Form **990-PF** | Department of the Treasury, Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No 1545-0052 **2014** Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: WOODSHOUSE FOUNDATION

A Employer identification number: 13-6983078

Number and street (or P O box number if mail is not delivered to street address): 522 FIFTH AVENUE | Room/suite: 1100

B Telephone number: 212-296-6237

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10036

C If exemption application is pending, check here ▶ ☐

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

D 1 Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 10,775,437.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received			N/A	
	2 Check ▶ [X] if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	161,262.	161,262.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	542,094.			
	b Gross sales price for all assets on line 6a 3,785,347.				
	7 Capital gain net income (from Part IV, line 2)		542,094.		
	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	703,356.	703,356.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 2	4,050.	2,025.		0.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 3	12,293.	12,293.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 4	43,087.	43,087.		0.
	24 **Total operating and administrative expenses** Add lines 13 through 23	59,430.	57,405.		0.
	25 Contributions, gifts, grants paid	1,372,170.			1,372,170.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,431,600.	57,405.		1,372,170.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	-728,244.			
	b **Net investment income** (if negative, enter -0-)		645,951.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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17050507 719435 4658-27 2014.03040 WOODSHOUSE FOUNDATION 4658-271

Part II Balance Sheets Attached schedules and amounts in the description column should be for end-of-year amounts only

		Beginning of year (a) Book Value	End of year (b) Book Value	End of year (c) Fair Market Value
Assets	1 Cash - non-interest-bearing			
	2 Savings and temporary cash investments	32,454.	696,803.	696,803.
	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 5	9,936,391.	8,543,798.	10,078,634.
	c Investments - corporate bonds			
	11 Investments - land, buildings, and equipment basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	9,968,845.	9,240,601.	10,775,437.
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 ▶ ☐ 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 ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,211,514.	1,211,514.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	8,757,331.	8,029,087.	
	30 **Total net assets or fund balances**	9,968,845.	9,240,601.	
	31 **Total liabilities and net assets/fund balances**	9,968,845.	9,240,601.	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,968,845.
2	Enter amount from Part I, line 27a	2	-728,244.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	9,240,601.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	9,240,601.

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	THROUGH MORGAN STANLEY (SEE STATEMENT			
b	ATTACHED)	P		
c	THROUGH MORGAN STANLEY (SEE STATEMENT			
d	ATTACHED)	P		
e	CAPITAL GAINS DIVIDENDS			

	(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	1,241,771.		1,179,940.	61,831.
c				
d	2,542,556.		2,063,313.	479,243.
e	1,020.			1,020.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				61,831.
c				
d				479,243.
e				1,020.

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	542,094.
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	754,511.	10,376,509.	.072713
2012	438,000.	3,836,245.	.114174
2011	167,017.	4,329,488.	.038577
2010	272,200.	4,249,448.	.064055
2009	208,300.	3,661,728.	.056886

2	Total of line 1, column (d)	2	.346405
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	.069281
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	11,091,227.
5	Multiply line 4 by line 3	5	768,411.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,460.
7	Add lines 5 and 6	7	774,871.
8	Enter qualifying distributions from Part XII, line 4	8	1,372,170.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ (attach copy of letter if necessary-see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b	1	6,460.
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	6,460.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0.
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	6,460.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 1,250.		
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	1,250.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	74.
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	5,284.
10	**Overpayment** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? *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*	1b		X
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		X
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		X
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ CT			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ WENDE RACTLIFE & THOMAS FRAME Telephone no. ▶ 212-296-6237

Located at ▶ 522 FIFITH AVENUE, 11TH FLOOR, NEW YORK, NY ZIP+4 ▶ 10036

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

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

			Yes	No
	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? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
	If "Yes," list the years ▶ ______, ______, ______, ______			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.) N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here.			
	▶ ______, ______, ______, ______			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)* N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☐ Yes ☒ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?	N/A	5b		
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	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?		6b		X
If "Yes" to 6b, file Form 8870.				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b		

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 6		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	
2	
3	
4	

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	
2	
All other program-related investments. See instructions.	
3	
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	9,914,219.
b	Average of monthly cash balances	1b	1,345,910.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	11,260,129.
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	11,260,129.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	168,902.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,091,227.
6	**Minimum investment return** Enter 5% of line 5	6	554,561.

