWARD THE NEW SCHOOL	25,000
THE HOME FOR AGED IN FALL RIVER INC 1168 HIGHLAND AVENUE FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	REHABILITATION CAPITAL CAMPAIGN	50,000
THOMAS CHEW MEMORIAL BOYS AND GIRLS CLUB PO BOX 5155 FALL RIVER,MA 02723	NONE	PUBLIC CHARITY	FOR THE RODGERS TEEN CENTER PROGRAM BUDGET	50,000
TIVERTON LAND TRUST PO BOX 167 TIVERTON,RI 02878	NONE	PUBLIC CHARITY	OPERATING SUPPORT	10,000
UNITED WAY OF GREATER FR 84 NORTH MAIN STREET FALL RIVER,MA 02720	NONE	PUBLIC CHARITY	OPERATING SUPPORT	125,000
WESTPORT LAND CONSERVATION TRUST PO BOX 3975 WESTPORT,MA 02790	NONE	PUBLIC CHARITY	OPERATING SUPPORT	5,000
WESTPORT SHELLFISH GIFT FUND TOWN OF WESTPORT 816 MAIN ROAD WESTPORT,MA 02790	NONE	PUBLIC CHARITY	TO BE USED FOR THE QUAHOG TRANSPLANT PROGRAM	5,000
YMCA SOUTHCOAST 18 SOUTH WATER STREET NEW BEDFORD,MA 02740	NONE	PUBLIC CHARITY	FOR THE FALL RIVER YMCA RENOVATION PROJECT	100,000
Total  3a				1,453,000

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2014
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Name of the organization THOMAS A RODGERS JR FAMILY FOUNDATION	Employer identification number 04-3442439
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 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 other 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 33¹/₃% 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 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Employer identification number
04-3442439

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THOMAS A RODGERS III 1027 SEAPOWET AVENUE TIVERTON, RI 02878	\$ 29,678	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THOMAS A RODGERS JR FAMILY FOUNDATION	Employer identification number 04-3442439
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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
_____	_____ _____ _____ _____	_____ \$	_____
(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 THOMAS A RODGERS JR FAMILY FOUNDATION	Employer identification number 04-3442439
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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.) ▶ \$ _____

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
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(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	
_____		_____	
_____		_____	
_____		_____	

TY 2014 Accounting Fees Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING & ADMINISTRATIVE	24,344	0		4,510

TY 2014 Investments Corporate Bonds Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Name of Bond	End of Year Book Value	End of Year Fair Market Value
AIR LEASE CORP 3.375% CALLABLE 12/16/2018 @ 100.00 DUE 01/15/2019	101,250	101,250
AMER EXPRESS CR SER E 1.300% DUE 07/29/2016 @ 100.00	0	0
AMER INTL GROUP 3.800% DUE 03/22/2017 @ 100.00	0	0
AMERICAN EXPRESS CREDIT	100,436	100,436
BANK OF AMERICA CORP 05/25/32	100,014	100,014
COMPUTER SCIENCE SER B 6.500% DUE 03/15/2018 @ 100.00	0	0
ESC LEHMAN BROS HLDGS INC 6.625	5,119	5,119
ESC LEHMAN BROS HLDGS INC 8%	41,256	41,256
FFCB 0.990% CALLABLE 09/09/2014 @ 100.00 DUE 09/09/2016	0	0
FIFTH THIRD BANCO FLOATER DUE 12/20/2016 @ 100.00	0	0
FORD MOTOR CRED 3.984% DUE 06/15/2016 @ 100.00	103,540	103,540
GENERAL MOTORS FINL CO	75,094	75,094
HEWLETT-PACK CO 2.200% DUE 12/01/2015 @ 100.00	0	0
INTER-AMERICAN DEVEL BK 6.0% 02-01-16	35,872	35,872
INTER-AMERICAN DEVELOPMENT 7.200% DUE 10/15/2014 @ 100.00	0	0
INTERNANAL BK FOR RECONSTRUCTN &6.250% DUE 07/10/2014 @ 100.00	0	0
INTERNL BANK FOR RECONSTRUCN & 6.000% DUE 07/23/2015 @ 100.00	21,123	21,123
INT'L BANK FOR REC & DEV 1.875% DUE 05/12/2016 @ 100.00	28,103	28,103
INTL BANK FOR RECONSTRUCTION & 4.625% DUE 11/17/2015 @ 100.00	27,564	27,564
LORILLARD TOBACC 2.300% DUE 08/21/2017 @ 100.00	125,798	125,798

