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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

▶ 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 , 20

Name of foundation: GEO & GRACE LONG FOUNDATION

A Employer identification number: 06-6030953

Number and street (or P O box number if mail is not delivered to street address): P O BOX 1802

Room/suite:

B Telephone number (see instructions): 888-866-3275

City or town, state or province, country, and ZIP or foreign postal code: PROVIDENCE, RI 02901-1802

C If exemption application is pending, check here ▶ [ ]

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

D 1 Foreign organizations, check here ▶ [ ]

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 11,031,740.

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

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

Part I Analysis of Revenue and Expenses *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc, received (attach schedule)				
	2	Check ▶ [X] if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	244,893.	241,263.		STMT 1
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	591,372.			
	b	Gross sales price for all assets on line 6a 3,357,286.				
	7	Capital gain net income (from Part IV, line 2)		591,372.		
	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)	5,738.	5,746.		STMT 2
	12	**Total.** Add lines 1 through 11	842,003.	838,381.		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	50,316.	30,189.		20,126.
	14	Other employee salaries and wages		NONE	NONE	
	15	Pension plans, employee benefits		NONE	NONE	
	16a	Legal fees (attach schedule) STMT 3	32,468.	NONE	NONE	32,468.
	b	Accounting fees (attach schedule) STMT 4	1,250.	NONE	NONE	1,250.
	c	Other professional fees (attach schedule) STMT 5	27,922.			27,922.
	17	Interest				
	18	Taxes (attach schedule) (see instructions) STMT 6	20,481.	6,475.		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings		NONE	NONE	
	22	Printing and publications		NONE	NONE	
	23	Other expenses (attach schedule) STMT 7	2,197.	184.		2,150.
	24	**Total operating and administrative expenses.** Add lines 13 through 23	134,634.	36,848.	NONE	83,916.
	25	Contributions, gifts, grants paid	456,047.			456,047.
	26	**Total expenses and disbursements** Add lines 24 and 25	590,681.	36,848.	NONE	539,963.
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	251,322.			
	b	**Net investment income** (if negative, enter -0-)		801,533.		
	c	**Adjusted net income** (if negative, enter -0-)				

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SCANNED MAY 2015

POSTMARK DATE MAY 07 2015

Part II Balance Sheets — Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	205,204.	272,013.	272,013.
3 Accounts receivable ▶			
Less: allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less: allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶ NONE			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U S and state government obligations (attach schedule)			
b Investments - corporate stock (attach schedule) STMT 8	8,897,600.	9,081,123.	10,759,727.
c Investments - corporate bonds (attach schedule)			
11 Investments - land, buildings, and equipment basis ▶			
Less accumulated depreciation (attach schedule) ▶			
12 Investments - mortgage loans			
13 Investments - other (attach schedule)			
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)	9,102,804.	9,353,136.	11,031,740.
Liabilities			
17 Accounts payable and accrued expenses			
18 Grants payable			
19 Deferred revenue			
20 Loans from officers, directors, trustees, and other disqualified persons			
21 Mortgages and other notes payable (attach schedule)			
22 Other liabilities (describe ▶)			
23 **Total liabilities** (add lines 17 through 22)		NONE	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
27 Capital stock, trust principal, or current funds	9,102,804.	9,353,136.	
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)	9,102,804.	9,353,136.	
31 **Total liabilities and net assets/fund balances** (see instructions)	9,102,804.	9,353,136.	

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	9,102,804.
2 Enter amount from Part I, line 27a	2	251,322.
3 Other increases not included in line 2 (itemize) ▶ SEE STATEMENT 9	3	5,450.
4 Add lines 1, 2, and 3	4	9,359,576.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 10	5	6,440.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,353,136.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo , day, yr.)
1a	PUBLICLY TRADED SECURITIES			
b	OTHER GAINS AND LOSSES			
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	3,285,965.		2,726,875.	559,090.
b	71,321.		39,039.	32,282.
c				
d				
e				

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

	(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
a				559,090.
b				32,282.
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	591,372.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8		3	

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	464,510.	10,444,192.	0.044475
2012	419,759.	9,761,256.	0.043003
2011	434,439.	9,632,655.	0.045101
2010	482,976.	9,318,622.	0.051829
2009	416,505.	8,494,191.	0.049034

2	**Total** of line 1, column (d)	2	0.233442
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	0.046688
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	10,991,920.
5	Multiply line 4 by line 3	5	513,191.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	8,015.
7	Add lines 5 and 6	7	521,206.
8	Enter qualifying distributions from Part XII, line 4	8	539,963.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	8,015.
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	8,015.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	8,015.
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 12,400.		
b	Exempt foreign organizations - tax withheld at source — 6b: NONE		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: NONE		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	12,400.
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	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	4,385.
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 4,385. **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation ▶ $ ______ (2) On foundation managers ▶ $ ______			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ ______			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
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 ▶ US TRUST FIDUCIARY TAX SERVICES Telephone no ▶ (888)866-3275

Located at ▶ P.O. BOX 1802, PROVIDENCE, RI ZIP+4 ▶ 02901-1802

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** - Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 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
1a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? **(Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 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 ▶ ________ , ________ , ________ , ________			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

			Yes	No
5a	During the year did the foundation pay or incur any amount to:			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? . . . . . . ☐ Yes ☒ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . ☐ Yes ☒ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? . . . ☐ Yes ☒ No			
	(4) Provide a grant to an organization other than a charitable, etc., organization described in section 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		X
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? . . .	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 13		50,316.		

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

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

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		NONE
Total number of others receiving over $50,000 for professional services ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	10,912,424.
b	Average of monthly cash balances	1b	246,886.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	11,159,310.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) [1e]		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	11,159,310.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	167,390.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	10,991,920.
6	**Minimum investment return.** Enter 5% of line 5	6	549,596.

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	549,596.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	8,015.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	8,015.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	541,581.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	541,581.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	541,581.

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	539,963.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	539,963.
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	8,015.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	531,948.

