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**Return of Private Foundation**

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

**2014**

Department of the Treasury  
Internal Revenue Service

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation **BOATWRIGHT FOUNDATION**

Number and street (or P.O. box number if mail is not delivered to street address) **C/O J.D. MILLER LLP - 350 FIFTH AVE STE** Room/suite **4601**

City or town, state or province, country, and ZIP or foreign postal code **NEW YORK, NY 10118-4601**

**A** Employer identification number **13-3048884**

**B** Telephone number **212-268-9888**

**C** If exemption application is pending, check here

**D** 1. Foreign organizations, check here   
2. Foreign organizations meeting the 85% test, check here and attach computation

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

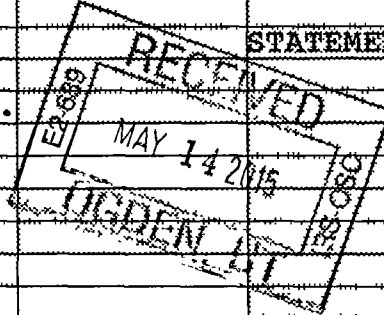
**F** If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

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

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

**I** Fair market value of all assets at end of year (from Part II, col. (c), line 16) **\$ 1,502,393.** **J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_ (Part I, column (d) must be on cash basis.)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>1</b> Contributions, gifts, grants, etc., received		0.		N/A	
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
<b>3</b> Interest on savings and temporary cash investments					
<b>4</b> Dividends and interest from securities		27,721.	27,549.		STATEMENT 2
<b>5a</b> Gross rents					
<b>b</b> Net rental income or (loss)					
<b>6a</b> Net gain or (loss) from sale of assets not on line 10		164,977.			STATEMENT 1
<b>b</b> Gross sales price for all assets on line 6a		573,966.			
<b>7</b> Capital gain net income (from Part IV, line 2)			388,428.		
<b>8</b> Net short-term capital gain					
<b>9</b> Income modifications					
<b>10a</b> Gross sales less returns and allowances					
<b>b</b> Less: Cost of goods sold					
<b>c</b> Gross profit or (loss)					
<b>11</b> Other income					
<b>12</b> Total. Add lines 1 through 11		192,698.	415,977.		
<b>13</b> Compensation of officers, directors, trustees, etc.		0.	0.		0.
<b>14</b> Other employee salaries and wages					
<b>15</b> Pension plans, employee benefits					
<b>16a</b> Legal fees					
<b>b</b> Accounting fees		4,988.	2,494.		2,494.
<b>c</b> Other professional fees					
<b>17</b> Interest					
<b>18</b> Taxes		3,928.	1,705.		125.
<b>19</b> Depreciation and depletion					
<b>20</b> Occupancy					
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses		12,821.	12,527.		70.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23		21,737.	16,726.		2,689.
<b>25</b> Contributions, gifts, grants paid		90,000.			90,000.
<b>26</b> Total expenses and disbursements. Add lines 24 and 25		111,737.	16,726.		92,689.
<b>27</b> Subtract line 26 from line 12.					
<b>a</b> Excess of revenue over expenses and disbursements		80,961.			
<b>b</b> Net investment income (if negative, enter -0-)			399,251.		
<b>c</b> 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 .....		55,444.	126,289.	126,289.
	2	Savings and temporary cash investments .....				
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable .....				
	6	Receivables due from officers, directors, trustees, and other disqualified persons .....				
	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 STMT 6		59,282.	0.	0.
	b	Investments - corporate stock STMT 7		328,123.	74,769.	64,557.
	c	Investments - corporate bonds STMT 8		93,738.	246,000.	247,531.
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans .....					
13	Investments - other STMT 9		609,292.	780,386.	1,063,014.	
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe STATEMENT 10)		1,606.	1,002.	1,002.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		<b>1,147,485.</b>	<b>1,228,446.</b>	<b>1,502,393.</b>	
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	<b>Total liabilities</b> (add lines 17 through 22)		<b>0.</b>	<b>0.</b>		
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 .....		31,500.	31,500.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund .....		0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds .....		1,115,985.	1,196,946.		
30	<b>Total net assets or fund balances</b> .....		<b>1,147,485.</b>	<b>1,228,446.</b>		
31	<b>Total liabilities and net assets/fund balances</b>		<b>1,147,485.</b>	<b>1,228,446.</b>		

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 1,147,485.
2	Enter amount from Part I, line 27a	2 80,961.
3	Other increases not included in line 2 (itemize) ▶	3 0.
4	Add lines 1, 2, and 3	4 1,228,446.
5	Decreases not included in line 2 (itemize) ▶	5 0.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30	6 1,228,446.

