



See a Social Security Number? Say Something!  
Report Privacy Problems to <https://public.resource.org/privacy>  
Or call the IRS Identity Theft Hotline at 1-800-908-4490



## 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](http://www.irs.gov/form990pf)

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

A Employer identification number

UW GLADYS BROOKS FOUNDATION

13-2955337

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

Room/suite

P.O. BOX 1802

B Telephone number

401-278-8952

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:

☒

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

J Accounting method:

☒

Cash

☐

Accrual

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

(from Part II, col. (c), line 16)

Other (specify)

\$ 37973383. (Part I, column (d) must be on cash basis)

## Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a).)

(a) Revenue and expenses per books

(b) Net investment income

(c) Adjusted net income

(d) Disbursements for charitable purposes (cash basis only)

1 Contributions, gifts, grants, etc., received

2 Check ☒ if the foundation is not required to attach Sch. B

3 Interest on savings and temporary cash investments

120396.

120396.

Statement 1

4 Dividends and interest from securities

901970.

901970.

Statement 2

5a Gross rents

b Net rental income or (loss)

6a Net gain or (loss) from sale of assets not on line 10

1474664.

b Gross sales price for all assets on line 6a

6562584.

7 Capital gain net income (from Part IV, line 2)

1474664.

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)

11 Other income

12 Total Add lines 1 through 11

2497030.

2497030.

13 Compensation of officers, directors, trustees, etc

301368.

214981.

86387.

14 Other employee salaries and wages

79051.

0.

79051.

15 Pension plans, employee benefits

18282.

0.

18282.

16a Legal fees Stmt 3

15515.

0.

15515.

b Accounting fees Stmt 4

23294.

0.

23294.

c Other professional fees

17 Interest

18 Taxes Stmt 5

44636.

15379.

0.

19 Depreciation and depletion

595.

0.

20 Occupancy

28453.

0.

28453.

21 Travel, conferences, and meetings

1035.

0.

1035.

22 Printing and publications

2.

0.

2.

23 Other expenses Stmt 6

13765.

935.

12830.

24 Total operating and administrative expenses. Add lines 13 through 23

525996.

231295.

264849.

25 Contributions, gifts, grants paid

1548760.

1548760.

26 Total expenses and disbursements. Add lines 24 and 25

2074756.

231295.

1813609.

27 Subtract line 26 from line 12:

422274.

a Excess of revenue over expenses and disbursements

b Net investment income (if negative, enter -0-)

2265735.

c Adjusted net income (if negative enter -0-)

N/A

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		4101.	144.	144.
	2	Savings and temporary cash investments		5143115.	2343636.	2343656.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock Stmt 8		14166185.	12745712.	23942269.
	c	Investments - corporate bonds Stmt 9		6517570.	10991559.	11004299.
	11	Investments - land, buildings, and equipment basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other Stmt 10		415626.	583141.	676483.	
14	Land, buildings, and equipment: basis ▶ 4968.					
	Less: accumulated depreciation Stmt 11 ▶ 4470.		1093.	498.	498.	
15	Other assets (describe ▶ Statement 12)		3034.	6034.	6034.	
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		26250724.	26670724.	37973383.	
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				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)		0.	0.		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	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 ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds		26250724.	26670724.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds		0.	0.		
30	Total net assets or fund balances		26250724.	26670724.		
31	Total liabilities and net assets/fund balances		26250724.	26670724.		

## 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	26250724.
2	Enter amount from Part I, line 27a	2	422274.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	26672998.
5	Decreases not included in line 2 (itemize) ▶ See Statement 7	5	2274.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	26670724.

**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.)
<b>1a US TRUST - SCHEDULE ATTACHED</b>		<b>P</b>		
<b>b US TRUST - SCHEDULE ATTACHED</b>		<b>P</b>		
<b>c US TRUST - CAP GAIN DISTRIBUTION</b>				
<b>d</b>				
<b>e</b>				

(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)
<b>a 1.</b>		<b>1.</b>	<b>0.</b>
<b>b 6560175.</b>		<b>5087919.</b>	<b>1472256.</b>
<b>c 2408.</b>			<b>2408.</b>
<b>d</b>			
<b>e</b>			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) 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	
<b>a</b>			<b>0.</b>
<b>b</b>			<b>1472256.</b>
<b>c</b>			<b>2408.</b>
<b>d</b>			
<b>e</b>			

<b>2</b> 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 }		<b>2</b>	<b>1474664.</b>
<b>3</b> 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). If (loss), enter -0- in Part I, line 8		<b>3</b>	<b>N/A</b>

**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	1686610.	35917451.	.046958
2012	1702472.	34116332.	.049902
2011	1654257.	33957038.	.048716
2010	1318544.	32665932.	.040364
2009	1622358.	31231727.	.051946

<b>2</b> Total of line 1, column (d)	<b>2</b>	<b>.237886</b>
<b>3</b> 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	<b>3</b>	<b>.047577</b>
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	<b>4</b>	<b>37452107.</b>
<b>5</b> Multiply line 4 by line 3	<b>5</b>	<b>1781859.</b>
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)	<b>6</b>	<b>22657.</b>
<b>7</b> Add lines 5 and 6	<b>7</b>	<b>1804516.</b>
<b>8</b> Enter qualifying distributions from Part XII, line 4	<b>8</b>	<b>1813609.</b>

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 <input type="checkbox"/> 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 <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	22657.
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	0.
3 Add lines 1 and 2		3	22657.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	22657.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	28125.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	28125.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	5468.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 5468. Refunded <input type="checkbox"/>	11	0.	

**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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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?		
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		
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NY		
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		
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

**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		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? Website address <b>WWW.GLADYSBROOKSFOUNDATION.ORG</b>	13	X	
14	The books are in care of <b>PRIVATE BANK TAX SERVICES</b> Telephone no. <b>401-278-8952</b> Located at <b>P.O. BOX 1802, PROVIDENCE, RI</b> ZIP+4 <b>02901-1802</b>			
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	N/A	
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? 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	16	Yes	No X

**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
<b>1a</b> 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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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		X
<b>c</b> 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?		X
<b>2</b> 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)):		
<b>a</b> 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? If "Yes," list the years	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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.)	N/A	
<b>c</b> If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here.		
<b>3a</b> Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
<b>b</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.)	N/A	
<b>4a</b> Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
<b>b</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?		X

Form 990-PF (2014)

**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)?  
Organizations relying on a current notice regarding disaster assistance check here

N/A

► ☐**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d).

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

If "Yes" to 6b, file Form 8870

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

N/A

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

(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
US TRUST COMPANY	TRUSTEE			
P.O. BOX 1802				
PROVIDENCE, RI 02901-1802	40.00	226368.	0.	0.
CHRISTOPHER R HAWKINS	GOVERNOR			
26 HERMAN SAVAGE ROAD	PART TIME			
LANCASTER, NH 03584		25000.	0.	0.
JAMES J DALY ESQ	GOVERNOR			
750 BEACH ROAD APT 302	PART TIME			
VERO BEACH, FL 32963		25000.	0.	0.
THOMAS Q MORRIS MD	GOVERNOR			
P.O. BOX 223	PART TIME			
DELHI, NY 13753		25000.	0.	0.

**2** Compensation of five highest-paid employees (other than those included on line 1). 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
KATHLEEN P PETRY - GLADYS BROOKS FDN	ADMINISTRATOR			
P.O. BOX 1802, PROVIDENCE, RI	35.00	79051.	18282.	0.

Total number of other employees paid over \$50,000

0

Form 990-PF (2014)

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

(continued)

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

[illegible]

**Total** number of others receiving over \$50,000 for professional services

0

Total number of others receiving over \$50,000 for professional services	
<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

## Expenses

1	N/A	
2		
3		
4		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
------------------	---

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

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

Form 990-PF (2014)



**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 34408486.
b	Average of monthly cash balances	1b 3607426.
c	Fair market value of all other assets	1c 6532.
d	<b>Total</b> (add lines 1a, b, and c)	1d 38022444.
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 38022444.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4 570337.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5 37452107.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6 1872605.

**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 1872605.
2a	Tax on investment income for 2014 from Part VI, line 5	2a 22657.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b
c	Add lines 2a and 2b	2c 22657.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3 1849948.
4	Recoveries of amounts treated as qualifying distributions	4 0.
5	Add lines 3 and 4	5 1849948.
6	Deduction from distributable amount (see instructions)	6 0.
7	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7 1849948.

**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 1813609.
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	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4 1813609.
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	5 22657.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6 1790952.