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				541,581.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			75,730.	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 . . . . . . NONE				
b From 2010 . . . . . . NONE				
c From 2011 . . . . . . NONE				
d From 2012 . . . . . . NONE				
e From 2013 . . . . . . NONE				
f **Total** of lines 3a through e	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 539,963.				
a Applied to 2013, but not more than line 2a			75,730.	
b Applied to undistributed income of prior years (Election required - see instructions)		NONE		
c Treated as distributions out of corpus (Election required - see instructions)	NONE			
d Applied to 2014 distributable amount				464,233.
e Remaining amount distributed out of corpus	NONE			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	NONE			NONE
6 **Enter the net total of each column as indicated below:**				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b		NONE		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions				
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				77,348.
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)	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	NONE			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	NONE			
10 Analysis of line 9:				
a Excess from 2010 . . . NONE				
b Excess from 2011 . . . NONE				
c Excess from 2012 . . . NONE				
d Excess from 2013 . . . NONE				
e Excess from 2014 . . . NONE				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

1 Information Regarding Foundation Managers:

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

N/A

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

N/A

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

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

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

SEE STATEMENT 14

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED STATEMENT	N/A	ATTACHED	SEE ATTACHED STATEMENT	456,047.
Total . . . . . . ▶ **3a**				456,047.
b *Approved for future payment*				
Total . . . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions.)
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	244,893.	
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			14	5,738.	
8 Gain or (loss) from sales of assets other than inventory			18	591,372.	
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)				842,003.	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . . . 13 842,003.

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

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

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

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

Karen J Kiser | 04/29/2015 | SVP Tax

Signature of officer or trustee | Date | Title

BANK OF AMERICA, N.A.

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
Firm's name ▶			Firm's EIN ▶	
Firm's address ▶			Phone no	

Posting Date	Amount	Distribution	Relationship to substantial contributor	Purpose	Foundation Status of Recipient
5/29/2014	-7000	CONNECTICUT HUMANE SOCIETY	N/A	UNRESTRICTED GENERAL SUPPORT	PC
5/29/2014	-2000	ARTS COUNCIL OF GREATR NEW HAVEN	N/A	SUPPORT THE AUDOBON ARTS PROGRAMS	PC
5/29/2014	-2000	CAPITAL CLASSICS, INC	N/A	SUPPORT THE SHAKESPEARE FESTIVAL	PC
5/29/2014	-2500	CAYASCO, INC	N/A	SUPPORT THE TASTE OF THE CARIBBEAN	PC
5/29/2014	-2500	CEDAR HILL CEMETERY FOUNDATION	N/A	SUPPORT THE 2014 TOURS AND EVENTS	PC
5/29/2014	-4000	CHARTER OAK CULTURAL CENTER	N/A	SUPPORT THE YOUTH ARTS INSTITUTE	PC
5/29/2014	-3500	THE CHILDREN'S MUSEUM, INC	N/A	SUPPORT THE SCIENCE ACHIEVEMENT PROGRAM	PC
5/29/2014	-2000	COMMUNITY PARTNERS IN ACTION INC	N/A	SUPPORT THE PRISON ARTS PROGRAM	PC
5/29/2014	-2500	CONNECTICUT LANDMARKS	N/A	SUPPORT THE BUTLER-MCCOOK YOUTH PROGRAM	PC
5/29/2014	-2000	CULTURL DANCE TROUPE OF W INDIES	N/A	SUPPORT THE SUMMER YOUTH PROGRAM	PC
5/29/2014	-2500	EUGENE O'NEILL THEATER CENTER	N/A	SUPPORT THE COMMUNITY THEATER PROGRAM	PC
5/29/2014	-2000	FLOCK THEATRE COMPANY	N/A	SUPPORT STUDENT SHAKESPEARE PROGRAM	PC
5/29/2014	-3000	GRTR HARTFORD FESTIVAL OF JAZZ	N/A	SUPPORT JAZZ FESTIVAL	PC
5/29/2014	-2000	HARTBEAT ENSEMBLE, INC	N/A	SUPPORT THE ARTS CURRICULUM INTEGRATION	PC
5/29/2014	-2000	HARTFORD CHORALE, INC	N/A	SUPPORT SCHOLARSHIP PROGRAM	PC
5/29/2014	-2500	HARTFORD JAZZ SOCIETY, INC	N/A	SUPPORT THE 2014 CONCERT SERUES	PC
5/29/2014	-3000	HARTFORD STAGE COMPANY	N/A	SUPPORT THE SUMMER STUDIO	PC
5/29/2014	-3000	HILL-STEAD MUSEUM	N/A	SUPPORT THE STUDENT PROGRAMS	PC
5/29/2014	-2500	MARK TWAIN HOUSE	N/A	SUPPORT EDUCATIONAL PROGRAMS	PC
5/29/2014	-3000	NORTHWEST CT ASSOC FOR THE ARTS	N/A	SUPPORT WARNER THEATRE OUTREACH PROGRAM	PC
5/29/2014	-3000	ODD FELLOWS PLAYHOUSE, INC	N/A	SUPPORT ARTS AND TECHNOLOGY FOR YOUTH	PC
5/29/2014	-2000	SHORELINE ARTS ALLIANCE	N/A	SUPPORT THE SHAKESPEARE PROGRAM	PC
5/29/2014	-3000	WADSWORTH ATHENEUM MUSEUM OF ART	N/A	SUPPORT THE SATURDAY FAMILY PROGRAM	PC
5/29/2014	-2000	INNER CITY OUTREACH, INC	N/A	SUPPORT THE SAFE HAVEN PROGRAM	PC
5/29/2014	-2500	BRAIN INJURY ALLIANCE OF CT	N/A	SUPPORT THE BRAIN INJURY HELP LINE	PC
5/29/2014	-3000	FIDELCO GUIDE DOG FOUNDATION INC	N/A	SUPPORT THE GUIDE DOG PARTNERSHIP PROGRAM	PC
5/29/2014	-2000	ACHIEVEMENT FIRST	N/A	SUPPORT THE ACHIEVEMENT FIRST ACADEMY	PC
5/29/2014	-3500	CAPITOL REGION EDUCATION COUNCIL	N/A	SUPPORT SCHOLARSHIP PROGRAM	PC
5/29/2014	-3000	CHILDREN'S COMMUNITY SCHOOL	N/A	SUPPORT THE SUMMER BRIDGES PROGRAM	PC
5/29/2014	-5000	CHRISTIAN ACTIVITIES COUNCIL	N/A	SUPPORT THE 2014 EDUCATIONAL PROGRAM	PC
5/29/2014	-2197	CT AUDUBON CENTER AT GLASTONBURY	N/A	SUPPORT THE LIFE SCIENCE EDUCATION	PC
5/29/2014	-3000	CRIS RADIO	N/A	SUPPORT THE CRISKIDS FOR SCHOOLS	PC
5/29/2014	-4000	HARTFORD CONSORT FOR HIGHER ED	N/A	SUPPORT THE JR APPRENTICE PROGRAM	PC
5/29/2014	-2000	HARTFORD YOUTH SCHOLARS FOUNDAT	N/A	SUPPORT THE STEPPINGSTONE ACADEMY	PC
5/29/2014	-3000	MERCY LEARNING CTR OF BRIDGEPORT	N/A	SUPPORT THE ADULT LITERACY PROGRAM	PC
5/29/2014	-3000	QUINNIPIAC UNIVERSITY	N/A	SUPPORT THE MATH TEACHER CIRCLES	PC
5/29/2014	-3000	TEACH FOR AMERICA - CONNECTICUT	N/A	SUPPORT RECRUITMENT AND OUTREACH PROGRAM	PC
5/29/2014	-4000	WATKINSON SCHOOL	N/A	SUPPORT THE SPHERE SUMMER PROGRAM	PC
5/29/2014	-3000	ADELBROOK CHLDRNS HOME CROMWELL	N/A	SUPPORT THE YOUTH WORK STUDY PROGRAM	PC
5/29/2014	-2000	MARTIN HOUSE, INC	N/A	SUPPORT THE ADULT EDUCATION/EMPLOYMENT	PC
5/29/2014	-3500	BILLINGS FORGE COMM WORKS INC	N/A	SUPPORT THE FEEDING ROOTS SUMMER PROGRAM	PC
5/29/2014	-2500	HARTFORD FOOD SYSTEM, INC	N/A	SUPPORT THE GROW HARTFORD PROGRAM	PC
5/29/2014	-2500	OPERATION HOPE OF FAIRFIELD, INC	N/A	SUPPORT THE EMERGENCY FOOD PANTRY	PC
5/29/2014	-3000	ST VINCENT DE PAUL MIDDLETOWN	N/A	SUPPORT THE MEALS AND ASSISTANCE PROGRAM	PC
5/29/2014	-2500	CHILDREN'S ADVANCEMENT FUND INC	N/A	SUPPORT THE TEEN PROGRAM	PC
5/29/2014	-7500	CT CHILDREN'S MEDICAL CTR FOUND	N/A	SUPPORT THE INPATIENT THERAPY PROGRAM	PC
5/29/2014	-3000	GRIFFIN HOSPITAL	N/A	SUPPORT VALLEY BREAST WELLNESS INITIATIVE	PC
5/29/2014	-2000	VISITING NURSE & HLTH SVCS OF CT	N/A	SUPPORT THE TELEHEALTH PROGRAM	PC
5/29/2014	-3000	BRIDGEPORT RESCUE MISSION	N/A	SUPPORT GUEST HOUSE FOR WOMEN & CHILDREN	PC
5/29/2014	-2500	CHRISTIAN COMMUNITY ACTION	N/A	SUPPORT THE NEXT STEPS PROGRAM	PC
5/29/2014	-2000	HABITAT FOR HUMANITY OF EAST CT	N/A	UNRESTRICTED GENERAL SUPPORT	PC
5/29/2014	-2000	MALTA HOUSE INC	N/A	SUPPORT RESIDENT PROGRAMS	PC
5/29/2014	-3000	MY SISTERS' PLACE, INC	N/A	SUPPORT THE TRANSITIONAL LIVING PROGRAM	PC
5/29/2014	-2000	ABILIS, INC	N/A	SUPPORT THE PLAYSHOP PROGRAM	PC
5/29/2014	-2500	AMERICAN RED CROSS CT CHAPTER	N/A	UNRESTRICTED GENERAL SUPPORT	PC