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PENN VA CORP B/E 7.25%	78,000	78,000
PENNEY JC CORP INC 5.75%	261,000	261,000
PIONEER STRATEGIC INCOME-Y	458,999	458,999
REGIONS FINL GLOBAL 2.000% CALLABLE 04/15/2018 @ 100.00 DUE 05/15/2018	99,019	99,019
SLM CORP MTN BOOK 7.25% 11-01-16	626,370	626,370
SPDR BARCP ST HY 1.613% DUE 12/31/1899 @ 0.00	0	0
TCW EMERGING MARKETS INCOME CL I MF	221,099	221,099
TELEFONICA EMIS 3.992% DUE 02/16/2016 @ 100.00	102,849	102,849
TIME WARNER CABL 6.750% DUE 07/01/2018 @ 100.00	0	0
UNITED STATES STL CORP NEW 6.05%	0	0
VALE OVERSEAS SR UNSGLOBAL 6.25%6.250% DUE 01/23/2017 @ 100.00	71,888	71,888

TY 2014 Investments Corporate
Stock Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION
EIN: 04-3442439

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3 M CO	34,507	34,507
ACCENTURE PLC IRELAND CL A (ACN)	81,808	81,808
ADVANCED SEMICNDCTR ENG SP ADR (ASX)	4,965	4,965
AIA GROUP LTD, HONG (AAIGF)	7,790	7,790
ALPINE TOTAL DYNAMIC DIVID FD COM	26,319	26,319
ALTRIA GROUP INC	41,879	41,879
AMBASE CORP	41,250	41,250
AMBEV S A SPONSORED ADR (ABEV)	4,105	4,105
AMERICAN BILTRITE INC	85,000	85,000
AMERICAN EUROPACIFIC GROWTH F-2	541,262	541,262
AMERICAN RLTY CAP PPTYS INC REIT	85,541	85,541
AMETEK INC NEW (AME)	105,418	105,418
AON PLC	118,253	118,253
ARCELIK ANONIM SIRKETI ADR (ACKAY)	7,470	7,470
ASCENDAS INDIA TRUST (ACNDF)	4,760	4,760
ASIAN PAY TELEVISI UNITS (APTTF)	5,841	5,841
ASSECO POLAND S.A. (ASOZF)	2,872	2,872
ASTRAZENECA PLC ADS (AZN)	20,762	20,762
ASTRAZENECA PLC SPONS ADR	0	0
AT&T INC	41,820	41,820
AT&T INC (7,000)	235,130	235,130
AXIATA GROUP BERHAD (AGBZZ)	4,234	4,234
BANK OF POLSKA KASA OPIEKI SHS (BKPKZ)	5,534	5,534
BB&T CORP DEP SHS REPSRT 1 5.625%	96,760	96,760
BCE INC NEW COM	40,357	40,357
BIDVEST (BDVSF)	4,728	4,728
BLACKROCK GLOBAL OPP EQTY TR	0	0
BLACKROCK REAL ASSET EQUITY TR CLOSED END SBI/CBI	0	0
BLACKROCK RES & COMM STRAT TR CLOSED END	55,065	55,065
BOEING CO	16,248	16,248