**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			
b	SEE ATTACHED STATEMENT		
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			
b			
c			
d			
e	573,966.	256,710.	388,428.

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	
a			
b			
c			
d			
e			388,428.

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	388,428.
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). If (loss), enter -0- in Part I, line 8	3	N/A

**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	22,664.	1,264,830.	.017919
2012	47,251.	902,011.	.052384
2011	58,978.	917,174.	.064304
2010	56,116.	909,848.	.061676
2009	51,790.	775,640.	.066771

2	Total of line 1, column (d)	2	.263054
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	.052611
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,469,721.
5	Multiply line 4 by line 3	5	77,323.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	3,993.
7	Add lines 5 and 6	7	81,316.
8	Enter qualifying distributions from Part XII, line 4	8	92,689.

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)

Table with 11 rows for excise tax calculations. Includes fields for exempt operating foundations, domestic foundations, tax under section 511, add lines 1 and 2, subtitle A tax, tax based on investment income, credits/payments, total credits, penalty for underpayment, tax due, overpayment, and amount of line 10 to be credited to 2015 estimated tax.

Part VII-A Statements Regarding Activities

Table with 10 rows for statements regarding activities. Includes questions about political campaigns, political expenditures, reimbursement, IRS reporting, changes in governing instruments, unrelated business gross income, liquidation, 508(e) requirements, assets, states reported to, and substantial contributors.

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).
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges?
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?
14 The books are in care of JAMES D. MILLER & CO. LLP Telephone no. (212) 268-9888
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here
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?

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.

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?
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?
(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)?
(6) Agree to pay money or property to a government official?
1b 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)?
1c 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?
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)).
2a 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?
2b 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?
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?
3b 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?
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?
4b 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?

**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)?  Yes  No

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). N/A

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?  Yes  No

If "Yes" to 6b, file Form 8870.

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

**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
EUGENE W. STETSON, III JAMES D. MILLER & CO LLP, 350 5TH AVE NEW YORK, NY 10118	PRESIDENT 1.00	0.	0.	0.
JANE WATSON STETSON JAMES D. MILLER & CO LLP, 350 5TH AVE NEW YORK, NY 10118	VICE PRESIDENT 1.00	0.	0.	0.
ERIK A. HANSON JAMES D. MILLER & CO LLP, 350 5TH AVE NEW YORK, NY 10118	SECRETARY/ TREASURER 1.00	0.	0.	0.
JAMES S. SLIGAR MILBANK, TWEED, HADLEY & MCCLOY 1 CHAS NEW YORK, NY 10005	DIRECTOR 1.00	0.	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
NONE				

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

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

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

**Part IX-B** Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
All other program-related investments. See instructions.	
<b>Total.</b> Add lines 1 through 3 <span style="float: right;">▶</span>	0.

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities	<b>1a</b>	1,338,122.
<b>b</b>	Average of monthly cash balances	<b>1b</b>	153,981.
<b>c</b>	Fair market value of all other assets	<b>1c</b>	
<b>d</b>	Total (add lines 1a, b, and c)	<b>1d</b>	1,492,103.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1e</b>	0.
<b>2</b>	Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b>	Subtract line 2 from line 1d	<b>3</b>	1,492,103.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	22,382.
<b>5</b>	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	1,469,721.
<b>6</b>	Minimum investment return. Enter 5% of line 5	<b>6</b>	73,486.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6	<b>1</b>	73,486.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5	<b>2a</b>	3,993.
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI.)	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b	<b>2c</b>	3,993.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1	<b>3</b>	69,493.
<b>4</b>	Recoveries of amounts treated as qualifying distributions	<b>4</b>	0.
<b>5</b>	Add lines 3 and 4	<b>5</b>	69,493.
<b>6</b>	Deduction from distributable amount (see instructions)	<b>6</b>	0.
<b>7</b>	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	<b>7</b>	69,493.