5/29/2014	-3000	CT WOMENS EDUCATION & LEGAL FUND	N/A	SUPPORT THE LEGAL EDUCATION PROGRAM	PC
5/29/2014	-2000	FAMILY CENTERS, INC	N/A	SUPPORT THE FRIENDLY CONNECTIONS PROGRAM	PC
5/29/2014	-4000	FAMILY LIFE EDUCATION, INC	N/A	SUPPORT WOMEN'S PROGRAMS	PC
5/29/2014	-3000	FARM TO FAMILY, INC	N/A	SUPPORT THE BASIC NEEDS PROGRAM	PC
5/29/2014	-2000	HARC, INC	N/A	SUPPORT THE CAPABLE KIDS PROGRAM	PC
5/29/2014	-2500	HOLE IN THE WALL GANG FUND, INC	N/A	SUPPORT THE HOSPITAL OUTREACH PROGRAM	PC
5/29/2014	-2500	JEWISH SENIOR SERVICES	N/A	SUPPORT THE ELDER ABUSE PREVENTION	PC
5/29/2014	-2000	MADONNA PLACE, INC	N/A	SUPPORT THE FAMILIES FIRST PROGRAM	PC
5/29/2014	-2000	MARC COMMUNITY RESOURCES, LTD	N/A	SUPPORT THE ADULT SKILL DEVELOPMT PROGRAM	PC
5/29/2014	-3000	OAK HILL	N/A	SUPPORT THE NEAT CENTER AT OAK HILL	PC
5/29/2014	-3000	OPERATION FUEL, INC	N/A	SUPPT EMERGENCY ENERGY ASSIST PROGRAM	PC
5/29/2014	-2000	THE RIVERFRONT CHILDRENS CTR INC	N/A	SUPPORT THE TUITION ASSISTANCE PROGRAM	PC
5/29/2014	-2000	UNITED CEREBRAL PALSY OF EAST CT	N/A	SUPPORT THE DISABILITY SUPPORT PROGRAM	PC
5/29/2014	-2000	SAFE FUTURES, INC	N/A	SUPPT DOMESTIC VIOLENCE COUNSELOR PROGRAM	PC
5/29/2014	-3500	VOLUNTEERS IN PSYCHOTHERAPY INC	N/A	SUPPORT THE FREE THERAPY SESSIONS	PC
5/29/2014	-3000	LDRSHP GRTR HARTFORD/COMM GROUND	N/A	SUPPORT THE COMMON GROUND PROGRAM	PC
5/29/2014	-4000	BOYS & GIRLS CLUBS OF HARTFORD	N/A	SUPPORT THE POWER HOUR PROGRAM	PC
5/29/2014	-3500	CARDINAL SHEHAN CENTER	N/A	SUPPORT THE SUMMER DAY CAMPERSHIPS	PC
5/29/2014	-3000	CONNECTICUT FORUM, INC	N/A	SUPPORT THE YOUTH FORUM	PC
5/29/2014	-3000	CONNECTIKIDS, INC	N/A	SUPPORT THE TUTORING/MENTORING PROGRAM	PC
5/29/2014	-7000	TRINITY COLLEGE	N/A	SUPPORT THE DREAM CAMP PROGRAM	PC
5/29/2014	-2500	WAKEMAN BOYS & GIRLS CLUB	N/A	SUPPORT THE AFTER SCHOOL PROGRAM	PC
5/29/2014	-2000	LEAP, INC	N/A	SUPPORT CHILDREN'S AND YOUTH PROGRAMS	PC
5/29/2014	-2000	LITTLE ANGELS PROGRAM	N/A	SUPPORT THE BICYCLES FOR YOUTH PROGRAM	PC
5/29/2014	-2500	THE REGIONAL YMCA OF WESTERN CT	N/A	UNRESTRICTED GENERAL SUPPORT	PC
5/29/2014	-4000	GOODSPEED OPERA HOUSE FNDTN, INC	N/A	SUPPORT THE ARTS EDUCATION COLLABORATION	PC
10/31/2014	-5000	ARTISTS COLLECTIVE INC	N/A	SUPPORT HIGH-RISK YOUTH ARTS PROGRAM	PC
10/31/2014	-2000	BALLET THEATRE COMPANY	N/A	SUPPORT YOUTH DANCE PROGRAMS	PC
10/31/2014	-2000	BRISTOL SYMPHONY ORCHESTRA	N/A	SUPPORT THE NUTMEG SYMPHONY ORCHESTRA	PC
10/31/2014	-2000	EASTERN CONNECTICUT BALLET, INC	N/A	SUPPORT THE NUTCRACKER FREE CHILDREN'S	PC
10/31/2014	-4000	HARRIET BEECHER STOWE CENTER	N/A	UNRESTRICTED GENERAL SUPPORT	PC
10/31/2014	-3000	HARTFORD SYMPHONY ORCHESTRA INC	N/A	SUPPORT THE CHAMBER ORCHESTRA CONCERT	PC
10/31/2014	-4000	LONG WHARF THEATRE	N/A	SUPPORT STUDENT & EDUCATOR PROGRAMS	PC
10/31/2014	-2000	MANCHESTER COMMUNITY COLLEGE FDN	N/A	SUPPORT THE CREATE| A S A P FOR BENNET	PC
10/31/2014	-3000	N B MUSEUM OF AMERICAN ART	N/A	SUPPORT THE ARTS EXPLORERS PROG	PC
10/31/2014	-2000	NEW BRITAIN YOUTH THEATER	N/A	TO SUPPORT THE YOUTH THEATER PROGRAMS	PC
10/31/2014	-3000	NEW HAVEN SYMPHONY ORCHESTRA INC	N/A	TO SUPPORT THE YOUNG PEOPLE'S CONCERTS	PC
10/31/2014	-2500	PALACE THEATER GROUP INC	N/A	TO SUPPORT THE TRAVEL SUBSIDY PROGRAM	PC
10/31/2014	-2000	SILVERMINE ARTS CENTER	N/A	TO SUPPORT THE MURAL PROGRAM	PC
10/31/2014	-2000	STEPPNG STONES MUSEUM F/CHILDREN	N/A	TO SUPPORT THE FREE OPEN ARM FOR SCHOOLS	PC
10/31/2014	-2000	THE MAIN STREET SINGERS, INC	N/A	TO SUPPORT THE YOUTH CHOIR FESTIVAL 2015	PC
10/31/2014	-2000	THE MATTATUCK MUSEUM	N/A	TO SUPPORT MUSEUM 101 ARTS EDUCATION	PC
10/31/2014	-2000	THE NEW HTFD ARTISANS WEAVNG CTR	N/A	TO SUPPORT THE THERAPEUTIC WEAVING PROG	PC
10/31/2014	-4000	THEATER WORKS	N/A	TO SUPPORT ALL FREE STUDENT THEATER PROG	PC
10/31/2014	-4000	YALE UNIVERSITY	N/A	TO SUPPORT THE WILL POWER| EDUCTNL PROG	PC
10/31/2014	-3500	COMMUNITY SOLUTIONS	N/A	TO SUPPORT THE NORTHEAST NEIGHBORHOOD	PC
10/31/2014	-4000	NEW HAVEN INTERNATIONAL FESTIVAL	N/A	TO SUPPORT THE FELLOWSHIP PROG	PC
10/31/2014	-3000	CHILDREN'S LAW CENTER OF CT	N/A	TO SUPPORT THE CHILDREN'S LAW LINE IN CT	PC
10/31/2014	-3000	LAWYERS F/CHILDREN AMERICA INC	N/A	SUPP THE LAWYERS F/CHILDRN AMERICA IN CT	PC
10/31/2014	-4000	BRIDGEPORT HOSP/NORMA F PFRIEM	N/A	SUPPORT THE MEDICALLY UNDERSERVED INITIATIVE	PC
10/31/2014	-2000	CHILDCARE LEARNING CTRS INC	N/A	SUPP T/FAMILY LITERACY PROG IN STAMFORD	PC
10/31/2014	-2500	CT AERONAUTICAL HISTORICAL ASSOC	N/A	SUPP THE SOAR F/SCIENCE IN MIDDLETOWN	PC
10/31/2014	-3000	EASTERN CT STATE UNIVERSITY	N/A	SUPP THE DUAL COLLEGE FUND FOR STUDENTS	PC
10/31/2014	-5000	HARTFORD INTERVAL HOUSE INC	N/A	SUPPT DATING & DOMESTIC VIOLENCE PREVENTION	PC
10/31/2014	-2000	HARTFORD PARENT UNIVERSITY	N/A	T/SUPPORT THE HTFD PARENT UNIVERSITY	PC
10/31/2014	-3000	HIGHER EDGE, INC	N/A	T/SUPP THE COLLEGE ACCESS PROGRAM	PC