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BROOKLINE BANCORP	351,050	351,050
BURKE&HERBERT B&T ALEXANDRIA	0	0
CAMBRIDGE BANCORP	651,000	651,000
CARTER BK & TR MARTINSVILLE VA	63,500	63,500
CATHAY PACIFIC AIRWAYS HK.20 (CPCAF)	3,661	3,661
CELGENE CORP (CELG)	99,332	99,332
CEMEX SAB DE CV SPON ADR	151,148	151,148
CHEMUNG FINANCIAL CORP	359,580	359,580
CHEVRON CORPORATION	43,189	43,189
CHINA EVERBRIGHT LTD HKD 1 ORD (CEVIF)	4,776	4,776
CHINA MERCHANTS HLDGS INTL ORD (CMHHF)	2,457	2,457
CHINA MOBILE LTD (CHL)	2,353	2,353
CISCO SYSTEMS INC	40,471	40,471
CIT GROUP INC	286,980	286,980
CITIZENS FINL GROUP INC	49,720	49,720
CLIFTON BANCORP INC	135,900	135,900
CNB FINANCIAL CORP PENNSYLVANIA	185,000	185,000
CNOOC LTD (CEHOHF)	2,693	2,693
CNOOC LTD ADS (CEO)	27,088	27,088
COLUMBIA ACORN EMERGING MKTS Z (CEFXZ)	208,915	208,915
CONOCOPHILLIPS	45,234	45,234
CORNING INC (GLW)	20,522	20,522
CRIMSON WINE GROUP LTD	152,000	152,000
DANAHER CORPORATION (DHR)	82,367	82,367
DIAGEO PLC SPONS ADR NEW	33,086	33,086
DIAMOND OFFSHORE DRILLING INC COM	32,305	32,305
DIGITAL RLTY TR INC PFD	0	0
DOMINION RES INC	0	0
DOUBLE EAGLE PETE CO	0	0
DOW 3OSM ENHANCED PREM & INC	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DU PONT E I DENEMOURS & CO	41,406	41,406
DUNKIN BRANDS GROUP INC	85,300	85,300
EATON VANCE LTD DURATION INCOME FD	215,443	215,443
EATON VANCE RISK MNGD DIV EQTY	85,280	85,280
EATON VANCE SR FLTG RATE FD (EFR)	282,589	282,589
EATON VANCE TAX MNG GLB DV EQT	94,900	94,900
EATON VANCE TX MGD DIV EQ INCM	111,700	111,700
ELBIT SYSTEMS LTD (ESLT)	7,896	7,896
ELI LILLY & CO	38,979	38,979
EMC CORP MASS	0	0
ESCALERA RES CO	3,900	3,900
FIBRA UNO ADMINISTRACION SA (FBASF)	5,897	5,897
FIDELITY FLOATING RATE H/INC	96,829	96,829
FIFTH STR FIN CORP	99,680	99,680
FINANCIAL INSTITUTIONS INC	804,800	804,800
FIRST EAGLE FUNDS INC OVERSEAS FD CL I	579,644	579,644
FOSTER WHEELER	0	0
GENERAL ELECTRIC CO	40,558	40,558
GENERAL ELECTRIC CO	151,620	151,620
GENERAL MTRS CO	174,550	174,550
GENUINE PARTS CO COM	34,635	34,635
GOLDMAN SACHS LOC EMG MK-I	45,679	45,679
GREAT WALL MOTOR COMPANY SHS H (GWLLF)	5,687	5,687
GRUPO FIN SANTANDER-ADR B (BSMX)	2,176	2,176
GSV CAP CORP	43,150	43,150
HALYARD HEALTH INC (HYH)	1,773	1,773
HANGER INC COM NEW	109,500	109,500
HCP INC REIT	39,407	39,407
HEALTH CARE REIT INC COM	40,862	40,862
HELLENIC TELECOM ORG S A (HLTOF)	2,753	2,753