**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				1849948.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	45000.			
b From 2010				
c From 2011				
d From 2012	16579.			
e From 2013				
f Total of lines 3a through e	61579.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$	1813609.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				1813609.
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))	36339.			36339.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	25240.			
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 instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
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	8661.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	16579.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012	16579.			
d Excess from 2013				
e Excess from 2014				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

SEE ATTACHED

**Part XV** Supplementary Information (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
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
<b>a</b> Paid during the year				
SEE ATTACHED				1548760.
<b>Total</b>			<b>3a</b>	1548760.
<b>b</b> Approved for future payment				
N/A				
<b>Total</b>			<b>3b</b>	0.





## DETAIL OF SHORT-TERM CAPITAL GAINS AND LOSSES

JSA  
XG900 3 000

UW GLADYS BROOKS FOUNDATION

DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

Capital Gain/Loss Detail		Date Acquired	Date Sold	Gross Sales Price	Cost or Other Basis	Adjustment Code(s)	Amount of Adjustment	Gain or Loss
1000	AMERIPRISE FINANCIAL INC	02/09/2010	01/02/2014	114,619.50	37,986.20			76,633.30
2000	GILEAD SCIENCES INC	07/11/2012	01/02/2014	150,667.37	50,425.00			100,242.37
2000	LOWES COMPANIES INCORPORATED	04/08/2010	01/02/2014	99,048.27	51,060.00			47,988.27
	091 VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR	03/16/2010	03/13/2014	3.47	3.81			-0.34
14000	KBR INC COM	05/07/2012	04/16/2014	365,040.52	422,606.80			-57,566.28
2000	KBR INC COM	07/11/2012	04/16/2014	52,148.65	48,615.60			3,533.05
8000	TARGET CORP	05/16/2011	04/16/2014	477,915.03	407,736.00			70,179.03
19	ENTERGY TEX INC PFD MTG BD 7.875%	09/15/2011	06/16/2014	475.00	558.60			-83.60
747	ENTERGY TEX INC PFD MTG BD 7.875%	09/14/2011	06/16/2014	18,675.00	21,803.66			-3,128.66
693	ENTERGY TEX INC PFD MTG BD 7.875%	09/13/2011	06/16/2014	17,325.00	20,072.68			-2,747.68
259	ENTERGY TEX INC PFD MTG BD 7.875%	09/09/2011	06/16/2014	6,475.00	7,492.17			-1,017.17
479	ENTERGY TEX INC PFD MTG BD 7.875%	09/08/2011	06/16/2014	11,975.00	13,767.32			-1,792.32
102	ENTERGY TEX INC PFD MTG BD 7.875%	09/12/2011	06/16/2014	2,550.00	2,917.69			-367.69
437	ENTERGY TEX INC PFD MTG BD 7.875%	09/02/2011	06/16/2014	10,925.00	12,485.44			-1,560.44
503	ENTERGY TEX INC PFD MTG BD 7.875%	08/31/2011	06/16/2014	12,575.00	14,365.43			-1,790.43
250	ENTERGY TEX INC PFD MTG BD 7.875%	09/06/2011	06/16/2014	6,250.00	7,138.90			-888.90
404	ENTERGY TEX INC PFD MTG BD 7.875%	09/07/2011	06/16/2014	10,100.00	11,517.27			-1,417.27
93	ENTERGY TEX INC PFD MTG BD 7.875%	09/02/2011	06/16/2014	2,325.00	2,647.31			-322.31
391	ENTERGY TEX INC PFD MTG BD 7.875%	09/01/2011	06/16/2014	9,775.00	11,129.38			-1,354.38
2000	ADOBE SYS INC	10/29/2010	06/17/2014	135,406.00	56,600.00			78,806.00
2000	AMERIPRISE FINANCIAL INC	02/09/2010	06/17/2014	232,800.85	75,972.40			156,828.45
5000	E M C CORP MASS	03/11/2013	06/17/2014	132,537.57	122,873.00			9,664.57
2000	E M C CORP MASS	05/09/2013	06/17/2014	53,015.03	45,840.00			7,175.03
15000	E M C CORP MASS	03/11/2009	06/17/2014	397,612.69	160,200.00			237,412.69
2000	GILEAD SCIENCES INC	07/11/2012	06/17/2014	160,305.45	50,425.00			109,880.45
1000	PEPSICO INCORPORATED	07/19/2006	06/17/2014	87,271.37	63,275.00			23,996.37
1000	SCHLUMBERGER LTD COM	02/02/2007	06/17/2014	107,110.63	64,645.00			42,465.63
2000	WELLS FARGO COMPANY	01/27/1999	06/17/2014	102,909.12	35,382.50			67,526.62
1000000	TORONTO DOMINION BK UNSECD SR MEDIUM TERM BK CANADA	08/20/2012	07/14/2014	1,000,000.00	1,011,978.27			-11,978.27
1000000	FEDERAL HOME LN MTG CORP DEB DTD 07/16/2004 5.00% 07/1	01/24/2007	07/15/2014	1,000,000.00	997,210.00			2,790.00
1000	ADOBE SYS INC	10/29/2010	07/18/2014	72,428.40	28,300.00			44,128.40
1000	ADOBE SYS INC	06/23/2003	07/18/2014	72,428.39	15,892.15			56,536.24
1000	AMERIPRISE FINANCIAL INC	02/09/2010	07/18/2014	122,087.00	37,986.20			84,100.80
Totals								

JSA  
XG900 3 000



## DETAIL OF LONG-TERM CAPITAL GAINS AND LOSSES

JSA  
XG900 3 000

UW GLADYS BROOKS FOUNDATION

FEDERAL CAPITAL GAIN DISTRIBUTIONS

=====

CAPITAL GAIN DISTRIBUTIONS

-----

UNRECAPTURED SECTION 1250 GAIN

PUBLIC STORAGE INC PFD DEP SHS REPSTG 1/100	316.23 <sup>4</sup>	
	-----	
TOTAL UNRECAPTURED SECTION 1250 GAIN		316.00

OTHER CAPITAL GAIN DISTRIBUTIONS

CITIGROUP INC	484.50	
PUBLIC STORAGE INC PFD DEP SHS REPSTG 1/100	22.28 <sup>4</sup>	
VANGUARD SHORT TERM BOND ETF	1,584.75	
	-----	
TOTAL OTHER CAPITAL GAIN DISTRIBUTIONS		2,092.00
		-----
TOTAL CAPITAL GAIN DISTRIBUTIONS (ROUNDED)		2,408.00
		=====

## Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
US TRUST - DOMESTIC	102601.	102601.	
US TRUST - FOREIGN	17795.	17795.	
Total to Part I, line 3	120396.	120396.	

## Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
US TRUST - DOMESTIC	415095.	0.	415095.	415095.	
US TRUST - FOREIGN	478325.	0.	478325.	478325.	
US TRUST - USGI	8550.	0.	8550.	8550.	
To Part I, line 4	901970.	0.	901970.	901970.	

## Form 990-PF Legal Fees Statement 3

Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
LEGAL FEES	15515.	0.		15515.
To Fm 990-PF, Pg 1, ln 16a	15515.	0.		15515.

Form 990-PF	Accounting Fees		Statement 4	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
ACCOUNTING FEES	23294.	0.		23294.
To Form 990-PF, Pg 1, ln 16b	23294.	0.		23294.

Form 990-PF	Taxes		Statement 5	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
FOREIGN TAXES	15379.	15379.		0.
FEDERAL EXCISE TAX	29257.	0.		0.
To Form 990-PF, Pg 1, ln 18	44636.	15379.		0.

Form 990-PF	Other Expenses		Statement 6	
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OFFICE EXPENSES	9405.	0.		9405.
PAYROLL SERVICE	2265.	0.		2265.
SUPPLIES EXPENSE	410.	0.		410.
NY AG FILING FEES	750.	0.		750.
INVESTMENT EXPENSES	935.	935.		0.
To Form 990-PF, Pg 1, ln 23	13765.	935.		12830.

---



---

Form 990-PF	Other Decreases in Net Assets or Fund Balances	Statement 7
-------------	--	-------------

---

Description	Amount
AMORTIZATION OF BOND INTEREST	1440.
DIVIDENDS - TIMING DIFFERENCES	834.
Total to Form 990-PF, Part III, line 5	2274.

---



---

Form 990-PF	Corporate Stock	Statement 8
-------------	-----------------	-------------

---

Description	Book Value	Fair Market Value
US TRUST - EQUITIES	12745712.	23942269.
Total to Form 990-PF, Part II, line 10b	12745712.	23942269.