10/31/2014	-2500	LITERACY VOLUNTEERS OF CENTRL CT	N/A	T/SUPP THE LITERACY PROG IN NEW BRITAIN	PC
10/31/2014	-3000	LITERACY VOLUNTEERS OF GTR HTFD	N/A	T/SUPP THE LITERACY PROG IN EAST HTFD	PC
10/31/2014	-3000	NEW ENGLAND SCIENCE & SAILING	N/A	T/SUPP THE STEM ACADEMY EXTENDED	PC
10/31/2014	-3000	UNITED WAY OF COASTAL FAIRFIELD	N/A	TO SUPPORT THE ACT/SAT PREP COURSE PROG	PC
10/31/2014	-4500	ABILITY BEYOND DISABILITY	N/A	TO SUPPORT THE ROSES FOR AUTISM PROG	PC
10/31/2014	-2350	SEA RESEARCH FOUNDATION INC	N/A	TO SUPPORT THE FAMILIES BY THE SOUND PROG	PC
10/31/2014	-4000	CHRYSALIS CENTER INC	N/A	TO SUPPORT THE FRESHPLACE PROG IN HTFD	PC
10/31/2014	-4000	FOODSHARE INC	N/A	T/SUPPORT THE MOBILE FOODSHARE & PRODUCE	PC
10/31/2014	-3500	MANCHESTER AREA CONF OF CHURCHES	N/A	T/SUPPORT THE FOOD PANTRY PROGRAMS	PC
10/31/2014	-2500	SHORELINE SOUP KITCHENS INC	N/A	TO SUPPORT THE PANTRY FOOD DISTRIBUTION	PC
10/31/2014	-3000	ST VINCENT DE PAUL PLACE NORWICH	N/A	T/SUPP THE SERVED-MEALS PROG IN NORWICH	PC
10/31/2014	-6000	THE OPEN HEARTH ASSOCIATION	N/A	T/SUPP THE MEALS F/THE TRANSITIONAL	PC
10/31/2014	-3500	HARTFORD HOSPITAL	N/A	TO SUPPORT HEALTH PROGRAMS	PC
10/31/2014	-2000	RONALD MCDONALD HOUSE OF CT	N/A	T/SUPP THE ADOPT A STAY FOR CT FAMILIES	PC
10/31/2014	-6000	THE MASONIC CHARITY FNDN OF CT	N/A	T/SUPPORT THE DEMENTIA PROGRAMS	PC
10/31/2014	-2000	VNA HEALTH AT HOME INC	N/A	SUPPORT THE INDIGENT HOME HEALTHCARE PROG	PC
10/31/2014	-2500	HOMES WITH HOPE INC	N/A	TO SUPPORT THE BACHARACH COMM IN WESPORT	PC
10/31/2014	-3000	IMMACULATE CONCEPTION SHELTER &	N/A	TO SUPPORT THE SOCIALIZATION/WELLNESS PROG	PC
10/31/2014	-3000	KIDS IN CRISIS INC	N/A	TO SUPPORT THE SAFE HAVEN FOR KIDS IN CT	PC
10/31/2014	-6000	MERCY HOUSING & SHELTER CORP	N/A	T/SUPP THE FRIENDSHIP CTR PROGS IN HTFD	PC
10/31/2014	-2500	NEW REACH	N/A	T/SUPP THE SEARCH PROG FOR HOMELESS	PC
10/31/2014	-2000	REBUILDING TOGETHER IN N B	N/A	SUPPORT THE STELMACH HOME REPAIR PROJECT	PC
10/31/2014	-3000	THE SALVATION ARMY	N/A	F/THE HSNG ASSISTANCE PROG IN WATERBURY	PC
10/31/2014	-2500	ASCEND MENTORING	N/A	T/SUPPORT THE ASCEND YOUTH & FAMILY SRCS	PC
10/31/2014	-2000	CHILD GUIDANC CTR OF SOUTHERN CT	N/A	TO SUPPORT THE CHILD FIRST IN STAMFORD	PC
10/31/2014	-2000	HORIZONS, INC	N/A	SUPPT RESPITE STRENGTHENS FAMILIES PROJECT	PC
10/31/2014	-2000	ST JOSEPH PARENTING CTR INC	N/A	TO SUPPORT PATIENT EDUCATION PROGRAMS	PC
10/31/2014	-3000	TEAM, INC	N/A	TO SUPPORT THE HOMEMAKING SERVICES PROG	PC
10/31/2014	-7000	THE SALVATION ARMY OF GRTR HTFD	N/A	TO SUPPORT THE MARSHALL HOUSE'S PROGRAMS	PC
10/31/2014	-2000	WOMENS BUSINESS DEV COUNCIL	N/A	TO SUPPORT THE FINANCIAL EDUCATION PROG	PC
10/31/2014	-2500	YWCA OF NEW BRITAIN INC	N/A	TO SUPPORT THE LITERACY CENTER	PC
10/31/2014	-3000	GILEAD COMMUNITY SERVICES INC	N/A	TO SUPPORT THE OUTPATIENT CLINIC	PC
10/31/2014	-10000	ALMADA LODGE-TIMES FARM CAMP	N/A	TO SUPPORT THE CHANNEL 3 KIDS SUMMER CAMP	PC
10/31/2014	-4000	SPECIAL OLYMPICS CT, INC	N/A	TO SUPPORT THE HEALTHY COMMUNITIES PROG	PC
10/31/2014	-3000	YMCA CAMP MOHAWK	N/A	TO SUPPORT THE CAMPERSHIP PROGRAM	PC
10/31/2014	-2500	GIRLS SCOUTS OF CONNECTICUT INC	N/A	TO SUPPORT THE GIRL SCOUTING PROGRAM	PC
10/31/2014	-4000	OUR PIECE OF THE PIE, INC	N/A	TO SUPPORT THE OPP IN COMMUNITIES PROG	PC
10/31/2014	-4000	RIVERFRONT RECAPTURE, INC	N/A	TO SUPPORT THE ROWING PROG IN HARTFORD	PC
10/31/2014	-3000	SOLAR YOUTH INC	N/A	TO SUPPORT THE CITYCOLOGY PROGRAMMING	PC
11/4/2014	-3000	ST FRANCIS HOSP & MEDICAL CTR	N/A	SUPPORT THE ST FRANCIS WOMEN'S HEART PROG	PC
TOTAL	-223850				