Name of Stock	End of Year Book Value	End of Year Fair Market Value
HERCULES TECH GROWTH CAP INC	111,600	111,600
HOLLYFRONTIER CORP	0	0
HOMEFED CORP	270,000	270,000
HOSPIRA INC (HSP)	104,738	104,738
HOSPITALITY PROPERTIES REIT TRUST	155,000	155,000
HSBC HOLDINGS PLC ADR	32,116	32,116
ICICI BANK LTD (IBN)	7,508	7,508
INDUSTRIAS PENOLES SA (IPOAF)	2,251	2,251
INTEL CORP	26,129	26,129
INVESCO BALANCED-RISK ALLOC Y	0	0
INVESTORS HERITAGE CAP CORP	27,885	27,885
IRON MTN INC	0	0
ISH MSI EAFE ETF	0	0
ISHARES COHEN & STEERS REALTY	116,208	116,208
ISHARES EM MIN	0	0
ISHARES MSCI EAFE ETF (EFA)	430,260	430,260
ISHARES MSCI JAPAN ETF (EWJ)	316,058	316,058
ISHARES RUSSELL 1000 VALUE	772,560	772,560
ISHARES RUSSELL 2000 INDEX FUND	161,487	161,487
ISHARES RUSSELL MIDCAP INDEX FUND	375,840	375,840
ISHARES S&P PREF STK	202,130	202,130
ISHARES TR RUSSELL 1000 GROWTH INDEX	767,270	767,270
JOHNSON & JOHNSON	42,351	42,351
JONES LANG LASALLE INC (JLL)	73,616	73,616
JPMORGAN CHASE & CO	41,616	41,616
JSC MMC NORILSK NICKEL ADR (NILSY)	1,520	1,520
KIMBERLY CLARK CORP	34,084	34,084
KINDER MORGAN INCORP (KMI)	36,133	36,133
KOHL'S CORP	0	0
KOREA EQUITY FD INC	38,500	38,500

Name of Stock	End of Year Book Value	End of Year Fair Market Value
LENOVO GROUP LIMITID HKD.025 (LNVGF)	5,261	5,261
MAJOR CINEPLEX GRP PUB CO LTD (MCGRF)	5,355	5,355
MANKIND CORP	52,150	52,150
MARKWEST ENGY PTNRS LP (MWE)	8,600	8,600
MATTHEWS ASIA DIVIDEND INV	321,459	321,459
MEDICAL PPTYS TRUST INC REIT	137,800	137,800
MERCK & CO INC NEW	244,197	244,197
MERCK & CO INC NEW COM (MRK)	44,012	44,012
METLIFE INC	32,995	32,995
MICROSOFT CORP	38,554	38,554
MIDDLESEX WATER COMPANY	461,200	461,200
MMI HOLDINGS LTD (MMKKZ)	4,668	4,668
MOTOROLA SOLUTIONS INC	0	0
MPLX LP COM UNIT REP LTD (MPLX)	9,701	9,701
MTN GROUP LTD (MTNOF)	7,273	7,273
MUELLER WTR PRODS INC COM	76,800	76,800
NAGCORP LTD (NGCRF)	3,270	3,270
NAUGATUCK VY FINL CORP	214,000	214,000
NAVIOS MARITIME HOLDINGS	41,100	41,100
NEW MTN FIN CORP	74,700	74,700
NEW YORK COMMUNITY BANCORP INC	0	0
NEXTERA ENERGY INC COM	41,453	41,453
NIELSEN HOLDINGS NV	72,060	72,060
NIMBLE STORAGE INC	110,000	110,000
NUVEEN BUILD AMER BD FD COM SHS	211,800	211,800
NUVEEN CR STRATEGIES INCM FD	43,850	43,850
OFS CAP CORP	47,120	47,120
OPAP SA (GRKZF)	3,985	3,985
PACIFIC RUBIALES ENERGY CO NEW (PEGFF)	1,893	1,893
PEOPLES UNITED FINANCIAL INC	462,990	462,990