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	554,561.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 6,460.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	6,460.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	548,101.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	548,101.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	548,101.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	1,372,170.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,372,170.
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	6,460.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,365,710.

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				548,101.
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 45,288.				
b From 2010 60,564.				
c From 2011				
d From 2012 246,786.				
e From 2013 245,664.				
f Total of lines 3a through e	598,302.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 1,372,170.				
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				548,101.
e Remaining amount distributed out of corpus	824,069.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	1,422,371.			
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	45,288.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	1,377,083.			
10 Analysis of line 9:				
a Excess from 2010 60,564.				
b Excess from 2011				
c Excess from 2012 246,786.				
d Excess from 2013 245,664.				
e Excess from 2014 824,069.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

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
a *Paid during the year*				
ADD A KET KEZED ALAPIT NOT AVAILABLE	NONE	501(C)3		22,000.
FOOD AND WATER WATCH 1616 P STREET, NW SUITE 300 WASHINGTON, DC 20036	NONE	501(C)3		30,000.
MANHATTAN CHRISTIAN ACADEMY 401 W 205TH ST NEW YORK, NY 10034	NONE	501(C)3		20,000.
MEADOWBROOK WALDORF SCHOOL 300 KINGSTON ROAD W KINGSTON, RI 02892	NONE	501(C)3		27,000.
MILLBROOK SCHOOL 131 MILLBROOK SCHOOL ROAD MILLBROOK, NY 12545	NONE	501(C)3		40,000.
Total SEE CONTINUATION SHEET(S)			▶ **3a**	1,372,170.
b *Approved for future payment* NONE				
Total			▶ **3b**	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	161,262.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			14	1,020.	541,074.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		162,282.	541,074.

13 Total. Add line 12, columns (b), (d), and (e) 13 703,356.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).
3,4,	THE FOUNDATION IS SOLELY A GRANT-MAKING ORGANIZATION AND INVESTS FUNDS
7,8	TO PRODUCE INCOME TO MAKE SUCH GRANTS AND TO PAY EXPENSES OF
	ADMINISTERING THE FOUNDATION. THE AMOUNTS SHOWN ON LINES 3,4,7 & 8 ARE
	NOT DERIVED FROM ANY "TRADE OR BUSINESS" CONDUCTED BY THE FOUNDATION,
	BUT MERELY REFLECT A NORMAL RETURN ON THE FOUNDATION'S ASSETS.

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

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

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

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

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

b If "Yes," complete the following schedule.

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

Sign Here

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

W Ratcliffe

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
KEVIN J. RYAN		05/07/15		P00928905
Firm's name ▶ SHEEHAN & COMPANY, CPA, PC			Firm's EIN ▶ 13-2709344	
Firm's address ▶ 165 ORINOCO DR BRIGHTWATERS, NY 11718			Phone no. 631-665-7040	

Form **990-PF** (2014)

423622
11-24-14

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
MORGAN STANLEY	162,282.	1,020.	161,262.	161,262.	
TO PART I, LINE 4	162,282.	1,020.	161,262.	161,262.	

FORM 990-PF ACCOUNTING FEES STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	4,050.	2,025.		0.
TO FORM 990-PF, PG 1, LN 16B	4,050.	2,025.		0.

FORM 990-PF TAXES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL TAXES	6,251.	6,251.		0.
FOREIGN TAXES	6,042.	6,042.		0.
TO FORM 990-PF, PG 1, LN 18	12,293.	12,293.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT EXPENSES	43,087.	43,087.		0.
TO FORM 990-PF, PG 1, LN 23	43,087.	43,087.		0.