---



---

Form 990-PF	Corporate Bonds	Statement 9
-------------	-----------------	-------------

---

Description	Book Value	Fair Market Value
US TRUST - FIXED INCOME	10991559.	11004299.
Total to Form 990-PF, Part II, line 10c	10991559.	11004299.

---



---

Form 990-PF	Other Investments	Statement 10
-------------	-------------------	--------------

---

Description	Valuation Method	Book Value	Fair Market Value
US TRUST - COMMODITIES	COST	583141.	676483.
Total to Form 990-PF, Part II, line 13		583141.	676483.

---

Form 990-PF      Depreciation of Assets Not Held for Investment      Statement 11

---

Description	Cost or Other Basis	Accumulated Depreciation	Book Value
FURNITURE	911.	769.	142.
EQUIPMENT	2520.	2520.	0.
EQUIPMENT	229.	188.	41.
COMPUTER EQUIPMENT	1308.	993.	315.
Total To Fm 990-PF, Part II, ln 14	4968.	4470.	498.

---



---

Form 990-PF      Other Assets      Statement 12

---

Description	Beginning of Yr Book Value	End of Year Book Value	Fair Market Value
SECURITY	3034.	3034.	3034.
RETAINER	0.	3000.	3000.
To Form 990-PF, Part II, line 15	3034.	6034.	6034.

---

PORT  
Form 990-PF Page 1

Form 990-PF Page 1

[illegible]

Form **4562****Depreciation and Amortization**  
(Including Information on Listed Property) 990-PF

OMB No 1545-0172

**2014**Attachment  
Sequence No 179Department of the Treasury  
Internal Revenue Service (99)

▶ Attach to your tax return.

▶ Information about Form 4562 and its separate instructions is at [www.irs.gov/form4562](http://www.irs.gov/form4562).

Name(s) shown on return

Business or activity to which this form relates

Identifying number

UW GLADYS BROOKS FOUNDATION

Form 990-PF Page 1

13-2955337

**Part I Election To Expense Certain Property Under Section 179** Note: If you have any listed property, complete Part V before you complete Part I.

1	Maximum amount (see instructions)	500000.
2	Total cost of section 179 property placed in service (see instructions)	
3	Threshold cost of section 179 property before reduction in limitation	2000000.
4	Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0-	
5	Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions	
6	(a) Description of property	(b) Cost (business use only)
		(c) Elected cost
7	Listed property. Enter the amount from line 29	
8	Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7	
9	Tentative deduction. Enter the smaller of line 5 or line 8	
10	Carryover of disallowed deduction from line 13 of your 2013 Form 4562	
11	Business income limitation. Enter the smaller of business income (not less than zero) or line 5	
12	Section 179 expense deduction. Add lines 9 and 10, but do not enter more than line 11	
13	Carryover of disallowed deduction to 2015. Add lines 9 and 10, less line 12	

Note: Do not use Part II or Part III below for listed property. Instead, use Part V.

**Part II Special Depreciation Allowance and Other Depreciation (Do not include listed property)**

14	Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year	
15	Property subject to section 168(f)(1) election	
16	Other depreciation (including ACRS)	386.

**Part III MACRS Depreciation (Do not include listed property.) (See instructions.)****Section A**

17	MACRS deductions for assets placed in service in tax years beginning before 2014	209.
18	If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here	

**Section B - Assets Placed in Service During 2014 Tax Year Using the General Depreciation System**

(a) Classification of property	(b) Month and year placed in service	(c) Basis for depreciation (business/investment use only - see instructions)	(d) Recovery period	(e) Convention	(f) Method	(g) Depreciation deduction
19a 3-year property						
b 5-year property						
c 7-year property						
d 10-year property						
e 15-year property						
f 20-year property						
g 25-year property			25 yrs		S/L	
h Residential rental property	/		27.5 yrs.	MM	S/L	
	/		27.5 yrs	MM	S/L	
i Nonresidential real property	/		39 yrs.	MM	S/L	
	/			MM	S/L	

**Section C - Assets Placed in Service During 2014 Tax Year Using the Alternative Depreciation System**

20a Class life					S/L	
b 12-year			12 yrs.		S/L	
c 40-year	/		40 yrs	MM	S/L	

**Part IV Summary (See instructions)**

21	Listed property. Enter amount from line 28	
22	Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instr.	595.
23	For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs	



**Part V** Listed Property (Include automobiles, certain other vehicles, certain aircraft, certain computers, and property used for entertainment, recreation, or amusement)

**Note:** For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete only 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

**Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)**

**24a** Do you have evidence to support the business/investment use claimed? ☐ Yes ☐ No **24b** If "Yes," is the evidence written? ☐ Yes ☐ No

(a) Type of property (list vehicles first)	(b) Date placed in service	(c) Business/ investment use percentage	(d) Cost or other basis	(e) Basis for depreciation (business/investment use only)	(f) Recovery period	(g) Method/ Convention	(h) Depreciation deduction	(i) Elected section 179 cost
--	-------------------------------------	--	-------------------------------	--	---------------------------	------------------------------	----------------------------------	---------------------------------------

**25** Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use **25**

**26** Property used more than 50% in a qualified business use:

		%						
		%						
		%						

**27** Property used 50% or less in a qualified business use:

		%			S/L		
		%			S/L		
		%			S/L		

**28** Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 **28**

**29** Add amounts in column (i), line 26. Enter here and on line 7, page 1 **29**

**Section B - Information on Use of Vehicles**

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

	(a) Vehicle	(b) Vehicle	(c) Vehicle	(d) Vehicle	(e) Vehicle	(f) Vehicle
<b>30</b> Total business/investment miles driven during the year ( <b>do not</b> include commuting miles)						
<b>31</b> Total commuting miles driven during the year						
<b>32</b> Total other personal (noncommuting) miles driven						
<b>33</b> Total miles driven during the year. Add lines 30 through 32						
<b>34</b> Was the vehicle available for personal use during off-duty hours?	Yes No	Yes No	Yes No	Yes No	Yes No	Yes No
<b>35</b> Was the vehicle used primarily by a more than 5% owner or related person?						
<b>36</b> Is another vehicle available for personal use?						

**Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees**

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who are not more than 5% owners or related persons.

<b>37</b> Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees?	Yes	No
<b>38</b> Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners		
<b>39</b> Do you treat all use of vehicles by employees as personal use?		
<b>40</b> Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received?		
<b>41</b> Do you meet the requirements concerning qualified automobile demonstration use?		

**Note:** If your answer to 37, 38, 39, 40, or 41 is "Yes," do not complete Section B for the covered vehicles.

**Part VI** Amortization

(a) Description of costs	(b) Date amortization begins	(c) Amortizable amount	(d) Code section	(e) Amortization period or percentage	(f) Amortization for this year
-----------------------------	------------------------------------	------------------------------	------------------------	---	--------------------------------------

**42** Amortization of costs that begins during your 2014 tax year:

--	--	--	--	--	--

**43** Amortization of costs that began before your 2014 tax year **43**

**44** Total. Add amounts in column (f). See the instructions for where to report **44**

Trade Date



Bank of America Private Wealth Management

**Portfolio Analysis**

Dec. 01, 2014 through Dec. 31, 2014

**Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION**Portfolio Summary by Asset Class**

<i>Description</i>	<i>Market Value</i>	<i>% of Account</i>	<i>% of Sector</i>	<i>Tax Cost</i>	<i>Estimated Annual Income</i>	<i>Current Yield</i>
<b>Cash/Currency</b>						
Cash Equivalents	\$2,343,656.46	6.2%	100.0%	\$2,343,635.93	\$234.36	0.01%
<b>Total Cash/Currency</b>	<b>\$2,343,656.46</b>	<b>6.2%</b>	<b>100.0%</b>	<b>\$2,343,635.93</b>	<b>\$234.36</b>	<b>0.01%</b>
<b>Equities</b>						
U.S. Large Cap	\$21,073,921.86	55.5%	88.0%	\$10,049,231.64	\$407,059.60	1.93%
U.S. Mid Cap	446,015.70	1.2%	1.9%	920,243.61	1,151.32	0.25%
U.S. Small Cap	38,649.50	0.1%	0.2%	17,783.78	0.00	0.00%
International Developed	2,383,682.25	6.3%	10.0%	1,758,453.10	70,056.02	2.94%
<b>Total Equities</b>	<b>\$23,942,269.31</b>	<b>63.1%</b>	<b>100.0%</b>	<b>\$12,745,712.13</b>	<b>\$478,266.94</b>	<b>2.00%</b>
<b>Fixed Income</b>						
Investment Grade Taxable	\$10,492,747.26	27.6%	95.4%	\$10,470,866.80	\$222,532.93	2.12%
International Developed Bonds	511,551.67	1.3%	4.6%	520,692.07	15,000.00	2.93%
<b>Total Fixed Income</b>	<b>\$11,004,298.93</b>	<b>29.0%</b>	<b>100.0%</b>	<b>\$10,991,558.87</b>	<b>\$237,532.93</b>	<b>2.16%</b>
<b>Tangible Assets</b>						
Commodities	\$676,482.48	1.8%	100.0%	\$583,140.96	\$0.00	0.00%
<b>Total Tangible Assets</b>	<b>\$676,482.48</b>	<b>1.8%</b>	<b>100.0%</b>	<b>\$583,140.96</b>	<b>\$0.00</b>	<b>0.00%</b>
<b>Total Assets</b>	<b>\$37,966,707.18</b>	<b>100.0%</b>		<b>\$26,664,047.89</b>	<b>\$716,034.23</b>	<b>1.89%</b>
<b>Total</b>	<b>\$37,966,707.18</b>			<b>\$26,664,047.89</b>	<b>\$716,034.23</b>	