**Part XII** **Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	<b>1a</b>	92,689.
<b>b</b>	Program-related investments - total from Part IX-B	<b>1b</b>	0.
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required)	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule)	<b>3b</b>	
<b>4</b>	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	92,689.
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	<b>5</b>	3,993.
<b>6</b>	Adjusted qualifying distributions. Subtract line 5 from line 4	<b>6</b>	88,696.

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7 .....				69,493.
<b>2</b> Undistributed Income, if any, as of the end of 2014:				
<b>a</b> Enter amount for 2013 only .....			0.	
<b>b</b> Total for prior years:		0.		
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009 .....				
<b>b</b> From 2010 .....				
<b>c</b> From 2011 .....				13,362.
<b>d</b> From 2012 .....				3,454.
<b>e</b> From 2013 .....				
<b>f</b> Total of lines 3a through e .....	16,816.			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 92,689.				
<b>a</b> Applied to 2013, but not more than line 2a .....			0.	
<b>b</b> Applied to undistributed income of prior years (Election required - see instructions) .....		0.		
<b>c</b> Treated as distributions out of corpus (Election required - see instructions) .....	0.			
<b>d</b> Applied to 2014 distributable amount .....				69,493.
<b>e</b> Remaining amount distributed out of corpus .....	23,196.			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a)) .....	0.			0.
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5 .....	40,012.			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b .....		0.		
<b>c</b> 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.		
<b>d</b> Subtract line 6c from line 6b. Taxable amount - see instructions .....		0.		
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr. . . . .			0.	
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 .....				0.
<b>7</b> 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.			
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 .....	0.			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a .....	40,012.			
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2010 .....				
<b>b</b> Excess from 2011 .....				13,362.
<b>c</b> Excess from 2012 .....				3,454.
<b>d</b> Excess from 2013 .....				
<b>e</b> Excess from 2014 .....				23,196.

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

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ...

b Check box to indicate whether the foundation is a private operating foundation described in section ... 4942(j)(3) or 4942(j)(5)

Table with 5 columns: (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include: 2 a Enter the lesser of the adjusted net income...; 2 b 85% of line 2a; 2 c Qualifying distributions from Part XII, line 4...; 2 d Amounts included in line 2c not used directly for active conduct of exempt activities; 2 e Qualifying distributions made directly for active conduct of exempt activities; 3 Complete 3a, b, or c for the alternative test relied upon: 3 a 'Assets' alternative test - enter: (1) Value of all assets; (2) Value of assets qualifying under section 4942(j)(3)(B)(i); 3 b 'Endowment' alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed; 3 c 'Support' alternative test - enter: (1) Total support other than gross investment income; (2) Support from general public and 5 or more exempt organizations; (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).)

JANE WATSON STETSON

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs: Check here [X] if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

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

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

c Any submission deadlines:

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

**Part XV** Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p><i>a Paid during the year</i></p> <p>VERMONT PUBLIC RADIO 365 TROY AVENUE COLCHESTER, VT 05446</p>	N/A	PC	GEN'L CONTRIBUTION	20,000.
<p>VITAL COMMUNITIES 195 NORTH MAIN STREET WHITE RIVER JUNCTION, VT 05001</p>	N/A	PC	GEN'L CONTRIBUTION	1,000.
<p>MUSIC FOR THE EARTH PO BOX 1740 LITCHFIELD, CT 06759</p>	N/A	PC	GEN'L CONTRIBUTION	10,000.
<p>THE ENVIRONMENTAL FILM FESTIVAL IN THE NATION'S CAPITAL 1228-1/2 31ST STREET, NW WASHINGTON, DC 20007</p>	N/A	PC	GEN'L CONTRIBUTION	10,000.
<p>BURLINGTON CITY ARTS 135 CHURCH STREET BURLINGTON, VT 05401</p>	N/A	PC	GEN'L CONTRIBUTION	1,500.
<p><b>Total</b></p>	SEE CONTINUATION SHEET(S) ▶ 3a			90,000.
<p><i>b Approved for future payment</i></p> <p>NONE</p>				
<p><b>Total</b></p>	▶ 3b			0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Table with 5 columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, (e) Related or exempt function income. Rows include: 1 Program service revenue, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments, 4 Dividends and interest from securities, 5 Net rental income or (loss) from real estate, 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory, 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue, 12 Subtotal, 13 Total.