GEO & GRACE LONG FOUNDATION 06-6030953

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

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	1,840.	1,840.
FOREIGN DIVIDENDS	46,641.	46,641.
NONDIVIDEND DISTRIBUTIONS	3,706.	
DOMESTIC DIVIDENDS	76,309.	76,309.
OTHER INTEREST	22,661.	22,661.
NON-TAXABLE FOREIGN INCOME	-76.	
NONQUALIFIED FOREIGN DIVIDENDS	17,825.	17,825.
NONQUALIFIED DOMESTIC DIVIDENDS	75,987.	75,987.
TOTAL	244,893.	241,263.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
OTHER INCOME	5,738.	5,738.
PARTNERSHIP INCOME		8.
TOTALS	5,738.	5,746.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART I - LEGAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
LEGAL FEES - CHARITABLE	32,468.			32,468.
TOTALS	32,468.	NONE	NONE	32,468.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,250.			1,250.
TOTALS	1,250.	NONE	NONE	1,250.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
GRANTMAKING FEES - BOA	27,922.	27,922.
TOTALS	27,922.	27,922.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	3,168.	3,168.
EXCISE TAX - PRIOR YEAR	1,606.	
EXCISE TAX ESTIMATES	12,400.	
FOREIGN TAXES ON QUALIFIED FOR	2,269.	2,269.
FOREIGN TAXES ON NONQUALIFIED	1,038.	1,038.
TOTALS	20,481.	6,475.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	CHARITABLE PURPOSES
OTHER CHARITABLE EXPENSES	1,075.		1,075.
OTHER CHARITABLE EXPENSES	1,075.		1,075.
OTHER INVESTMENT FEE	47.	47.	
PARTNERSHIP EXPENSES		137.	
TOTALS	2,197.	184.	2,150.