\*NO0525246\*

Trade Date

Account: 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

**Equities: Summary by Business Sector**

Sector	Market Value	% of Equities	% of S&P 500
Consumer Discretionary	\$2,223,165.00	9.3%	12.1%
Consumer Staples	4,452,040.00	18.6	9.8
Energy	2,356,584.06	9.8	8.4
Financials	4,266,448.00	17.8	16.7
Health Care	4,602,093.50	19.2	14.2
Industrials	2,052,082.20	8.6	10.4
Information Technology	1,748,960.00	7.3	19.7
Materials	870,000.00	3.6	3.2
Telecommunication Services	1,196,010.85	5.0	2.3
Utilities	0.00	0.0	3.2
Other Equities	174,885.70	0.7	0.0
<b>Total Equities</b>	<b>\$23,942,269.31</b>	<b>100.0%</b>	<b>100.0%</b>

**Portfolio Analysis**

Dec. 01, 2014 through Dec. 31, 2014

**Fixed Income: Maturity Schedule**

Maturity	Maturity Amount	% of Total
Less than 1 year	\$2,000,000.00	100.0%
<b>Total</b>	<b>\$2,000,000.00</b>	<b>100.0%</b>
Weighted Average Maturity	0.7 years	
Weighted Average Coupon	3.0%	
Weighted Average Current Yield	3.0%	
Weighted Average Yield to Maturity/Call	0.7%	

**Fixed Income: Quality Schedule**

Moody's Rating	Market Value	% of Fixed Income
Aa	\$1,017,646.66	49.7%
Other Rated	1,031,556.67	50.3

**Total Fixed Income**

**\$2,049,203.33** **100.0%**

The Fixed Income - Maturity Schedule and Fixed Income - Quality Schedule include cash equivalents maturing within six months and exclude preferred stocks and fixed income funds

Trade Date



Bank of America Private Wealth Management

**Portfolio Detail****Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Cash Equivalents</b>									
0.000	BANK OF AMERICA TEMPORARY OVERNIGHT DEPOSIT (Income Investment)	992490460	\$0.00	\$0.01	\$0.00	\$0.00	\$0.00	\$0.00	0.00%
477,635.420	BOFA GOVERNMENT RESERVES TRUST CLASS (Income Investment)	097100556	477,635.42	4.12	477,635.42 1.000		0.00	47.76	0.01
1,866,000.510	BOFA GOVERNMENT RESERVES TRUST CLASS (Income Investment)	097100556	1,866,000.51	16.40	1,866,000.51 1.000		0.00	186.60	0.01
	<b>Total Cash Equivalents</b>		<b>\$2,343,635.93</b>	<b>\$20.53</b>	<b>\$2,343,635.93</b>		<b>\$0.00</b>	<b>\$234.36</b>	<b>0.01%</b>
	<b>Total Cash/Currency</b>		<b>\$2,343,635.93</b>	<b>\$20.53</b>	<b>\$2,343,635.93</b>		<b>\$0.00</b>	<b>\$234.36</b>	<b>0.01%</b>

**Consumer Discretionary**

7,000.000	GENUINE PARTS CO Ticker: GPC	372460105	\$745,990.00 106.570	\$4,025.00	\$285,996.90 40.857	\$459,993.10	\$16,100.00		2.15%
14,000.000	LOWES COS INC Ticker: LOW	548661107	963,200.00 68.800	0.00	329,510.00 23.536	633,690.00	12,880.00		1.33
7,000.000	YUM BRANDS INC Ticker: YUM	988498101	509,950.00 72.850	0.00	211,937.60 30.277	298,012.40	11,480.00		2.25
	<b>Total Consumer Discretionary</b>		<b>\$2,219,140.00</b>	<b>\$4,025.00</b>	<b>\$827,444.50</b>	<b>\$1,391,695.50</b>	<b>\$40,460.00</b>		<b>1.82%</b>

**Consumer Staples**

5,300.000	ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR BELGIUM Ticker: BUD	03524A108	\$595,296.00 112.320	\$0.00	\$302,858.43 57.143	\$292,437.57	\$14,172.20		2.38%
22,000.000	CONAGRA FOODS INC Ticker: CAG	205887102	798,160.00 36.280	0.00	684,192.00 31.100	113,968.00	22,000.00		2.75

(1) Market Value in the Portfolio Detail section does not include Accrued Income.

\*NO0525247\*

Trade Date



# Portfolio Detail

**Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Average Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Consumer Staples (cont)</b>									
6,800,000	KIMBERLY CLARK CORP Ticker: KMB	494368103	785,672.00 115.540	5,712.00	410,514.22 60.370		375,157.78	22,848.00	2.90
11,000,000	KRAFT FOODS GROUP INC Ticker: KRFT	500760106	689,260.00 62.660	6,050.00	507,644.50 46.150		181,615.50	24,200.00	3.51
8,500,000	MEAD JOHNSON NUTRITION CO Ticker: MJN	582839106	854,590.00 100.540	3,187.50	397,977.10 46.821		456,612.90	12,750.00	1.49
7,500,000	PEPSICO INC Ticker: PEP	713448108	709,200.00 94.560	4,912.50	168,256.00 22.434		540,944.00	19,650.00	2.77
<b>Total Consumer Staples</b>			<b>\$4,432,178.00</b>	<b>\$19,862.00</b>	<b>\$2,471,442.25</b>		<b>\$1,960,735.75</b>	<b>\$115,620.20</b>	<b>2.60%</b>
<b>Energy</b>									
6,000,000	APACHE CORP Ticker: APA	037411105	\$376,020.00 62.670	\$0.00	\$578,888.34 96.481		-\$202,868.34	\$6,000.00	1.59%
5,632,000	CHEVRON CORP Ticker: CVX	166764100	631,797.76 112.180	0.00	85,567.50 15.193		546,230.26	24,104.96	3.81
6,514,000	EXXON MOBIL CORP Ticker: XOM	30231G102	602,219.30 92.450	0.00	37,438.91 5.747		564,780.39	17,978.64	2.98
8,700,000	SCHLUMBERGER LTD NETHERLANDS ANTILLES Ticker: SLB	806857108	743,067.00 85.410	3,480.00	522,631.50 60.073		220,435.50	13,920.00	1.87
<b>Total Energy</b>			<b>\$2,353,104.06</b>	<b>\$3,480.00</b>	<b>\$1,224,526.25</b>		<b>\$1,128,577.81</b>	<b>\$62,003.60</b>	<b>2.63%</b>
<b>Financials</b>									
5,000,000	AMERIPRISE FINL INC Ticker: AMP	03076C106	\$561,250.00 132.250	\$0.00	\$189,931.00 37.986		\$471,319.00	\$11,600.00	1.75%
3,000	BERKSHIRE HATHAWAY INC DEL CLA	084670108	678,000.00 226,000.000	0.00	276,450.09 92,150.030		401,549.91	0.00	0.00
7,000,000	CHUBB CORP Ticker: CB	171232101	724,290.00 103.470	3,500.00	290,263.30 41.466		434,026.70	14,000.00	1.93
8,000,000	PRICE T ROWE GROUP INC Ticker: TROW	74144T108	686,880.00 85.860	0.00	377,527.05 47.191		309,352.95	14,080.00	2.05