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

Table with 2 columns: 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). Row 7: OTHER MISCELLANEOUS INVESTMENT INCOME

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

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

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A' in column (c).

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A' in column (a).

Sign Here: Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature: Eileen A. Hans, Date: 5-1-15, Title: TREAS/SEC.

Paid Preparer Use Only: Print/Type preparer's name: Kathleen M Ruble, Preparer's signature: Km Ruble, Date: 05/01/15, Check self-employed: [ ], PTIN: P00140837, Firm's name: JAMES D. MILLER & CO. LLP, Firm's EIN: 13-5612327, Firm's address: 350 FIFTH AVE STE 4601 NEW YORK, NY 10118-4601, Phone no.: (212) 268-9888.

May the IRS discuss this return with the preparer shown below (see instr)? [X] Yes [ ] No

BOATWRIGHT FOUNDATION

**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 ROCKEFELLER GLOBAL EQUITY FUND I, LP	P	VARIOUS	VARIOUS
b ROCKEFELLER GLOBAL EQUITY FUND I, LP	P	VARIOUS	VARIOUS
c JPMORGAN CHASE - SEE ATTACHED	P	VARIOUS	VARIOUS
d JPMORGAN CHASE - SEE ATTACHED	P	VARIOUS	VARIOUS
e JPMORGAN CHASE - SEE ATTACHED	P	VARIOUS	VARIOUS
f BANK OF AMERICA NOTE - MARKET DISCOUNT ADJ	P	12/13/12	04/04/14
g 1,310 SHS LINKEDIN CORP - A	D	12/27/12	02/21/14
h 343 SHS LINKEDIN CORP - A	D	12/27/13	02/21/14
i			
j			
k			
l			
m			
n			
o			

(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			<1,012.>
b			72,184.
c 103,002.		102,604.	398.
d 96,952.		96,971.	<19.>
e 54,795.		55,986.	<1,191.>
f		70.	<70.>
g 252,979.		844.	252,135.
h 66,238.		235.	66,003.
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			<1,012.>
b			72,184.
c			398.
d			<19.>
e			<1,191.>
f			<70.>
g			252,135.
h			66,003.
i			
j			
k			
l			
m			
n			
o			

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	388,428.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (9) If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 .....	3	N/A



FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ROCKEFELLER GLOBAL EQUITY FUND I, LP	0.	0.	0.	PURCHASED	VARIOUS	VARIOUS
						<1,012.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
ROCKEFELLER GLOBAL EQUITY FUND I, LP	0.	0.	0.	PURCHASED	VARIOUS	VARIOUS
						72,184.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
JPMORGAN CHASE - SEE ATTACHED	103,002.	102,604.	0.	PURCHASED	VARIOUS	VARIOUS
						398.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
JPMORGAN CHASE - SEE ATTACHED	96,952.	96,971.	0.	PURCHASED	VARIOUS	VARIOUS
						<19.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
JPMORGAN CHASE - SEE ATTACHED	54,795.	55,986.	0.	PURCHASED	VARIOUS	VARIOUS
						<1,191.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
BANK OF AMERICA NOTE - MARKET DISCOUNT ADJ	0.	70.	0.	PURCHASED	12/13/12	04/04/14
						<70.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) MANNER ACQUIRED DEPREC.	(F) DATE ACQUIRED GAIN OR LOSS	DATE SOLD
1,310 SHS LINKEDIN CORP - A	252,979.	149,615.	0.	DONATED	12/27/12	02/21/14
						103,364.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD	
343 SHS LINKEDIN CORP - A	DONATED	12/27/13	02/21/14	
(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
66,238.	74,915.	0.	0.	<8,677.>
CAPITAL GAINS DIVIDENDS FROM PART IV				0.
TOTAL TO FORM 990-PF, PART I, LINE 6A				164,977.

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
JP MORGAN CHASE - NOM	7,041.	0.	7,041.	7,041.	
JP MORGAN CHASE - NOM BOND AMORTIZATION	<21.>	0.	<21.>	<21.>	
JP MORGAN CHASE - NOM EXEMPT	213.	0.	213.	0.	
JP MORGAN CHASE - NOM EXEMPT BOND AMORTIZATION	<41.>	0.	<41.>	0.	
JP MORGAN CHASE - NOM MARKET DISCOUNT	71.	0.	71.	71.	
ROCKEFELLER GLOBAL EQUITY FUND I, LP	19,079.	0.	19,079.	19,079.	
US BANK	1,379.	0.	1,379.	1,379.	
TO PART I, LINE 4	27,721.	0.	27,721.	27,549.	