FORM 990-PF CORPORATE STOCK STATEMENT 5

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
78863.244 VANGUARD SHORT TERM CORPORATE FD	856,073.	840,682.
4000 SCHLUMBERGER	328,364.	341,640.
3000 EXXON MOBIL	266,345.	377,350.
3000 UNITED TECHNOLOGIES	249,479.	345,000.
4180 UNION PACIFIC	260,377.	497,963.
2250 ANHEUSER BUSCH	194,524.	252,720.
4000 COLGATE PALMOLIVE	210,631.	276,760.
700 GOOGLE - CLASS C	342,377.	36,480.
300 GOOGLE - CLASS A	116,506.	159,198.
4400 MASTERCARD	229,239.	379,104.
1860 VISA	264,048.	487,692.
5580 APPLE	430,109.	649,034.
8000 VANGUARD EMERGING MKTS EAFE	328,682.	320,160.
3525 OCCIDENTAL PETE CORP	317,428.	284,150.
9000 DIRECT TV	0.	0.
5750 DOLLAR GENERAL CORP	310,785.	404,640.
10000 DIAGEO PLC	0.	0.
4000 NESTLE SA	263,193.	293,665.
4100 STRYKER CORP	283,462.	386,753.
4900 EXPRESS SCRIPTS HOLDING CO	300,578.	414,883.
3400 JOHNSON & JOHNSON	310,814.	355,538.
3900 THERMO FISHER	340,897.	488,631.
11000 WELLS FARGO COMPANY	474,867.	603,020.
1600 IBM CORP	334,485.	256,704.
3000 QUALCOMM INC	197,670.	222,990.
8500 ABBOTT LABORATORIES	336,775.	382,670.
1410 CALIFORNIA RES CORP COM	11,461.	7,769.
12000 DISCOVERY COMMUNICATIONS SER C	433,926.	404,640.
5600 TJX COS INC NEW	334,754.	384,048.
5000 US BANCORP COM NEW	215,949.	224,750.
TOTAL TO FORM 990-PF, PART II, LINE 10B	8,543,798.	10,078,634.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 6

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN-SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WENDE RACTLIFFE 522 FIFTH AVENUE, SUITE 1100 NEW YORK, NY 10036	TRUSTEE 1.00	0.	0.	0.
GRETCHEN BIGGS 15 FENWAY ROAD WESTERLY, RI 02891	TRUSTEE 1.00	0.	0.	0.
BARTON W BIGGS 4026 RIVER ROAD FABER, VA 22938	TRUSTEE 1.00	0.	0.	0.
KANISA COLLINGS 12 HORSEMANS LANE LEXINGTON, KY 40536	BOARD MEMBER 1.00	0.	0.	0.
WENDE RACTLIFFE 522 FIFTH AVENUE SUITE 1100 NEW YORK, NY 10036	INVESTMENT MANAGER 10.00	0.	0.	0.
VINCENT BLACK 10 OAK FOREST LANE MYRTLE BEACH, SC 29577	BOARD MEMBER 1.00	0.	0.	0.
PENELOPE HOVINGTON 6 FENWAY ROAD WESTERLY, RI 02891	BOARD MEMBER 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

THE WOODSHOUSE FOUNDATION
101 WOODLAND STREET
SHERBORN MA 01770-1208

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number XX-XXX3078
Account Number 876 137785 039

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
DIRECTV COM	CUSIP: 25490A309 Symbol: DTV							
	2,250 000	05/21/13	02/03/14	$153,567.92	$146,796 08	$0 00	$6,771 84	$0 00
	500.000	10/09/13	10/08/14	$43,450 79	$29,072.55	$0.00	$14,378.24	$0.00
Security Subtotal	2,750.000			$197,018.71	$175,868.63	$0.00	$21,150.08	$0.00
DOLLAR GEN CORP NEW COM	CUSIP 256677105 Symbol DG							
	1,750 000	05/21/13	02/03/14	$97,180 88	$95,386 73	$0 00	$1,794 15	$0 00
EXPRESS SCRIPTS HLDG CO COM	CUSIP 30219G108 Symbol: ESRX							
	1,600 000	05/21/13	02/03/14	$118,899.53	$98,147 84	$0 00	$20,751 69	$0 00
INTL BUSINESS MACHINES CORP	CUSIP: 459200101 Symbol. IBM							
	550 000	05/21/13	02/03/14	$95,244 32	$114,979.43	$0 00	($19,735 11)	$0 00
JOHNSON & JOHNSON	CUSIP 478160104 Symbol. JNJ							
	900 000	05/21/13	02/03/14	$78,309 97	$79,497 00	$0 00	($1,187 03)	$0 00
OCCIDENTAL PETROLEUM CORP DE	CUSIP 674599105 Symbol: OXY							
	1,175 000	05/21/13	02/03/14	$102,825 05	$109,630 09	$0 00	($6,805 04)	$0 00
QUALCOMM INC	CUSIP. 747525103 Symbol: QCOM							
	900 000	05/21/13	02/03/14	$65,926 55	$59,300 91	$0 00	$6,625 64	$0 00
STRYKER CORP	CUSIP. 863667101 Symbol: SYK							
	1,400 000	05/21/13	02/03/14	$106,975.35	$96,791 94	$0 00	$10,183 41	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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101 WOODLAND STREET
SHERBORN MA 01770-1208