Trade Date



Bank of America Private Wealth Management

**Portfolio Detail****Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>									
<b>Financials (cont)</b>									
16,000.000	US BANCORP DEL COM NEW Ticker: USB	902973304	719,200.00 44.950	3,920.00	530,265.60 33.142		188,934.40	15,680.00	2.18
14,400.000	WELLS FARGO & CO NEW COM Ticker: WFC	949746101	789,408.00 54.820	0.00	253,910.25 17.633		535,497.75	20,160.00	2.55
<b>Total Financials</b>			<b>\$4,259,028.00</b>	<b>\$7,420.00</b>	<b>\$1,918,347.29</b>		<b>\$2,340,680.71</b>	<b>\$75,520.00</b>	<b>1.77%</b>
<b>Health Care</b>									
12,000.000	CERNER CORP Ticker: CERN	156782104	\$775,920.00 64.660	\$0.00	\$224,268.60 18.689		\$551,651.40	\$0.00	0.00%
10,000.000	EXPRESS SCRIPTS HLDG CO Ticker: ESRX	30219G108	846,700.00 84.670	0.00	486,374.30 48.637		360,325.70	0.00	0.00
8,000.000	GILEAD SCIENCES INC Ticker: GILD	375558103	754,080.00 94.260	0.00	201,700.00 25.213		552,380.00	0.00	0.00
850.000	HALYARD HEALTH INC Ticker: HHY	40650V100	38,649.50 45.470	0.00	17,783.78 20.922		20,865.72	0.00	0.00
8,600.000	NOVARTIS AG SPONSORED ADR SWITZERLAND Ticker: NVS	66987V109	796,876.00 92.660	0.00	478,795.54 55.674		318,080.46	20,106.80	2.52
22,000.000	PFIZER INC Ticker: PFE	717081103	685,300.00 31.150	0.00	402,712.20 18.305		282,587.80	24,640.00	3.59
6,200.000	ZIMMER HLDGS INC Ticker: ZMH	98956P102	703,204.00 113.420	1,364.00	315,088.96 50.821		388,115.04	5,456.00	0.77
<b>Total Health Care</b>			<b>\$4,600,729.50</b>	<b>\$1,364.00</b>	<b>\$2,126,723.38</b>		<b>\$2,474,006.12</b>	<b>\$50,202.80</b>	<b>1.09%</b>
<b>Industrials</b>									
9,000.000	DANAHER CORP DEL Ticker: DHR	235851102	\$771,390.00 85.710	\$900.00	\$388,125.00 43.125		\$383,265.00	\$3,600.00	0.46%
6,000.000	ROCKWELL AUTOMATION INC Ticker: ROK	773903109	667,200.00 111.200	0.00	422,122.20 70.354		245,077.80	15,600.00	2.33

\*NO0525248\*

Trade Date



# Portfolio Detail

Account: 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont)</b>								
<b>Industrials (cont)</b>								
5,400.000	SIEMENS AG SPONSORED ADR GERMANY Ticker: SIEGY	826197501	612,592.20 113.443	0.00	520,356.94 96.362	92,235.26	16,119.00	2.63
	<b>Total Industrials</b>		<b>\$2,051,182.20</b>	<b>\$900.00</b>	<b>\$1,330,604.14</b>	<b>\$720,578.06</b>	<b>\$35,319.00</b>	<b>1.72%</b>
<b>Information Technology</b>								
8,000.000	ACCENTURE PLC CLA COM IRELAND Ticker: ACN	G1151C101	\$714,480.00 89.310	\$0.00	\$190,425.00 23.803	\$524,055.00	\$16,320.00	2.28%
10,500.000	ADOBE SYS INC Ticker: ADBE	00724F101	763,350.00 72.700	0.00	147,900.73 14.086	615,449.27	0.00	0.00
19,000.000	NUANCE COMMUNICATIONS INC Ticker: NUAN	67020Y100	271,130.00 14.270	0.00	445,240.00 23.434	-174,110.00	0.00	0.00
	<b>Total Information Technology</b>		<b>\$1,748,960.00</b>	<b>\$0.00</b>	<b>\$783,565.73</b>	<b>\$965,394.27</b>	<b>\$16,320.00</b>	<b>0.93%</b>
<b>Materials</b>								
6,000.000	AIR PRODS & CHEMS INC Ticker: APD	009158106	\$865,380.00 144.230	\$4,620.00	\$283,443.00 47.241	\$581,937.00	\$18,480.00	2.13%
	<b>Total Materials</b>		<b>\$865,380.00</b>	<b>\$4,620.00</b>	<b>\$283,443.00</b>	<b>\$581,937.00</b>	<b>\$18,480.00</b>	<b>2.13%</b>
<b>Telecommunication Services</b>								
17,000.000	AT&T INC Ticker: T	00206R102	\$571,030.00 33.590	\$0.00	\$595,085.00 35.005	-\$24,055.00	\$31,960.00	5.59%
5,260.000	VERIZON COMMUNICATIONS INC Ticker: VZ	92343V104	246,062.80 46.780	0.00	253,084.79 48.115	-7,021.99	11,572.00	4.70
10,909.000	VODAFONE GROUP PLC NEW SPONSORED ADR NO PAR UNITED KINGDOM Ticker: VOD	92857W308	372,760.53 34.170	6,157.52	456,442.19 41.841	-83,681.66	19,658.02	5.27
	<b>Total Telecommunication Services</b>		<b>\$1,189,853.33</b>	<b>\$6,157.52</b>	<b>\$1,304,611.98</b>	<b>-\$114,758.65</b>	<b>\$63,190.02</b>	<b>5.31%</b>

Trade Date



Bank of America Private Wealth Management

**Portfolio Detail****Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Equities (cont.)</b>									
<b>Other Equities</b>									
9,515.000	MARKET VECTORS GOLD MINERS ETF Ticker: GDV	57060U100	\$174,885.70 18.380	\$0.00	\$475,003.61 49.922		-\$300,117.91	\$1,151.32	0.65%
	<b>Total Other Equities</b>		<b>\$174,885.70</b>	<b>\$0.00</b>	<b>\$475,003.61</b>		<b>-\$300,117.91</b>	<b>\$1,151.32</b>	<b>0.65%</b>
	<b>Total Equities</b>		<b>\$23,894,440.79</b>	<b>\$47,828.52</b>	<b>\$12,745,712.13</b>		<b>\$11,148,728.66</b>	<b>\$478,266.94</b>	<b>2.00%</b>

**Fixed Income**

<b>Investment Grade Taxable</b>									
1,000,000.000	2015								
	GOLDMAN SACHS GROUP INC SR MTN	38141EA74	\$1,016,140.00 101.614	\$15,416.67	\$1,031,955.51 103.196		-\$15,815.51	\$37,000.00	3.64% 0.91
	DTD 07/28/10 3.700% DUE 08/01/15 Moody's: BAA1 S&P: A-								
500,000.000	NATIONAL AUSTRALIA BK LTD ACTING THRUITS NY BRH UNSEC SR NT DTD 08/07/12 1.600% DUE 08/07/15 Moody's: AA2 S&P: AA-	63254AAC2	502,895.00 100.579	3,199.99	503,483.00 100.697		-588.00	8,000.00	1.59 0.45
23,375.000	2041								
	ENERGY LALLC PFD 1ST MTG BD SER 5.875% Moody's: A3 S&P: A-	29364W405	593,491.25 25.390	0.00	597,687.55 25.570		-4,196.30	34,337.88	5.78
9,413.000	2050								
	LLOYDS BANKING GROUP PLC PUBLIC INCOME NT-PINES 7.750% UNITED KINGDOM Moody's: A1 S&P: A-	539439802	242,667.14 25.780	4,559.42	250,065.76 26.566		-7,398.62	18,242.39	7.51
19,730.000	2051								
	GULF PWR CO SR NT SER 2011A PFD 5.750% Moody's: A3 S&P: A	402479745	504,496.10 25.570	0.00	509,584.84 25.828		-5,088.74	28,371.74	5.62



\*NO0525249\*

Trade Date



# Portfolio Detail

**Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
-------	-------------	-------	----------------------------------	-------------------	-------------------	------------------------	-------------------------	----------------------------	-----------------