FORM 990-PF	ACCOUNTING FEES			STATEMENT 3
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,988.	2,494.		2,494.
TO FORM 990-PF, PG 1, LN 16B	4,988.	2,494.		2,494.

FORM 990-PF	TAXES			STATEMENT 4
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS FILING FEES	250.	125.		125.
FOREIGN TAXES - ROCKFELLER GLOBAL EQUITY FUND I, LP	1,580.	1,580.		0.
FORM 990-PF TAXES	2,098.	0.		0.
TO FORM 990-PF, PG 1, LN 18	3,928.	1,705.		125.

FORM 990-PF	OTHER EXPENSES			STATEMENT 5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT ADVISORY FEES	2,845.	2,845.		0.
NY LAW JNL	140.	70.		70.
ROCKEFELLER GLOBAL EQUITY FUND I, LP - NET EXPS	9,559.	9,559.		0.
ROCKEFELLER GLOBAL EQUITY FUND I, LP	53.	53.		0.
OTHER MISCELLANEOUS EXPENSE	224.	0.		0.
TO FORM 990-PF, PG 1, LN 23	12,821.	12,527.		70.

FORM 990-PF	U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS			STATEMENT	6
DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE	
10M NY NASSAU 1.976 DUE 11/15/19		X	0.	0.	
5M NY TRANS AUTH 3.823% DUE 11/15/19		X	0.	0.	
5M US TREAS .625% 07/15/16	X		0.	0.	
5M US TREAS 2.25% 01/31/15	X		0.	0.	
5M US TREAS 5.375% 02/15/31	X		0.	0.	
6M US TREAS NB 1.25% 04/15/14	X		0.	0.	
6M US TREAS NB 3.25% 07/31/16	X		0.	0.	
3M US TREAS 4.5% 05/15/38	X		0.	0.	
3M US TREAS NB .875% 04/30/17	X		0.	0.	
TOTAL U.S. GOVERNMENT OBLIGATIONS					
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS					
TOTAL TO FORM 990-PF, PART II, LINE 10A			0.	0.	

FORM 990-PF	CORPORATE STOCK		STATEMENT	7
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
2,782 SHS VANGUARD GNMA FUND-INV			0.	0.
1,310 SHS LINKEDIN CORPORATION			0.	0.
403 SHS INT'L BUSINESS MACHINES			74,769.	64,557.
TOTAL TO FORM 990-PF, PART II, LINE 10B			74,769.	64,557.

FORM 990-PF	CORPORATE BONDS		STATEMENT	8
DESCRIPTION			BOOK VALUE	FAIR MARKET VALUE
3M FANNIE MAE, 6.625% DUE 11/15/30			0.	0.
5M TD BANK, 2.375% DUE 5/15/12			0.	0.
4M BANK OF AMERI FLOAT\$ DUE 6/15/17			0.	0.
5M JPMORGAN CHASE 6% DUE 10/01/07			0.	0.
5M KEYCORP 5.1% DUE 3/24/12			0.	0.
4M NVR INC 3.95% DUE 9/15/22			0.	0.
5M PNC FUNDING 5.125% DUE 2/08/20			0.	0.
3M CITIGROUP 4.45%			0.	0.

FORM COMCAST CORP 7.05%	0.	0.
FORM CSX CORP DEBT 6.25% 4/01/15	0.	0.
FORM DUKE ENERGY INC 3.75% 07/15/20	0.	0.
FORM FEDEX CORP NTS 8% 01/15/19	0.	0.
FORM FHLB 5% 11/17/17	0.	0.
FORM GENERAL ELECTRIC 6.75% 03/15/32	0.	0.
FORM GOLDMAN SACHS 6.125% 02/15/33	0.	0.
FORM LUBRISOL NTS 8.875% 02/01/19	0.	0.
FORM MORGAN STANLEY 6.25% 08/09/26	0.	0.
FORM UPS 5.125% 04/01/19	0.	0.
FORM VERIZON COMM 6.4% 09/15/33	0.	0.
FORM YUM! BRANDS 3.875% 11/01/23	0.	0.
ROCKEFELLER CORE TAXABLE BOND FUND	246,000.	247,531.
TOTAL TO FORM 990-PF, PART II, LINE 10C	246,000.	247,531.