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PERRIGO CO	234,024	234,024
PETROCHINA CO LTD ADR (PTR)	6,658	6,658
PFIZER INC	33,331	33,331
PFIZER INC	274,120	274,120
PHILIP MORRIS INTL	37,874	37,874
PHILIPPINE LG DIST TEL SPN ADR (PHI)	3,165	3,165
PIMCO ALL ASSET AUTHORITY CL P MF	0	0
PING AN INSURANCE GP CO-H ORD (PIAIF)	3,162	3,162
POTASH CORP SASK INC	0	0
POWERSZECHNY ZAKLAD UBEZPIECZEN (PZUPZ)	5,473	5,473
PREMIER FINANCIAL BANCORP	631,769	631,769
PROGRESSIVE CORP OHIO	0	0
PROTHENA CORP PLC	51,900	51,900
PRUDENTIAL FINL INC JR SUB NT 523 5.75%	0	0
PRUDENTIAL GLB SHT DUR HG YLD CLOSED END	39,800	39,800
PT PERUSAHAAN GAS NEGARA (PPAAF)	5,620	5,620
PT TELEKOMUNIKASI INDONESIA (TLK)	5,428	5,428
RAYONIER ADVANCED MATLS INC	66,900	66,900
RAYONIER INC REIT	139,700	139,700
RAYTHEON COMPANY	41,105	41,105
RELIGARE HEALTH TR (RLGHF)	4,528	4,528
RESOURCE CAP CORP REIT	75,600	75,600
ROBERT HALF INT (RHI)	84,826	84,826
ROYAL DUTCH SHELL PLC CL B (RDS'B)	40,345	40,345
SABMILLER PLC (SBMRF)	6,676	6,676
SAMSUNG ELECTRS LTD	60,365	60,365
SBT BANCORP INC	335,250	335,250
SCHLUMBERGER LTD	85,410	85,410
SCRIPPS NETWORKS INTERAC CL A (SNI)	86,636	86,636
SEADRILL LIMITED	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SEARS ROEBUCK ACCEP CORP NT 7%	16,723	16,723
SEI DAILY INCOME TR MM PORT #32	198,556	198,556
SHELL MIDSTREAM PARTNERS LP (SHLX)	9,261	9,261
SI FINL GROUP INC	339,900	339,900
SILICON MOTION TECH CORP ADR (SIMO)	3,784	3,784
SILICON PREC IND LTD SP ADR (SPIL)	4,530	4,530
SINGAPORE AIRPORT TERMINAL (SPASF)	4,603	4,603
SJM HOLDINGS LIMITED (SJMHF)	1,594	1,594
SPDR BARCAP SHRT TERM HI YIELD (SJNK)	239,375	239,375
SPDR DB INTL GOV INFL-PROT	98,239	98,239
SPDR DJ WILSHIRE INTL REAL ESTATE	54,040	54,040
SPDR S&P INTER DVD	119,757	119,757
SPRD GOLD TR GOLD SHS (GLD)	72,691	72,691
STANLEY BLACK & DECKER INC	85,223	85,223
STARWOOD HOTELS & RESORTS	0	0
STATE STR CORP DEP SHS REPSRT1 5.25%	45,860	45,860
SUNNY OPTICAL TECH (SNPTF)	1,725	1,725
SUNOCO LOGISTICS PART (SXL)	16,169	16,169
SUSQUEHANNA BANCSHARES INC	0	0
SYMANTEC CORP (SYMC)	26,425	26,425
T ROWE PRICE INTL BOND FUND	47,800	47,800
TAIWAN SMCNDCTR MFG CO LTD ADR (TSM)	6,714	6,714
TARGA RESOURCES CP (TRGP)	9,014	9,014
TATA MOTORS LTD (TTM)	4,228	4,228
TELEFONICA BRASIL SA SPON ADR (VIV)	3,890	3,890
TEVA PHARMACEUTICALS ADR (TEVA)	6,900	6,900
TF ADMINISTRADORA INDUSTRIAL (BMMPZ)	7,308	7,308
THERAVANCE INC	0	0
TICC CAPITAL CORP	18,825	18,825
TIDELANDS RTY TR B UNIT BEN INT	39,813	39,813