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION

SEE ATTACHED STATEMENT

TOTALS

GEO & GRACE LONG FOUNDATION 06-6030953

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

DESCRIPTION	AMOUNT
CTF ADJUSTMENT	1,444.
TYE INCOME ADJUSTMENT	1,304.
SALES ADJUSTMENT	1,287.
LITIGATIONS PROCEEDS ADJUSTMENT	779.
ACCRUED INTEREST PAID ADJUSTMENT	407.
PARTNERSHIP TRANSACTION ADJUSTMENT	229.
TOTAL	5,450.

STATEMENT 9

GEO & GRACE LONG FOUNDATION 06-6030953

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

DESCRIPTION	AMOUNT
SECURITIES ADJUSTMENT	2,050.
SALES GAIN/LOSS ADJUSTMENT	4,390.
TOTAL	6,440.

STATEMENT 10

GEO & GRACE LONG FOUNDATION 06-6030953

Schedule D Detail of Long-term Capital Gains and Losses

Description	Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Long-term Gain/Loss
OTHER GAINS AND LOSSES					
1500. POWERSHARES DB COMMODITY INDEX	02/13/2013	05/19/2014	39,465.00	39,039.00	426.00
TOTAL OTHER GAINS AND LOSSES			39,465.00	39,039.00	426.00
Totals			39,465.00	39,039.00	426.00

JSA
4F0970 1 000

GEO & GRACE LONG FOUNDATION 06-6030953

GAINS AND LOSSES FROM PASS-THRU ENTITIES

NET SHORT-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	-5,042.00	
TOTAL NET SHORT-TERM GAIN OR LOSS (ROUNDED)		-5,042.00

NET LONG-TERM GAIN (LOSS) FROM PARTNERSHIPS, S CORPORATIONS AND OTHER FIDUCIARIES

COMMON TRUST FUNDS	37,127.00	
PARTNERSHIPS, TRUSTS, S CORPORATIONS	-229.00	
TOTAL NET LONG-TERM GAIN OR LOSS (ROUNDED)		36,898.00

GEO & GRACE LONG FOUNDATION 06-6030953

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

OFFICER NAME:
BANK OF AMERICA
ADDRESS:
777 MAIN STREET
HARTFORD, CT 06115
TITLE:
TRUSTEE
AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1
COMPENSATION .... 50,316.
COMPENSATION EXPLANATION:
SEE FOOTNOTE

TOTAL COMPENSATION: 50,316.

STATEMENT 13

GEO & GRACE LONG FOUNDATION 06-6030953
FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
BANK OF AMERICA C/O AMY LYNCH
ADDRESS:
99 FOUNDERS PLAZA
EAST HARTFORD, CT 06108
RECIPIENT'S PHONE NUMBER: 860-244-4870
FORM, INFORMATION AND MATERIALS:
SEE ATTACHMENT
SUBMISSION DEADLINES:
MARCH 15 & SEPTEMBER 15
RESTRICTIONS OR LIMITATIONS ON AWARDS:
RESTRICTED TO ORGANIZATIONS IN CONNECTICUT

STATEMENT 14

PART XV - SUPPLEMENTARY INFORMATION

Schedule c

GEORGE A. LONG AND GRACE L. LONG FOUNDATION
GRANT APPLICATION INFORMATION

1. The George A. Long and Grace L. Long Foundation Trust was established by the late George A. Long in his will dated the 5th day of June, 1958 and admitted to Probate in the Probate Court for the District of Hartford, Connecticu It is a private foundation as defined in Internal Revenue Code Section 509. In his said will Mr. Long set up the rest and residue of his estate in a charitable trust and named Hartford National Bank and Trust Company now Connecticut National Bank, Isabelle C. Shea (now deceased) and J. Harold Williams to administer the trust to be known as the George A. Long and Grace L. Long Foundation. The Co-Trustees are authorized to distribute the net income accruing to the trust annually, semi-annually or oftener as the Trust may determine to such religious, charitable, scientific and educational corporations or associations, or both, having an office in the State of Connecticut, as the Trustees or their successors may select. As Mr. and Mrs. Long lived in the Greater Hartford Area and the Co-Trustees receive so many requests for financial aid from public foundations in that area grants in aid are normally confined to requests coming from that area.

2. Preference is given to proposals for support for specific programs or projects. Grants are not normally made for defic financing or annual giving; nor for financial assistance or scholarships to individual applicants.

3. The following information should be included on the grant application:

a) What the need is that will be met by the actions for which funds are requested;

b) How the need will be met by the project or program proposed;

c) Why the organization requesting a grant is the logical one to carry out the project;

d) What the qualifications are of its staff leadership;

e) What the budget for the project is and what other potential sources of support may be forthcoming;

f) What evaluation of the project is planned;

g) How the program will be supported after the requested grant would expire;

h) Additional information:

Brief background on the organization;

Identification of its Board members;

Organization's most recent audited financial statement;

A copy of the organization's current operating budget;

Evidence of tax-exempt status including its status under IRS Code 509(a) (The Federal Tax Reform Act of and 501(c)(3).

4. Conferences with grant applicants or site visits will be arrang when considered appropriate.

√

5. The Co-Trustees are in frequent communication with each other by mail and telephone and make distributions of funds twice per calendar year, usually in April and October. The deadline for the April distribution is March 15. The deadline for the October distribution is September 15.

6. Requests for grants should be addressed to J. Harold Williams, Co-Trustee, One Financial Plaza, Hartford, Connecticut 06103, Area Code 203 278-1420 or Mrs. Maxine R. Dean, Community Action Officer, Connecticut National Bank, 777 Main Street, Hartford, Connecticut 06115, Area Code 203 728-2274.

GEORGE A. LONG AND GRACE L. LONG FOUNDATION

Name of organization:

Address:

Amount Requested:

Specific purpose for which it is to be used:

Period of time in which it is to be used:

Anticipated benefits:

Does your organization engage in lobbying activities?

Does organization have United States Internal Revenue Service exemption letter dated after 1969?

Yes_____ No_____

Please send us a copy of your tax classification letter under 501(c)(3) and 509(a).