## Fixed Income (cont)

### Investment Grade Taxable (cont)

9,628.000	2061 DTE ENERGY CO PFD JR SUB DEB 6.500% Moody's: BAA3 S&P: BBB-	233331602	251,001.96 26.070	0.00	252,149.02 26.189		-1,147.06	15,645.50	6.23
252,326.927	CMG ULTRA SHORT TERM BOND FUND	19765E823	2,268,419.07 8.990	407.45	2,270,942.34 9.000		-2,523.27	8,074.46	0.35
334,884.847	COLUMBIA SHORT TERM BOND FUND CLASS Z SHARES	19765H362	3,325,406.53 9.930	3,046.72	3,288,449.40 9.820		36,957.13	37,507.10	1.12
9,473.000	PUBLIC STORAGE INC PFD DEP SHS REPSTG 1/10000 SER Q 6.500% Moody's: BAA1 S&P: BBB+	74460D141	249,803.01 26.370	0.00	252,224.76 26.626		-2,421.75	15,393.63	6.16
18,866.000	VANGUARD SHORT TERM BOND ETF	921937827	1,508,336.70 79.950	3,460.25	1,514,324.62 80.267		-5,987.92	19,960.23	1.32
<b>Total Investment Grade Taxable</b>			<b>\$10,462,656.76</b>	<b>\$30,090.50</b>	<b>\$10,470,866.80</b>		<b>-\$8,210.04</b>	<b>\$222,532.93</b>	<b>2.12%</b>

### International Developed Bonds

500,000.000	2015 WESTPAC BKG CORP SR UNSEC NT AUSTRALIA DTD 12/09/10 3.000% DUE 12/09/15 Moody's: AA2 S&P: AA-	961214BP7	\$510,635.00 102.127	\$916.67	\$520,692.07 104.138		-\$10,057.07	\$15,000.00	2.93% 0.56
<b>Total International Developed Bonds</b>			<b>\$510,635.00</b>	<b>\$916.67</b>	<b>\$520,692.07</b>		<b>-\$10,057.07</b>	<b>\$15,000.00</b>	<b>2.93%</b>

### Total Fixed Income

			<b>\$10,973,291.76</b>	<b>\$31,007.17</b>	<b>\$10,991,558.87</b>		<b>-\$18,267.11</b>	<b>\$237,532.93</b>	<b>2.16%</b>
--	--	--	------------------------	--------------------	------------------------	--	---------------------	---------------------	--------------

## Tangible Assets

### Commodities

5,956.000	SPDR GOLD TR GOLD SHS	78463V107	\$676,482.48 113.580	\$0.00	\$583,140.96 97.908		\$93,341.52	\$0.00	0.00%
<b>Total Commodities</b>			<b>\$676,482.48</b>	<b>\$0.00</b>	<b>\$583,140.96</b>		<b>\$93,341.52</b>	<b>\$0.00</b>	<b>0.00%</b>

Trade Date

**Portfolio Detail****Account:** 41-01-100-5837423 UW GLADYS BROOKS FOUNDATION

Dec. 01, 2014 through Dec. 31, 2014

Units	Description	CUSIP	Market Value(1)/ Market Price	Accrued Income	Average Unit Cost	Tax Cost/ Unit Cost	Unrealized Gain/Loss	Estimated Annual Income	Cur Yld/ YTM
<b>Tangible Assets (cont)</b>									
<b>Commodities (cont)</b>									
<b>Total Tangible Assets</b>			\$676,482.48	\$0.00	\$583,140.96	\$93,341.52	\$0.00	0.00%	
<b>Total Portfolio</b>			\$37,887,850.96	\$78,856.22	\$26,664,047.89	\$11,223,803.07	\$716,034.23	1.89%	
Accrued Income			\$78,856.22						
<b>Total</b>			<b>\$37,966,707.18</b>						

**GLADYS BROOKS FOUNDATION**  
**SUPPLEMENTARY INFORMATION**  
**FORM 990 PF**  
**PART XV-LINE 3A**  
**2014**

	<b><u>FOUNDATION</u></b> <b><u>STATUS OF</u></b> <b><u>RECIPIENT</u></b>	<b><u>PURPOSE</u></b>	<b><u>AMOUNT</u></b>
University of New Hampshire Foundation Durham, New Hampshire	Public Charity	Endowed Scholarship	\$150,000
Mary Imogene Bassett Hospital Cooperstown, New York	Public Charity	Endowed Fellowship for Health Policy & Management	\$150,000
Mount St. Michael Academy, Inc. Bronx, New York	Public Charity	Construction- Sports Facility	\$52,760
International Yacht Restoration School. Inc. Newport, Rhode Island	Public Charity	Endowed Scholarship	\$100,000
Sunup ARC, Inc. Vero Beach, Florida	Public Charity	Construction in Residential Home	\$100,000
Canterbury School Incorporated New Milford, Connecticut	Public Charity	Endowment- Faculty Professional Development	\$150,000
La Salle Academy New York, New York	Public Charity	Library Construction	\$121,000
Indian River Hospital Foundation, Inc. Vero Beach, Florida	Public Charity	Endowment for Nurses Education in Cancer Care	\$150,000
Winthrop- University Hospital Assoc. Mineola, New York	Public Charity	Research & Education Center	\$60,000
Memorial Sloan Kettering Cancer Center New York, New York	Public Charity	High-Definition Interactive Screen for Children with Retinablastoma	\$15,000
Madonna Learning Center Germantown, Tennessee	Public Charity	Endowed Scholarship	\$100,000
Maryland Instititue Baltimore, Maryland	Public Charity	Endowment for Preservation & Conservation of Special Collections	\$100,000

**GLADYS BROOKS FOUNDATION**  
**SUPPLEMENTARY INFORMATION**  
**FORM 990 PF**  
**PART XV-LINE 3A**  
**2014**

	<b><u>FOUNDATION</u></b> <b><u>STATUS OF</u></b> <b><u>RECIPIENT</u></b>	<b><u>PURPOSE</u></b>	<b><u>AMOUNT</u></b>
RotaCare, Inc. Uniondale, New York	Public Charity	Medical & Office Equipment	\$50,000
Foundation of the State of New York at Binghamton Binghamton, New York	Public Charity	Equipment for an Audio-Visual Studio for Music Students	\$100,000
University of Notre Dame du Lac Notre Dame, Indiana	Public Charity	General Purpose	\$25,000
New York Academy of Medicine New York, New York	Public Charity	Technology	\$15,000
Horace Mann School Riverdale, New York	Public Charity	Endowed Scholarship	\$10,000
Sterling College Craftsbury Common, Vermont	Public Charity	Endowed Scholarship	\$50,000
Winthrop-University Hospital Assoc. Mineola, New York	Public Charity	Pastoral Care	\$15,000
Vero Beach Museum of Art, Inc. Vero Beach, Florida	Public Charity	Lectures & Seminars	\$10,000
Columbia University New York, New York	Public Charity	Teaching Program in the College of Physicians & Surgeons	\$25,000

# Gladys Brooks Foundation Grant Application

---

Instructions: Please read and follow these instructions carefully as incomplete applications or those not properly completed will not be considered for funding.

- 1 All information must be furnished on this 2-page application (which includes these instructions)
2. In addition to the application, provide the following supporting documents:
  - a. Latest financial statements, certified by your auditors, for the applicant organization
  - b. Specific budget for the project
  - c. Annual report or brief description of your organization
3. If the applicant supports another organization, for example, a hospital supported by a Foundation applicant, the documents required in Item 2 above must be furnished for both organizations. Furthermore, the supporting organization applicant must be a Type I, Type II, or functionally integrated Type III supporting organization. Foundation applicants must represent only a single institution
4. Only information requested should be forwarded at this time. No material will be returned.
5. Print out and sign 2 copies of the completed application. Include one copy of all supporting documentation. Mail to
  - The Gladys Brooks Foundation
  - 1055 Franklin Avenue Suite 208
  - Garden City, NY 11530
6. Completed application and supporting documentation must be postmarked no later than 45 days of when the application was first requested. Applications requested after April 16<sup>th</sup> must be postmarked by May 30<sup>th</sup>

Inquiries about this application should be made to Mrs. Kathy Petry at 516-746-6103.

It is the policy of the Foundation not to acknowledge receipt of the grant application or indicate the reason for the action of the Board. Approved grants are normally paid in December each year.

---

**Name of Applicant:**

**Amount of Grant Request:**

**Purpose of Grant:**

# Gladys Brooks Foundation Grant Application

---

Indicate how this project meets the Foundation's requirements as set forth in the Foundation's general policies and scope of grant requirements. Please include estimated number of people who will use the proposed facility, i.e. general public, students, faculty, patients, etc.

If the grant covers a discrete component of a larger project, give a brief description of the larger project.

Please state commencement and estimated completion date of project for which grant is requested. Also state the approximate date funds will be needed.