FORM 990-PF OTHER INVESTMENTS STATEMENT 9

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
ROCKEFELLER GLOBAL EQUITY FUND I, LP	COST	780,386.	1,063,014.
TOTAL TO FORM 990-PF, PART II, LINE 13		780,386.	1,063,014.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS / INTEREST RECEIVABLE	67.	2.	2.
INTEREST PURCHASED DEFERRED	379.	0.	0.
MISCELLANEOUS RECEIVABLE	1,000.	1,000.	1,000.
SECURITIES BASIS ADJUSTMENT	160.	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 15	1,606.	1,002.	1,002.

Description	Quantity	Acquired Date	Sale Date	Sales Proceeds	Cost Basis	Realized Gain Loss
FEDEX CORP 4.900% 01/15/2034 DTD 01/09/2014	-1,000.00	1/6/2014	4/4/2014	1,038.99	998.60	40.39
FEDEX CORP 4.900% 01/15/2034 DTD 01/09/2014	-2,000.00	1/6/2014	4/4/2014	2,077.98	2,011.34	66.64
FEDEX CORP 4.900% 01/15/2034 DTD 01/09/2014	-1,000.00	1/6/2014	4/4/2014	1,038.99	1,007.19	31.80
FEDEX CORP 4.900% 01/15/2034 DTD 01/09/2014	-1,000.00	1/7/2014	4/4/2014	1,038.99	1,009.22	29.77
FFCB 3.750% 06/03/2025 DTD 03/03/2014	-3,000.00	3/6/2014	3/20/2014	2,991.56	2,999.40	(7.84)
FIFTH THIRD BANCORP 3 5/8% JAN 25 2016 DTD 01/25/2011	-3,000.00	1/13/2014	4/4/2014	3,141.36	3,147.27	(5.91)
PORT AUTHORITY NEW YORK AND NEW JERSEY ONE HUNDRED FIFTY SEVEN 5.309% DEC 01 2019 D	-25,000.00	3/13/2014	4/4/2014	28,687.50	29,248.33	(560.83)
USA TREAS NOTES 0.25% 12/31/2015 DTD 12/31/2013	-8,000.00	1/29/2014	4/4/2014	7,990.63	7,988.44	2.19
USA TREAS NOTES 0.25% 12/31/2015 DTD 12/31/2013	-2,000.00	1/29/2014	3/13/2014	1,998.75	1,997.11	1.64
USA TREAS NOTES 2.375% 12/31/20 DTD 12/31/2013	-11,000.00	1/8/2014	3/11/2014	11,106.56	10,961.76	144.80
U S A TREAS BONDS 5.375% 02/15/2031 DTD 02/15/2001	-1,000.00	3/10/2014	4/4/2014	1,275.35	1,259.72	15.63
USA TREAS NOTES 2.250% 01/31/2015 DTD 01/31/2010	-1,000.00	3/10/2014	4/4/2014	1,017.58	1,017.34	0.24
US TREASURY N/B 1.500% 02/28/2019 DTD 02/28/2014	-10,000.00	3/11/2014	4/4/2014	9,910.16	9,934.37	(24.21)
VANGUARD GNMA FUND	-2,760.62	9/9/2013	4/7/2014	29,262.55	28,600.00	662.55
VANGUARD GNMA FUND	-3.547	10/1/2013	4/7/2014	37.60	37.42	0.18
VANGUARD GNMA FUND	-5.556	11/1/2013	4/7/2014	58.89	58.95	(0.06)
VANGUARD GNMA FUND	-5.913	12/2/2013	4/7/2014	62.68	62.21	0.47
VANGUARD GNMA FUND	-6.263	1/2/2014	4/7/2014	66.39	65.26	1.13
VANGUARD GNMA FUND	-6.286	2/3/2014	4/7/2014	66.63	66.69	(0.06)
VANGUARD GNMA FUND	-6.229	3/3/2014	4/7/2014	66.03	66.15	(0.12)