Morgan Stanley Smith Barney Holdings LLC
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8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number XX-XXX3078
Account Number 876 137785 039

Customer Service: 866-324-6088

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Short Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part I with box A checked) **(Continued)**

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f)	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
THERMO FISHER SCIENTIFIC INC	CUSIP: 883556102	Symbol TMO						
	1,200 000	05/21/13	02/03/14	$135,638 19	$104,891.28	$0 00	$30,746 91	$0 00
VANGUARD FTSE EMERGING MARKETS	CUSIP: 922042858	Symbol VWO						
	3,000 000	10/09/13	02/03/14	$110,281 38	$123,255 90	$0 00	($12,974.52)	$0 00
WELLS FARGO & CO NEW	CUSIP: 949746101	Symbol WFC						
	3,000 000	05/21/13	02/03/14	$133,471 27	$122,190 00	$0 00	$11,281 27	$0 00
Total Short Term Covered Securities				**$1,241,771 20**	**$1,179,939.75**	**$0.00**	**$61,831.45**	**$0.00**

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f))	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
ANHEUSER BUSCH INBEV SA SPON	CUSIP: 03524A108 Symbol: BUD							
	750 000	09/17/12	02/03/14	$70,918 46	$64,058 78	$0 00	$6,859 68	$0 00
APPLE INC	CUSIP: 037833100 Symbol: AAPL							
	280 000	12/27/12	02/03/14	$140,389 38	$143,438 96	$0 00	($3,049 58)	$0 00
COLGATE PALMOLIVE CO	CUSIP: 194162103 Symbol: CL							
	1,600 000	12/27/12	02/03/14	$96,402 80	$84,325 04	$0 00	$12,077 76	$0 00
	400.000	12/27/12	10/27/14	$26,436.89	$21,081.26	$0.00	$5,355.63	$0.00
Security Subtotal	**2,000.000**			**$122,839.69**	**$105,406.30**	**$0 00**	**$17,433.39**	**$0 00**
DIAGEO PLC 28 935P ORD	CUSIP: G42089113 Symbol. DGEAF							
	2,500 000	12/28/12	02/03/14	$72,073 74	$73,437 25	$0 00	($1,363 51)	$0 00
	4,500 000	12/28/12	10/27/14	$127,968 17	$132,187 05	$0 00	($4,218 88)	$0 00
	3,000.000	01/14/13	10/27/14	$85,312.11	$86,708.99	$0.00	($1,396.88)	$0.00
Security Subtotal	**10,000 000**			**$285,354 02**	**$292,333 29**	**$0 00**	**($6,979.27)**	**$0 00**
DIRECTV COM	CUSIP: 25490A309 Symbol: DTV							
	3,400 000	05/21/13	05/29/14	$279,417 72	$221,825 18	$0 00	$57,592 54	$0 00
	2,050 000	05/21/13	10/08/14	$178,148 24	$133,747 54	$0 00	$44,400 70	$0.00
	800.000	06/19/13	10/08/14	$69,521.26	$49,938.64	$0.00	$19,582.62	$0.00
Security Subtotal	**6,250.000**			**$527,087 22**	**$405,511 36**	**$0 00**	**$121,575 86**	**$0.00**
EXXON MOBIL CORP	CUSIP: 30231G102 Symbol: XOM							
	1,300 000	12/27/12	02/03/14	$117,159 94	$112,682 05	$0 00	$4,477 89	$0 00