Indicate source and amount of funds, pledges and cash which you presently have available and formally committed to this discrete project.

What is the percentage of your total departmental fundraising expenses to the amount of total departmental funds raised? For example, if fund raising amounted to \$400,000 and fund raising expenses were \$72,000, the percentage would be 18%.

Information for individual acting on behalf of organization:

Name

Telephone Number

Address

City, State, Zip

Signature

Title

Date Submitted

## Gladys Brooks Foundation (/)

Phone: 516-746-6103

[Home \(/\)](#)[Founder \(/Founder.html\)](#)[Annual Report \(/Annual-Report.html\)](#)[Guidelines \(/Guidelines.html\)](#)[Application \(/Application.html\)](#)[Contact \(/Contact.html\)](#)

### Guidelines for Grants from the Gladys Brooks Foundation

Please be sure to read all of the guidelines before requesting an application.

#### General Policies

As a matter of policy, the Foundation will make grants only to publicly supported not-for-profit tax-exempt organizations within the meaning of the Internal Revenue Code.

Grant applications generally will be considered where

{a} outside funding (including governmental) is not available;

{b} the project will be largely funded by the grant unless the grant request covers a discrete component of a larger project and

{c} the funds will be used for capital projects including equipment or endowments.

Applications for direct salary support will not be accepted

Generally the Board will only entertain grant applications from Applicants located in the states of: Connecticut, Delaware, Florida, Illinois, Indiana, Louisiana, Maine, Maryland, Massachusetts, New Hampshire, New Jersey, New York, Ohio, Pennsylvania, Rhode Island, Tennessee and Vermont

Grant applications will be considered only for major expenditures generally between \$50,000.00 and \$100,000.00 and greater or lesser amounts in certain circumstances.

All grant awards are made on the condition that the entirety of the funds advanced shall be utilized in direct furtherance of the project and that no portion thereof shall be appropriated by the Grantee as an administrative or processing fee, for overseeing the project or for its general overhead

The Board follows the practice of determining at the beginning of each calendar year a limited scope of activities for which it will consider grant applications for that year. Any significant change in the objectives of the Foundation will be posted on its website.

If the applicant receives a Second Round Grant Questionnaire, the Foundation is seriously considering applicant's application and will require that the following documents be provided: budget for 2015, when available; Internal Revenue Service exemption letter; latest Internal Revenue Service information return; an opinion of counsel with respect to your tax exemption, and your legal authority to accept the grant. This information is not required to be submitted until and if you receive a Second Round Grant Questionnaire. Receiving a Second Round Grant Questionnaire does not guarantee approval and funding of the application.

#### Scope of Grants Considered

The Foundation will consider major grant applications in the fields of libraries, education, hospitals and clinics

#### Grants for Libraries CT-DE-FL-IL-IN-LA-ME-MD-MA-NH-NJ-NY-OH-PA-RI-TN-VT

Grant applications will be considered generally for resource Endowments (print, film, electronic database, speakers/workshops) capital construction and innovative equipment. Projects fostering broader public access to global information sources utilizing collaborative efforts, pioneering technologies and equipment are encouraged



### Grants for Educational Institutions CT-DE-FL-IL-IN-LA-ME-MD-MA-NH-NJ-NY-OH-PA-RI-TN-VT



Grant applications from universities, colleges and secondary schools will be considered generally for

- {a} educational endowments to fund scholarships based solely on educational achievements, leadership and academic ability of the student;
- {b} endowments to support fellowships and teaching chairs for educators who confine their activities primarily to classroom instruction in the liberal arts, mathematics and the sciences during the academic year and
- {c} *erection or endowment of buildings, wings or additions thereto of buildings, and equipment for educational purposes*

### Grants for Hospitals & Clinics CT-DE-FL-IL-IN-LA-ME-MD-MA-NH-NJ-NY-OH-PA-RI-TN-VT



Grant applications from hospitals and clinics will be considered generally where the proposal demonstrates one or more of the following:

- {a} a new health need;
- {b} an improvement in the quality of health care or
- {c} reduced health costs with better patient outcomes

Generally, no grant will be considered that is to support a laboratory research project. Proposals for a continuing project must include a commitment from the applicant or a third party that the project will continue to receive all the necessary financial support after the grant from the Foundation is expended.

### Apply

If any of the above guidelines apply to your organization, we invite you to apply for a grant ([/application.html](#)).

copyright The Gladys Brooks Foundation



## LEGAL NOTICE

The annual returns for the fiscal year ending 12/31/2013 for the following private foundations are available for public inspection by any citizen who requests within 160 days after the publication of this notice at the address listed below during regular business hours.

UW GLADYS BROOKS FOUNDATION  
TTEE UI BY MABEL D LOCKE  
DONALD & JUDY GRUHN FOUNDATION  
UD AMY PLANT STAFFER FDN  
UD WILLIAM EWING FOUNDATION  
UD ARTHUR & PATRICIA HILL FDN  
UD MIDENDORF FAMILY FOUNDATION  
UD DEGASPERIS FAMILY FOUNDATION  
UD KELLY FAMILY FDN  
UD MA CHISHOLM CHARITABLE TR  
UW HAROLD S GENEEN CHARITABLE TR  
UW LEONARD - CORNELL & NYUDH  
UW JEAN MAUZE CHARITABLE TRUST  
UW RICHARD A RENDICH FDN  
UD THE HOWAT FAMILY FDN  
STONBELY FAMILY FOUNDATION  
UD COOPER FDN NEUROLOGIC RSCH ED  
UD KLINGLER CHARITABLE FDN  
UD KLINGLER FOR MARQUETTE UNIV  
UW STRANG FOR CORNELL & NYUDH  
UW MAY STRANG FOR MSKCC & NYUDH  
LEORA BELKNAP TRUST UW  
RICHARDS E G TR UW B/O CHURCH  
MELVILLE CHARITABLE TRUST  
UA OLIVIA M CUTTING  
UW PHILIP V & ANNA S BROWN FDN  
UW EASTWICK FOR ST THOMAS COMMUN  
UW MC HAVTHORNE ARTICLE 7TH TR  
UW MCCURDY ARTICLE 2ND CHAR TR  
UW ESTELLE A MANNING RESIDUARY  
UW MARTIN S PAINE FDN  
UW L PAYN FOR PAYN FOUNDATION  
UW OLIVE H ROBINSON  
CORINNE & VICTOR RICE FND  
AVIS&CLIFFORD BARRUS MEDICAL FDN  
UD JOHN T UNDERWOOD FOUNDATION  
UW HARRY S BLACK & ALLON FULLER  
A R BROOKS FBO AMER FED OF ARTS  
JOHN P SHEEHAN - SCHOLARSHIP  
CLARENCE H BELLINGER  
FRED C. SNYDER EDUCATION FUND  
BERTHA W MERSELS UP4  
BERTHA W MERSELS UP4  
V A BOWMAKER SCHOLARSHIP TRUST  
MARIE ANN FEDEROWSKI U4RT 18  
LOUIS T GHOUT B/O L G FUND  
MINA H SPRAGUE UP6  
EDWARD S BABCOCK-SCHOLAR PR FD  
COMITY CL ORACKON PR CONTST FD  
HYMEN & CLARA SITRIN B/O ZJ  
HYMEN&CLARA SITRIN AWARDS UFA  
H & C SITRIN AWARDS HUGHES SCH  
HYMEN SITRIN KZS TR  
DR PRICE LEWIS MED SCHOLAR FDN  
HYMEN & CLARA SITRIN-ZVI-JACOB  
HYMEN & CLARA SITRIN KZS A YARD  
GEORGE E GRIFFITH TRUST  
PTA WETMORE ST SCH SCHOLARSHIP  
UD AMER AEOBENIGH CHRISTIAN UNION  
UD EDELANO FOR INST MUSICAL ART  
UD E DELANO - ST CLOUD PRESBY CH  
UD H HAVEMEYER ETAL FOR H SCHOOL  
UW CL LAMBERTON FOR CONSERV SOC  
JOSEPHINE D BEDLE TRUST UW  
JENNIE S FRALICK - WJF MEN FD  
DANIEL RYAN  
M SHARP B/O REMINGTON ART MEM  
SUSAN E BETSON B/O FIRST ME CH  
VETURIA I WILEY UP7  
TRUST UW MILDRED L NASH  
B C CUMBERSON B/O 1ST BAPT CH  
J REANEY B/O ST JOHN REFORM CH  
JOS REANEY - M REANEY MEM LIB  
JOS REANEY B/O VIL ST JOHN SVIL  
JOS REANEY B/O ST JOHN CNDY FD