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TOOTSIE ROLL INDS INC	153,250	153,250
TOWERS WATSON & CO CL A (TW)	100,269	100,269
TRAVELERS COMPANIES INC COM (TRV)	37,577	37,577
TRAVELERS COS INC	0	0
TRIMBLE NAV LTD (TRIMB)	86,149	86,149
TRINITY INDS INC	84,030	84,030
TRONOX INC	0	0
TRONX LTD SHS CL A	219,696	219,696
T-ROWE PRICE GROUP INC	80,880	80,880
TWENTY-FIRST CENTURY FOX CL A	82,148	82,148
TYCO INTERNATIONAL LTD	0	0
UNILEVER N V COM SHR	0	0
UNILEVER NV NY SH NEW (UN)	38,650	38,650
UNITED CONTL HLDGS INC	66,890	66,890
UNITED RENTALS INC	0	0
USA TECHNOLOGIES INC COM	40,250	40,250
VALLEY NATIONAL BANCORP	135,940	135,940
VALUE PARTNERS GROUP LIMITED (VPGLF)	6,725	6,725
VANGUARD EMERGING MARKETS	49,634	49,634
VANGUARD EUROPEAN ETF	31,446	31,446
VANGUARD FTSE DEVELOPED MARKETS	332,397	332,397
VANGUARD FTSE EMERGING MARKETS	109,055	109,055
VANGUARD HIGH YIELD CORP ADM	149,173	149,173
VANGUARD INFLAT PROTECTED	99,254	99,254
VANGUARD INTM TERM CORP-ADM #571	321,727	321,727
VANGUARD INTRM BND INDX-ADM	101,078	101,078
VANGUARD INTRM TRM BD IDX-SI	0	0
VANGUARD SHORT TERM CORP BOND ETF	149,306	149,306
VANGUARD SMALL CAP VALUE ETF	74,038	74,038
VANGUARD TOTAL INTL BND ADM	53,693	53,693

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VIRNETX HOLDING CORP	0	0
VODAFONE GROUP PLC SP ADR	22,826	22,826
WABTEC (WAB)	76,724	76,724
WALGREEN CO	0	0
WALGREENS BOOTS ALLIANCE INC	571,500	571,500
WESTERN ASSET HIGH INCM OPP FD	26,850	26,850
WESTERN UNION CO	0	0
WESTFIELD FINANCIAL INC NEW	73,400	73,400
WHEELER REAL ESTATE INVT TR REIT	19,750	19,750
WILLIAMS CO INC (WMB)	12,628	12,628
WISDOMTREE EMG MKTS EQ INCOME	52,700	52,700
WISDOMTREE TRUST JAPAN HEDGE EQ (DXJ)	88,614	88,614
WYNN RESORTS LTD (WYNN)	125,107	125,107

TY 2014 Investments Government Obligations Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

**US Government Securities - End of
Year Book Value:**

393,340

**US Government Securities - End of
Year Fair Market Value:**

393,340

**State & Local Government
Securities - End of Year Book
Value:**

923,277

**State & Local Government
Securities - End of Year Fair
Market Value:**

923,277

TY 2014 Investments - Other Schedule**Name:** THOMAS A RODGERS JR FAMILY FOUNDATION**EIN:** 04-3442439