CONTINUED ON NEXT PAGE

Morgan Stanley

Corporate Tax Statement
Tax Year 2014

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1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) **OMB NO. 1545-0715**

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)
(Continued)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f))	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
GOOGLE INC-CL A	**CUSIP: 38259P508**	**Symbol: GOOGL**						
	210 000	09/17/12	02/03/14	$239,027 98	$149,084 37	$0 00	$89,943 61	$0 00
	170.000	12/27/12	02/03/14	$193,498.84	$120,018.30	$0.00	$73,480.54	$0.00
Security Subtotal	**380 000**			**$432,526.82**	**$269,102 67**	**$0.00**	**$163,424 15**	**$0 00**
MASTERCARD INC CL A	**CUSIP: 57636Q104**	**Symbol: MA**						
	1,400 000	12/27/12	02/03/14	$103,866 85	$68,271 99	$0 00	$35,594 86	$0 00
NESTLE SA CHAM ET VEVEY	**CUSIP: H57312649**	**Symbol: NSRGF**						
	1,400 000	12/28/12	02/03/14	$101,222.29	$91,649 60	$0 00	$9,572 69	$0 00
SCHLUMBERGER LTD	**CUSIP: 806857108**	**Symbol SLB**						
	910 000	09/17/12	02/03/14	$78,471.11	$70,196 85	$0 00	$8,274.26	$0 00
	90.000	12/28/12	02/03/14	$7,760.88	$6,134.96	$0.00	$1,625.92	$0.00
Security Subtotal	**1,000.000**			**$86,231.99**	**$76,331.81**	**$0 00**	**$9,900.18**	**$0 00**
UNION PACIFIC CORP	**CUSIP: 907818108**	**Symbol: UNP**						
	700 000	09/17/12	02/03/14	$120,202 60	$88,899.50	$0.00	$31,303 10	$0 00
UNITED TECHNOLOGIES CORP	**CUSIP: 913017109**	**Symbol: UTX**						
	1,220 000	09/17/12	02/03/14	$134,639 78	$100,260 54	$0 00	$34,379.24	$0 00
	280.000	12/27/12	02/03/14	$30,900.93	$22,932.17	$0.00	$7,968.76	$0.00
Security Subtotal	**1,500.000**			**$165,540 71**	**$123,192 71**	**$0 00**	**$42,348.00**	**$0 00**
VANGUARD FTSE EMERGING MARKETS	**CUSIP: 922042858**	**Symbol: VWO**						
	1,000 000	10/09/13	10/27/14	$40,932 09	$41,085.30	$0 00	($153 21)	$0 00

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Morgan Stanley

Corporate Tax Statement
Tax Year 2014

THE WOODSHOUSE FOUNDATION
101 WOODLAND STREET
SHERBORN MA 01770-1208

Morgan Stanley Smith Barney Holdings LLC
1 New York Plaza
8th Floor
New York, NY 10004
Identification Number 26-4310632

Taxpayer ID Number XX-XXX3078
Account Number: 876 137785 039

Customer Service: 866-324-6088

This information is NOT being furnished to the Internal Revenue Service. It is provided to you for informational purposes only.

1099-B PROCEEDS FROM BROKER AND BARTER EXCHANGE TRANSACTIONS (continued) OMB NO. 1545-0715

Gross Proceeds less commissions and option premiums on stocks, bonds, etc. Consider the Net Proceeds box checked in IRS box 6 (Reported to IRS) for all option transactions

Long Term - Covered Securities (Consider Box 3 (Basis Reported to IRS) as being checked for this section These transactions should be reported on Form 8949 Part II with box D checked)
(Continued)