JOS REANEY B/O ST JOHN CARILLN  
JOS REANEY-JFSDW2 S JH CNDY FD  
UW AR PEACOCK MSN DAY NURSE  
UW JEAN R PEACOCK MSN SCHOOL  
UW EUGENE HIGGINS CHAR TRUST NMA  
CHURCH OF THE COVENANT TR UW  
MR&MRS SETH L CLUTE MEM UW  
GERMANTOWN UNITED METHODIST CH  
FIRST PRESBY CH SCHAGHTICOKE UW  
MARGARET REANEY MEMORIAL LIB  
CO TR DOROTHEA HAUS ROSS FDN  
CO TUA S BARTLEY OSBORN FAM CHAR  
CO TUA BARRIE VANDERPOEL FAM CHR  
UD GK FINCH DAMARIS FDN 122892  
UD O'CONNOR EDUCATIONAL FUND  
UD SETH SPRAGUE EDUC & CHAR FDN  
UW H L STOKES CHARITABLE TRUST  
UD L L COFER 27/55 L L C TRUST  
UD SD GRIFFITH FOR BETHESDA CHUR  
UD FM HOYT NO1 FOR CHRIST CHURCH  
UD FM HOYT NO2 FOR CHRIST CHURCH  
UD PARIS THEO SEM AMER ENDMT FD  
UD D-RANDALL MAC IVER UNIV COLO  
UD HAKLISCH - THE SEA ISLAND FDN  
UD BANA EMMANUEL EPISCOPAL  
UD BANA EMMANUEL EPISCOPAL  
UW A L G DOTY CLAVERACK FREE LIB  
UW S HARSANY - CARMELITE SISTERS  
UW GEORGE F MAND  
UW E C NICOLL FOR ST IGNATIUS CH  
UW HAPPIE A PENNY MARLBORO METH  
UW WE HALL UB CO BURLINGTON NMA  
TUA ARTHUR A HOUGHTON JR  
METH EPISCOPAL ZION CH HUDSON UW  
UD JACOB Y 1962 FOR COLUMBIA  
UD JACOB Y 1969 FOR COLUMBIA  
UD JACOB Y 1963 FOR COLUMBIA  
UD JACOB Y 1970 FOR COLUMBIA  
UW ROBERT BLACK CHARITABLE FDN  
UW HERMAN FRASCH FDN - CHEM RSCH  
UW WILLIAM G GREEN - NY EYE&EAR  
UW EDWARD & ELLEN ROCHE REL FDN  
UW JR VAN BRUNT - J VAN BRUNT FD  
UD CARSON FAM CHARITABLE TRUST  
UD MULVANEY FAMILY FDN  
KURT & ARLETTE SELIGMANN FDN  
TUW KUPHER FBO PAXTON ST LUKE  
TUW KUPHER B/O LITTLE FALLS HOSP  
TUW JOSEPHINE REESE B/O CHARITY  
ALICE WALWORTH MEN PR BED TR U/A  
TUA PETER J PALERMO SCHOLARSHIP  
FREDERICK MCDONALD TR U/A  
JP & M T OGBURY MEMORIAL TRUST  
SCLANOR B HEX TRUST UW ROSENBERG  
WILLIAM C KIRBY SURGICAL FUND  
FRED W FORA H EVERETT CHARI DESC BEN  
ISABEL T GOSS FUND  
MALLORY D SCHOLARSHIP FD  
TUW OTTO HILLIG B/O F & M  
MARGARET REANEY MEM LIBRARY TR UP 3  
SACANDAGA BIBLE CNF ET AL UW GATES  
JOHN A SAMPSON TR U/A  
ENA CA JOHN B GILBERT CHARITABLE  
ACKERMANN MEMORIAL FUND  
COLGATE SUSAN F TRUST T05981  
RICHARDS E G TR UW B/O LIBRARY  
ROBERT H ROGERS MEM FD U/A  
SOLDIERS MONUMENT TR UW  
A R BROOKS FBO ASPCA ETAL  
TUW OBRIEN FB LITTLE FALLS HOSP  
HW BIRGE TRUW FB BURDETT UN METH CH  
HARRY & RUTH WITTE TRUST UW  
KATHERINE H SIMMONS TR UW  
EVERETT TRUST FBO CAYUGA CO  
RALPH & WILMA MAIBAUW FOUNDATION  
LITTLE FALLS HOSPITAL UW LEARY

The principal manager of the above-listed private foundations is Bank of America. The principal office is at One East Avenue, Rochester, New York 14638

Telephone 888-253-4863

February 3, 2015

Fe 12

C25-47424

JOHN WALKER BOWRON SCH FD TR UW  
JOSEPH E BUCKLEY TR UW PR18TH  
GOULD SCHOLAR FD U/A N/G  
GRACE VOORHEES LAZARUS TRUST FUND+  
ST THOMAS CHURCH UW CH MOORE  
STREETER SCHOL FD UW LVS+  
TYRE REFORMED CH UW CM+  
HARRY E KNIGHT SCHOLARSHIP FD TR UW  
BERNARD W MCCORMICK SCHOLARSHIP FND  
JOHN P AND MABLE I OGBURY TR U/A  
G TAYLOR TRUW ST PAULS CH+  
KING SCHOLARSHIP FUND  
MAIN CHARLES 1917 SCHO FD  
NINA NORGAARD CHARITABLE TRUST  
MAY M VERT PARK FUND TR UW  
SARAH S VERT STUDENT FUND TR UW  
THE WIKSTROM FOUNDATION TR U/A  
RUFUS & CAROLINE WILES SCH FUND  
LORENA MARHAYER UP/5  
UFA - PUBLIC SPEAKING FD-  
UFA - SPANISH PRIZE FD-  
UFA-CLASS 34 SCHOLARSHIP PR-JR  
UFA - ALUMNI ART FD-  
UFA - SALUTATORIAN SCHOLAR FD  
UFA - CLASS OF 1919 MEM PR FD  
JOS H REANEY-M REANEY MEM LIB  
MAZZINI SOC OF UTICA  
R WALDRON KNOWN BA WALDRON MEM  
EUGENE IONTA  
H & B ROSENBLUM TR TSR MEM FD  
BRIAN J PFANNEBECKER TR  
THEREON SNELL B/O L FALLS HOSP  
MABEL W BISHOP FOUNDATION-CHAR  
ARLENE E PHELPS  
D V BURNETT SCHOLARSHIP FUND  
SENIOR-COLE SCHOLARSHIP FUND  
LEONARD ZINGERLINE B/O 3 CHARITIES  
LB HARNEY P J HARNEY SCHOLAR TR  
ISABEL TRIPP UW SENNETT FEDCHURCH+  
ANITA L SWITS TR UW+  
THE DOUNOUCOS FAMILY FDN  
TR UW POSSON B/O CHRIST CH ALBON  
TIA STERN FOUNDATION  
GEORGE F AGOR 19RV TR FBO CARMEL NY  
AVON PRES CH ETAL UW LEL+  
JOHN & IRENE BROWN SCHOLR (SUNY BUFT+  
THE SACRED HEART OF MARY CHURCH FDN  
ANNA KEIM BARSAM FOUNDATION TRUST  
FRANK S BEDLESON FDN TRUST UW  
BIRCH MEMORIAL FUND TR UW  
DANVILLE HOSP UW WHH+  
DELEHANTY ANN M UW  
DIVER MEMORIAL LIBRARY TR UW  
JANIS BELLE SACHS  
SUNDERS MEM FND UW IBS  
GEORGE LANDIS ARBORETUM UW LAPE  
ROBERT B MCCOLL CHARITABLE TR UW  
TRINITY UNITED METHODIST CHURCH  
MAY M VERT MEMORIAL FUND TR UW  
LUCY A WHITAKER  
LESTER G WAUFUL  
JENNIE S FRALICK B/O PRESBY CH  
HOLLAND PAT FREE LIB ASSN ENDW  
BETH ANN BERNARDI MEM FD  
HAZEL GARDNER LANE B/O HPF LIB  
ANNA PETRIE B/O EMMANUEL CHURCH  
ST PAULS EPISC CH UW CPT  
CHAZY ENDOWMENT FUND U/A  
ALICE MINER NASONIC MEM TR U/A  
BERTHA TRAINER FND MEM BED TR U/A  
HF USNY UD M ROVENSKY 4/81 FDN VAL  
THE HOWARD & MARCIA OWENS CHAR TRUST