Please attach copies of the following:

1) most recent audited report.

2) operating budget in including period of time in which grant will be needed and budgeted sources of income.

Signature of Executive Director

Phone number

GEO & GRACE LONG FOUNDATION 06-6030953

FEDERAL FOOTNOTES

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

GEO & GRACE LONG FOUNDATION
06-6030953
Balance Sheet
12/31/2014

Bank of America

Cusip	Asset	Units	Basis	Market Value
	Cash/Cash Equivalent	272013.030	272,013 03	272,013 03
00206RBC5	AT&T INC	100000 000	100,823 00	100,204 00
002824100	ABBOTT LABS	1000 000	25,905.36	45,020.00
009158106	AIR PRODS & CHEMS INC	475.000	45,384.63	68,509.25
015351109	ALEXION PHARMACEUTICALS INC	239 000	15,342 60	44,222.17
023135106	AMAZON COM INC	160.000	25,514.22	49,656 00
025816109	AMERICAN EXPRESS CO	600 000	44,367 00	55,824 00
03027X100	AMERICAN TOWER CORP	590.000	34,429.45	58,321 50
030420103	AMERICAN WTR WKS CO INC	800 000	38,489.76	42,640 00
031162100	AMGEN INC	250.000	23,837.30	39,822 50
03524A108	ANHEUSER BUSCH INBEV SA/NV	240 000	14,324 01	26,956 80
037411105	APACHE CORP	250 000	25,781 75	15,667 50
037833100	APPLE INC	1050 000	50,261 27	115,899 00
03875R205	ARBITRAGE FUND	6659 604	85,000 00	86,841.24
084670702	BERKSHIRE HATHAWAY INC DEL	578 000	56,410.95	86,786 70
084670BF4	BERKSHIRE HATHAWAY INC DEL	100000 000	101,475 61	104,122 00
091936732	BLACKROCK GLOBAL LONG/SHORT	9642 521	102,500 00	99,992 94
1261291Q8	SMALL CAP CTF	15271 261	409,653 69	417,985.10
13057Q107	CALIFORNIA RESOURCES CORP	180 000	801.80	991 80
14912L5W7	CATERPILLAR FINL SVCS CORP	100000 000	100,750 52	100,077 00
166764100	CHEVRON CORP	455 000	47,395.07	51,041 90
167250109	CHICAGO BRDG & IRON CO N V	300 000	17,963 49	12,594 00
169656105	CHIPOTLE MEXICAN GRILL INC	49.000	26,863 40	33,540 99
197199409	COLUMBIA ACORN FUND	4449.412	75,150.57	142,158 71
19763T889	COLUMBIA INCOME OPPORTUNITIES	44247 009	428,179 85	438,930 33
19765J814	COLUMBIA SMALL CAP INDEX FUND	13132 037	241,366.84	300,198 37
19765N468	COLUMBIA INTERMEDIATE BOND	63185 313	549,360 33	581,304 88
20030N101	COMCAST CORP	630.000	32,403.85	36,546 30
22160K105	COSTCO WHSL CORP NEW	325 000	27,340 62	46,068.75
22544R305	CREDIT SUISSE COMMODITY-RETURN	54072 692	395,000 00	324,976 88
244199105	DEERE & CO	700 000	56,479 50	61,929 00
254687106	DISNEY WALT CO	675 000	23,338 58	63,578 25
2659518#3	ONEX CORP	546.000	17,198 68	31,862 87
268648102	EMC CORP	1700.000	25,296 00	50,558 00

GEO & GRACE LONG FOUNDATION
06-6030953
Balance Sheet
12/31/2014

Bank of America

Cusip	Asset	Units	Basis	Market Value
29099J109	EMERGING MARKETS STOCK	4356.804	191,987 15	199,915 87
30231G102	EXXON MOBIL CORP	892 000	24,743 95	82,465 40
30249U101	FMC TECHNOLOGIES INC	566.000	29,909.80	26,511 44
30303M102	FACEBOOK INC	419 000	26,410 72	32,690 38
35671D857	FREEPORT-MCMORAN INC	1500 000	52,752 45	35,040 00
36962G4R2	GENERAL ELEC CAP CORP	100000.000	106,225 08	109,524.00
375558103	GILEAD SCIENCES INC	1241 000	43,014 47	116,976.66
38145N220	GOLDMAN SACHS ABSOLUTE RETURN	13326 226	125,000 00	122,867 80
38259P508	GOOGLE INC	99 000	33,029 65	52,535 34
38259P706	GOOGLE INC	65 000	20,179.58	34,216.00
406216BD2	HALLIBURTON CO	100000 000	97,672 00	100,910 00
428291108	HEXCEL CORP NEW	850.000	35,091 24	35,266 50
437076102	HOME DEPOT INC	325 000	25,036.64	34,115 25
438516106	HONEYWELL INTL INC	575 000	37,738 46	57,454 00
444859102	HUMANA INC	305 000	26,368 78	43,807 15
458140100	INTEL CORP	2000 000	73,878.50	72,580 00
459200101	INTERNATIONAL BUSINESS MACHS	265 000	51,307 97	42,516.60
459506101	INTERNATIONAL	119 000	8,575.49	12,061 84
464286871	ISHARES MSCI HONG KONG	2350 000	36,201 75	48,269 00
464288448	ISHARES INTL SELECT DIVIDEND ETF	2850 000	104,694 75	96,016 50
46434G103	ISHARES CORE MSCI EMERGING	7300.000	365,164 25	343,319 00
46625H100	J P MORGAN CHASE & CO	1250 000	44,521.87	78,225 00
46625H365	JPMORGAN ALERIAN MLP INDEX ETN	2465.000	91,881 89	113,266 75
46625HJC5	JPMORGAN CHASE & CO	100000 000	102,936.90	108,668 00
47215P106	JD COM INC	1234.000	30,909.19	28,554 76
47803W406	JOHN HANCOCK FDS III DISCIPLINED	19792 715	375,000 00	395,260 52
4812A0573	JPMORGAN INTL VALUE FUND	7540 340	110,000 00	99,984 91
4812C1215	JPMORGAN MTG BACKED SECS FUND	17792 466	199,275 62	201,766 56
517834107	LAS VEGAS SANDS CORP	583 000	27,376 39	33,907 28
5330047#8	DASSAULT SYSTEMES	371 000	23,113 72	22,688.85
5529191#9	KUKA AG	626 000	19,351 12	44,676 84
552981854	MFS INTERNATIONAL NEW	7894 994	230,000 00	220,665.08
57636Q104	MASTERCARD INC	343 000	12,426 37	29,552 88
580135101	MCDONALDS CORP	550.000	54,920.25	51,535 00