DESCRIPTION (Box 1a)	QUANTITY	DATE ACQUIRED (Box 1b)	DATE SOLD (Box 1c)	PROCEEDS (Box 1d)	COST OR OTHER BASIS (Box 1e)	ADJUSTMENTS/CODE (Box 1g)/(Box 1f))	GAIN/(LOSS) AMOUNT	FEDERAL INCOME TAX WITHHELD (Box 4)
VANGUARD SH TM INVT GR INV	CUSIP: 922031406 Symbol: VFSTX							
	141 985	01/11/13	01/27/14	$1,523 00	$1,538 61	$15 61 W	($15 61)	$0 00
	9,177.679	01/11/13	01/27/14	$98,477.00	$99,486.55	$0.00	($1,009.55)	$0.00
Security Subtotal	9,319 664			$100,000 00	$101,025.16	$15 61	($1,025.16)	$0 00
VISA INC CL A	CUSIP: 92826C839 Symbol: V							
	600 000	09/17/12	02/03/14	$128,283 76	$80,323 99	$0 00	$47,959 77	$0 00
Total Long Term Covered Securities				**$2,542,555.82**	**$2,063,313.47**	**$15.61**	**$479,242.35**	**$0.00**
Total Short and Long Term, Covered and Noncovered Securities				**$3,784,327.02**	**$3,243,253.22**	**$15.61**	**$541,073.80**	**$0.00**

Form 1099-B Total Reportable Amounts - Does not include cost basis or adjustment amounts for noncovered securities

Total IRS Reportable Proceeds (Box 1d)	**$3,784,327.02**			
Total IRS Reportable Cost or Other Basis for Covered Securities (Box 1e)		**$3,243,253.22**		
Total IRS Reportable Adjustments (Box 1g)			**$15.61**	
Total Fed Tax Withheld (Box 4)				**$0.00**

Part XV | Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MILWAUKEE MONTESSORI SCHOOL 345 N 95TH ST MILWAUKEE, WI 53226	NONE	501(C)3		50,000.
NORTH BRANCH SCHOOL PO BOX 209 RIPTON, VT 05766	NONE	501(C)3		45,000.
SOHO CENTER FOR ARTS AND EDUCATION 16564 W HOOVER ROAD MADISON, VA 22727	NONE	501(C)3		5,000.
SPIKENARD FARM 401 HIDEAWAY LANE FLOYD, VA 24091	NONE	501(C)3		35,000.
WATERSIDE SCHOOL 770 PACIFIC ST STAMFORD, CT 06902	NONE	501(C)3		25,000.
PREDATOR DEFENSE P.O. BOX 5446 EUGENE, OR 97405	NONE	501(C)3		5,000.
INSIGHT GARDEN PROGRAM P.O. BOX 441 SAN QUENTIN, CA 94964-0441	NONE	501(C)3		200,000.
COMITE DU VILLAGE SUD NOT AVAILABLE	NONE	501(C)3		4,500.
WALNUT HILL SCHOOL FOR THE ARTS 12 HIGHLAND STREET NATICK, MA 01760	NONE	501(C)3		300,000.
BIODYNAMIC ASSOCIATION 1661 N. WATER STREET, SUITE 307 MILWAUKEE, WI 53202	NONE	501(C)3		30,000.
Total from continuation sheets				1,233,170.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
PRESIDENTS & FELLOWS OF HARVARD COLLEGE 124 MOUNT AUBURN STREET CAMBRIDGE, MA 02138	NONE	501(C)3		95,670.
MORGAN'S PLACE 7 VAN CAR ROAD NEW MILFORD, CT 06776	NONE	501(C)3		10,000.
DARMOUTH UNIVERSITY 6066 DEVELOPMENT OFFICE HANOVER, NH 03755-4400	NONE	501(C)3		51,000.
SELF REALIZATION FELLOWSHIP 3880 SAN RAFAEL AVENUE LOS ANGELES, CA 90065-3219	NONE	501(C)3		5,000.
FOOD DEMOCRACY NOW P.O. BOX 5 CLEAR LAKE, IA 50428	NONE	501(C)3		20,000.
RUDOLF STEINER FOUNDATION 1002 O'REILLY AVENUE SAN FRANCISCO, CA 94129	NONE	501(C)3		300,000.
AGRICULTURAL STEWARDSHIP 2531 STATE ROUTE 40 GREENWICH, NY 12834	NONE	501(C)3		30,000.
THE GREAT HEALTHY YARD PROJECT	N	501(C)3		22,000.
Total from continuation sheets				