VANGUARD GNMA FUND	-6.331	4/2/2014	4/7/2014	67.11	66.86	0.25
<b>SHORT-TERM COVERED TRANSACTIONS</b>				<b>103,002.28</b>	<b>102,603.63</b>	<b>398.65</b>
CITIGROUP INC SR NOTES 4.45% JAN 10 2017 DTD 01/10/2012	-2,000.00	4/17/2013	4/4/2014	2,161.70	2,214.30	(52.60)
CITIGROUP INC SR NOTES 4.45% JAN 10 2017 DTD 01/10/2012	-1,000.00	4/17/2013	4/4/2014	1,080.85	1,106.54	(25.69)
COMCAST CORPORATION 7.05% MAR 15 2033 DTD 3/14/2003	-2,000.00	9/17/2013	4/4/2014	2,554.92	2,463.04	91.88
COMCAST CORPORATION 7.05% MAR 15 2033 DTD 3/14/2003	-1,000.00	9/17/2013	3/13/2014	1,264.70	1,231.52	33.18
CSX CORP NOTES 6 1/4% APR 01 2015 DTD 03/27/2008	-3,000.00	12/5/2013	1/29/2014	3,194.31	3,222.87	(28.56)
DUKE ENERGY INDIANA INC 3.750% 07/15/2020 DTD 07/09/2010	-1,000.00	10/8/2013	4/4/2014	1,054.40	1,056.05	(1.65)
FEDEX CORP SR NOTES 8% JAN 15 2019 DTD 01/16/2009	-3,000.00	1/23/2013	1/6/2014	3,757.95	3,988.47	(230.52)
FEDEX CORP SR NOTES 8% JAN 15 2019 DTD 01/16/2009	-2,000.00	1/29/2013	1/6/2014	2,505.30	2,648.22	(142.92)
FHLB 5.000% 11/17/2017 DTD 10/19/2007	-10,000.00	8/21/2013	4/4/2014	11,333.80	11,472.80	(139.00)
GENERAL ELECTRIC CAPITAL CORP MEDIUM TERM NOTES 6 3/4% A MAR 15 2032 DTD 3/20/2002	-3,000.00	12/13/2013	4/4/2014	3,878.13	3,738.18	139.95
GOLDMAN SACHS GROUP INC 6 1/8% FEB 15 2033 DTD 2/13/2003	-3,000.00	12/13/2013	4/4/2014	3,487.98	3,382.02	105.96
LUBRIZOL CORP NOTES 8 7/8% FEB 1 2019 DTD 01/27/2009	-2,000.00	12/5/2013	4/4/2014	2,580.04	2,637.12	(57.08)
MORGAN STANLEY MEDIUM TERM NOTES 6 1/4% AUG 09 2026 DTD 08/09/2006	-4,000.00	10/23/2013	4/4/2014	4,784.48	4,651.08	133.40
UNITED PARCEL SERVICE 5 1/8% APR 01 2019 DTD 03/24/2009	-3,000.00	7/23/2013	4/4/2014	3,419.64	3,467.10	(47.46)
U S A TREAS NOTES 0.625% JUL 15 2016 DTD 7/15/2013	-4,000.00	7/11/2013	4/4/2014	4,005.31	3,995.31	10.00
U S A TREAS NOTES 0.625% JUL 15 2016 DTD 7/15/2013	-3,000.00	7/11/2013	1/13/2014	3,006.10	2,996.49	9.61
U S A TREAS NOTES 0.625% JUL 15 2016 DTD 7/15/2013	-1,000.00	7/22/2013	1/13/2014	1,002.03	1,001.13	0.90
USA TREAS NOTES 0.875% 04/30/2017 DTD 04/30/2012	-8,000.00	5/16/2013	4/4/2014	7,982.50	8,090.00	(107.50)
USA TREAS NOTES 1.250% 04/15/2014 DTD 04/15/2011	-5,000.00	11/5/2013	4/4/2014	5,001.17	5,025.19	(24.02)
USA TREAS NOTES 1.250% 04/15/2014 DTD 04/15/2011	-1,000.00	11/5/2013	3/13/2014	1,001.05	1,005.04	(3.99)
USA TREAS NOTES 2.250% 01/31/2015 DTD 01/31/2010	-5,000.00	11/5/2013	4/4/2014	5,087.89	5,127.73	(39.84)