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ACCESS MIDSTREAM PARTNERS L P (ACMP)	FMV	16,585	16,585
AIP GLOBAL MACRO FUND (CAYMAN) LP VALUATION DATE: 12/31/2013	FMV	240,255	240,255
AIP STRAT OFF FUND I OFFSHORE	FMV	221,408	221,408
AUSTRALIA GOVERNMENT BOND 4.750% DUE 10/21/2015 @ 100.00	FMV	41,691	41,691
BOARDWALK PIPELINE PARTNERS LP	FMV	35,540	35,540
BUCKEYE PARTNERS LP (BPL)	FMV	16,267	16,267
CANADIAN TREASURY BILL 0.000% DUE 02/13/2014 @ 100.00	FMV	69,720	69,720
DEUTSCHE X-TRACKERS MSCI EAF (DBEF)	FMV	95,148	95,148
DOMINION MIDSTREAM PARTNERS LP (DM)	FMV	3,959	3,959
ENLINK MIDSTREAM PARTNERS LP (ENLK)	FMV	13,287	13,287
ENTERPRISE PROD PRTNRS LP (EPD)	FMV	25,140	25,140
EQT MIDSTREAM PTRNRS LP (EQM)	FMV	12,848	12,848
MAGELLAN MIDSTREAM PARTNERS LP (MMP)	FMV	16,945	16,945
MEMORIAL PRODTN PARTNERS LP COM U REP LTD	FMV	29,180	29,180
MORGAN STANLEY HEDGEPREMIER/MILLENNIUM INTERNATIONAL LTDADVISORY VALUATION D	FMV	257,532	257,532
MORGAN STANLEY HEDGEPREMIER/TRICADIA CREDIT STRATEGIES OFFSHORE VALUATION DA	FMV	185,643	185,643
MP SECURITIZED CREDIT OFFSHORE FUNDMP SECURITIZED CREDIT OFFSHOR VALUATION D	FMV	267,239	267,239
NEW SOURCE ENERGY PARTNERS LP	FMV	0	0
NEW ZEALAND GOVT 4.500% DUE 02/15/2016 @ 100.00	FMV	12,168	12,168
NORWEGIAN T-BILL 0.000% DUE 09/17/2014 @ 100.00	FMV	26,694	26,694
ONEOK PARTNERS LP (OKS)	FMV	20,291	20,291
PHILLIPS 66 PARTNERS LP (PSXP)	FMV	8,823	8,823
PIMCO COMMODITY RL RET STR P CL P MF	FMV	178,891	178,891
PLAINS ALL AMERICAN PIPLIN LP (PAA)	FMV	21,914	21,914
PLAINS GP HLDGS LP SHS A REP (PAGP)	FMV	12,943	12,943
REAL ESTATE OPPORTUNITY FUND II LP COMMITMENT: \$<500000.00>CONTRIBUTIONS TO	FMV	458,221	458,221
SINGAPORE GOVERNMENT BOND 1.125% DUE 04/01/2016 @ 100.00	FMV	75,964	75,964
SPDR GOLD TRUST	FMV	0	0
SPECTRA ENERGY PARTNERS LP (SEP)	FMV	12,476	12,476
SWEDEN GOVERNMENT	FMV	26,706	26,706

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
TARGA RES PTNRS LP REP UTS (NGLS)	FMV	26,334	26,334
TC PIPELINES LP	FMV	15,882	15,882
TESORO LOGISTICS LP (TLLP)	FMV	17,537	17,537
TRONOX INC WARRANT	FMV	61,250	61,250
VALLEY NATL BANCORP WARRANT	FMV	691	691
WESTERN GAS EQ PRTNRS (WGP)	FMV	8,492	8,492
WESTERN GAS PARTNERS LP (WES)	FMV	21,185	21,185
WILLIAMS PARTNERS LTD (WPZ)	FMV	16,558	16,558

TY 2014 Other Decreases Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Amount
UNREALIZED LOSS ON INVESTMENTS	27,088

TY 2014 Other Expenses Schedule**Name:** THOMAS A RODGERS JR FAMILY FOUNDATION**EIN:** 04-3442439

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
SUPPLIES, POSTAGE, ETC	6,542	0		6,542
TELEPHONE	2,812	0		2,812
DUES, LICENSES, FEES	520	0		520
INVESTMENT FEES	262,637	262,637		0
INSURANCE	203	0		203

TY 2014 Other Income Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP INCOME/LOSS	17,553	17,553	17,553
OPPENHEIMER - ROYALTIES	7,973	7,973	7,973

TY 2014 Other Increases Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Amount
NON DIVIDEND DISTRIBUTIONS	40,676

TY 2014 Other Liabilities Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Description	Beginning of Year - Book Value	End of Year - Book Value
CALL OPTIONS	41,259	12,009
MORGAN STANLEY	4,728	0

TY 2014 Other Professional Fees Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL FEE	1,051	0		1,051

TY 2014 Taxes Schedule

Name: THOMAS A RODGERS JR FAMILY FOUNDATION

EIN: 04-3442439

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX ON DIVIDENDS	8,931	8,931		0