GEO & GRACE LONG FOUNDATION
06-6030953
Balance Sheet
12/31/2014

Bank of America

Cusip	Asset	Units	Basis	Market Value
58155Q103	MCKESSON CORP	400 000	45,416 33	83,032.00
594918104	MICROSOFT CORP	1600.000	41,792.00	74,320 00
5980613#4	GIVAUDAN AG	7 000	8,387 26	12,631 21
609207105	MONDELEZ INTL INC	1100 000	29,453 27	39,957 50
61166W101	MONSANTO CO	268 000	18,498 70	32,017 96
6181482#6	BRILLIANCE CHINA AUTOMOTIVE	10769 000	17,544 88	17,302 88
6356934#8	FANUC CORP	95 000	14,862 74	15,803 62
637432LR4	NATIONAL RURAL UTILS COOP FIN	100000 000	141,717 24	130,273 00
641069406	NESTLE S A	1050.000	63,136.50	77,086.80
6429104#7	HITACHI	4848 000	36,784 67	36,420.12
6472960#0	JARDINE STRATEGIC HLDGS LTD	1121 000	30,876 07	38,338 20
6490995#1	KEYENCE CORP	78 000	20,556 37	35,007 13
655844108	NORFOLK SOUTHERN CORP	500 000	32,144 15	54,805 00
6640682#9	NIDEC CORP	529 000	15,805 56	34,640 13
670100205	NOVO-NORDISK A S	881 000	19,619 26	37,283 92
674599105	OCCIDENTAL PETE CORP DEL	450 000	22,205 57	36,274 50
6770620#9	SOFTBANK CORP	519.000	35,063.51	31,210 56
68380L407	OPPENHEIMER INTL GROWTH FUND	3050 172	110,000 00	107,000 03
693475105	PNC FINL SVCS GROUP INC	400 000	21,050 52	36,492 00
701094104	PARKER HANNIFIN CORP	590 000	47,208 85	76,080 50
7110388#9	ROCHE HLDGS AG-GENUSSCHEIN	95 000	16,764 38	25,804 36
713448108	PEPSICO INC	600 000	15,840 38	56,736 00
717081DJ9	PFIZER INC	100000 000	99,966 00	99,882 00
718172109	PHILIP MORRIS INTL INC	500.000	37,697 50	40,725.00
72200Q182	PIMCO ALL ASSET ALL AUTH FUND	6101.466	66,151 52	55,706 38
74144T108	PRICE T ROWE GROUP INC	810.000	45,874 35	69,546 60
742718109	PROCTER & GAMBLE CO	400 000	4,155 95	36,436.00
744336504	PRUDENTIAL GLOBAL REAL ESTATE	10491 129	230,000 00	256,717.93
747525103	QUALCOMM INC	850 000	49,262 26	63,180 50
74925K581	ROBECO BOSTON PARTNERS LONG/	6835 270	100,000.00	104,511 28
75886F107	REGENERON PHARMACEUTICALS	103 000	5,334.88	42,255 75
773903109	ROCKWELL AUTOMATION INC	259 000	18,752 29	28,800 80
780259206	ROYAL DUTCH SHELL PLC	905 000	64,350 03	60,589 75
806857108	SCHLUMBERGER LTD	360 000	26,227 80	30,747 60

GEO & GRACE LONG FOUNDATION
06-6030953
Balance Sheet
12/31/2014

Bank of America

Cusip	Asset	Units	Basis	Market Value
842587107	SOUTHERN CO	1000 000	43,912 80	49,110 00
872540109	TJX COS INC NEW	1000 000	31,392 50	68,580 00
87612E106	TARGET CORP	800 000	43,874 80	60,728 00
880208400	TEMPLETON GLOBAL BD FUND	8509.834	112,500 00	105,607 04
882508104	TEXAS INSTRS INC	700 000	31,938.97	37,425.50
883556102	THERMO FISHER SCIENTIFIC CORP	700 000	31,825 50	87,703.00
911312106	UNITED PARCEL SVC INC	456.000	26,021 64	50,693 52
913017109	UNITED TECHNOLOGIES CORP	800 000	4,960 60	92,000 00
913017BU2	UNITED TECHNOLOGIES CORP	100000 000	100,636.75	101,307 00
91911K102	VALEANT PHARMACEUTICALS INTL INC	243.000	11,678 45	34,775 73
922042858	VANGUARD FTSE EMERGING MKTS	2600 000	101,255.92	104,052 00
922908538	VANGUARD MID-CAP GROWTH INDEX	1650 000	159,384 23	167,656 50
922908553	VANGUARD REIT	3300 000	212,204 88	267,300 00
92343V104	VERIZON COMMUNICATIONS INC	920 000	24,363 82	43,037 60
92343VAL8	VERIZON COMMUNICATIONS INC	100000 000	117,513 62	110,986 00
92826C839	VISA INC	325 000	64,009 75	85,215 00
949746101	WELLS FARGO & CO	1800 000	36,681 75	98,676 00
962166104	WEYERHAEUSER CO	2500 000	55,983.25	89,725.00
B01CLC3#6	NOBLE GROUP LTD	18979 000	16,482 42	16,327 82
B1YD5Q2#4	ACTELION LTD	290 000	20,406 33	33,650 68
B4JSTL6#3	WYNN MACAU LTD	6788 000	23,377 26	19,125.80
B4QL6N9#8	CHINA HIGH PRECISION AUTOMATION	25932 000	4,025 19	4,079 36
B5VZ053#9	SALVATORE FERRAGAMO ITALIA SPA	459.000	10,678 89	11,335 98
B798FW0#8	NOVOZYMES A/S	683 000	19,344 74	28,835 00
BCRWZ18#2	CIE FINANCIERE RICHEMONT SA	425 000	31,012 25	37,981 18
BQ1JYL6#7	ROLLS-ROYCE HLDGS PLC	82710.000	105 58	129 03
G1151C101	ACCENTURE PLC	240 000	14,034.00	21,434 40
G3075P101	ENSTAR GROUP LTD	153 000	15,273 22	23,392 17
G7496G103	RENAISSANCERE HOLDINGS LTD	225 000	17,595 69	21,874 50
G81075106	SHIP FIN INTL LTD	95.000	1,361 92	1,341 40
N22717107	CORE LABORATORIES N V	167.000	19,010 56	20,096 78
N6596X109	NXP SEMICONDUCTORS NV	331 000	24,689 68	25,288 40
		Totals:	9,353,136 48	11,031,740 32