THE BOATWRIGHT FOUNDATION

EIN #13-3048884

2014

Description	Quantity	Acquired Date	Sale Date	Sales Proceeds	Cost Basis	Realized Gain Loss
USA TREAS NOTES 3.250% 07/31/2016 DTD 07/31/2009	-6,000.00	11/5/2013	4/4/2014	6,370.55	6,444.61	(74.06)
U S A TREAS BONDS 4.500% 05/15/2038 DTD 08/15/2008	-2,000.00	7/11/2013	2/5/2014	2,328.91	2,328.44	0.47
U S A TREAS BONDS 4.500% 05/15/2038 DTD 08/15/2008	-1,000.00	8/21/2013	2/5/2014	1,164.45	1,123.32	41.13
U S A TREAS BONDS 5.375% 02/15/2031 DTD 02/15/2001	-5,000.00	7/11/2013	4/4/2014	6,376.76	6,400.59	(23.83)
VERIZON COMMUNICATIONS 6.400% 09/15/2033 DTD 09/18/2013	-3,000.00	9/11/2013	4/4/2014	3,577.02	3,215.85	361.17
YUM! BRANDS INC 3.875% 11/01/2023 DTD 10/31/2013	-3,000.00	12/2/2013	4/4/2014	2,990.22	2,938.47	51.75
<b>SHORT-TERM NONCOVERED TRANSACTIONS</b>				<b>96,952.16</b>	<b>96,971.48</b>	<b>(19.32)</b>
BANK OF AMERICA NA FLOATING RATE NOTE JUN 15 2017 DTD 06/19/2007	-4,000.00	12/13/2012	4/4/2014	3,880.00	3,758.28	121.72
DUKE ENERGY INDIANA INC 3.750% 07/15/2020 DTD 07/09/2010	-3,000.00	1/17/2013	4/4/2014	3,163.20	3,328.38	(165.18)
FNMA 6.625% 11/15/2030 DTD 11/03/2000	-3,000.00	8/17/2011	2/5/2014	4,041.03	4,208.82	(167.79)
JP MORGAN CHASE NA 6% OCT 01 2017 DTD 09/24/2007	-5,000.00	8/24/2012	4/4/2014	5,697.40	5,883.55	(186.15)
KEYCORP MTN 5.1% MAR 24 2021 DTD 03/24/2011	-2,000.00	3/21/2012	3/13/2014	2,229.40	2,196.34	33.06
KEYCORP MTN 5.1% MAR 24 2021 DTD 03/24/2011	-3,000.00	3/21/2012	4/4/2014	3,351.81	3,294.51	57.30
LUBRIZOL CORP NOTES 8 7/8% FEB 1 2019 DTD 01/27/2009	-2,000.00	2/22/2013	4/4/2014	2,580.04	2,787.52	(207.48)
NASSAU CNTY NY INTERIM FIN AUTH SALES TAX SECD 1.976% NOV 15 2019 DTD 10/11/2012 FED TA	-10,000.00	10/25/2012	3/11/2014	9,864.20	10,129.10	(264.90)
NVR INC 3.95% SEP 15 2022 DTD 09/10/2012	-4,000.00	10/4/2012	4/4/2014	3,908.96	4,132.12	(223.16)
NY CITY NY TRNSTIONAL FIN AUTH REV 3.823% MAY 01 2017 DTD 06/04/2010 FED TAXABLE HELD B	-5,000.00	5/1/2012	3/11/2014	5,244.05	5,551.25	(307.20)
PNC FUNDING CORP SR NOTES 5 1/8% FEB 08 2020 DTD 02/08/2010	-3,000.00	1/6/2012	4/4/2014	3,388.71	3,385.95	2.76
PNC FUNDING CORP SR NOTES 5 1/8% FEB 08 2020 DTD 02/08/2010	-2,000.00	1/6/2012	3/13/2014	2,266.22	2,257.30	8.92
TORONTO-DOMINION BANK 2 3/8% OCT 19 2016 DTD 10/19/2011	-5,000.00	11/10/2011	1/29/2014	5,180.15	5,072.45	107.70
<b>LONG-TERM NONCOVERED TRANSACTIONS</b>				<b>54,795.17</b>	<b>55,985.57</b>	<b>(1,190.40)</b>