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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

Name of foundation: THE SPIONKOP CHARITABLE TRUST C/O CHARLES PRATT & COMPANY LLC. A Employer identification number: 13-7087319. B Telephone number: (212) 867-4444. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 2,754,720. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Total expenses and disbursements of 208,094 and Excess of revenue over expenses of 134,066.

Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	25,746		229,097		229,097
	2	Savings and temporary cash investments					
	3	Accounts receivable ▶ <u>1,423</u>					
		Less allowance for doubtful accounts ▶ _____	896		1,423		1,423
	4	Pledges receivable ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____					
		Less allowance for doubtful accounts ▶ _____					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)					
	b	Investments—corporate stock (attach schedule)					
	c	Investments—corporate bonds (attach schedule)					
	11	Investments—land, buildings, and equipment basis ▶ _____					
	Less accumulated depreciation (attach schedule) ▶ _____						
12	Investments—mortgage loans						
13	Investments—other (attach schedule)	2,024,846	<input checked="" type="checkbox"/>	1,906,040		2,524,200	
14	Land, buildings, and equipment basis ▶ _____						
	Less accumulated depreciation (attach schedule) ▶ _____						
15	Other assets (describe ▶ _____)						
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,051,488		2,136,560		2,754,720	
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)	<input checked="" type="checkbox"/> 2,799	<input checked="" type="checkbox"/>	2,752		
23	Total liabilities (add lines 17 through 22)	2,799		2,752			
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	1,299,204		1,299,204			
28	Paid-in or capital surplus, or land, bldg, and equipment fund	0		0			
29	Retained earnings, accumulated income, endowment, or other funds	749,485		834,604			
30	Total net assets or fund balances (see instructions)	2,048,689		2,133,808			
31	Total liabilities and net assets/fund balances (see instructions)	2,051,488		2,136,560			

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	2,048,689
2	Enter amount from Part I, line 27a	2	134,066
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	2,182,755
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	48,947
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,133,808

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 See Additional Data Table			
b			
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 See Additional Data Table			
b			
c			
d			
e			

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	283,249
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No
 If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013			
2012			
2011			
2010			
2009			

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

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	6,074
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	6,074
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	6,074
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5,000
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,500
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	6,500
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	1
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	425
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 425 Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>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.</i>		No
c Did the foundation file Form 1120-POL for this year?		No
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0 (2) On foundation managers <input type="checkbox"/> \$ 0		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 0		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		No
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? <i>If "Yes," attach a conformed copy of the changes</i>		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		No
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		No
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?		No
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NY		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	Yes	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of CHARLES PRATT COMPANY LLC Telephone no (212) 867-4444 Located at 355 LEXINGTON AVE NEW YORK NY ZIP+4 100176603			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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

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

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

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," attach the statement required by Regulations section 53.4945–5(d).</p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes" to 6b, file Form 8870.</p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	5b		
	6b		No
	7b		

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Additional Data Table				

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

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

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

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions	
3	
Total. Add lines 1 through 3	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,847,130
b	Average of monthly cash balances.	1b	26,696
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,873,826
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	2,873,826
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	43,107
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,830,719
6	Minimum investment return. Enter 5% of line 5.	6	141,536

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	141,536
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	6,074
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,074
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	135,462
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	135,462
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	135,462

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	164,638
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	164,638
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	164,638

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				135,462
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			29,783	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>164,638</u>				
a Applied to 2013, but not more than line 2a			29,783	
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.				134,855
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				607
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010.				
b Excess from 2011.				
c Excess from 2012.				
d Excess from 2013.				
e Excess from 2014.				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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

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

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

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

a The name, address, and telephone number or email 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 <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 150,000
b <i>Approved for future payment</i>				
Total				▶ 3b 0

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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.)
46 4577 SHS BEACH FUNDS	P	2005-11-30	2014-11-28
28 9509 SHS BRAES FUND	P	2005-11-30	2014-11-28
48 141 SHS WELWYN FUND	P	2005-11-30	2014-11-28
CP INTERNATIONAL PARTNERS LP	P		
CP INTERNATIONAL PARTNERS LP	P		
BEACH COMMON TRUST FUND	P		
BEACH COMMON TRUST FUND	P		
BRAES COMMON TRUST FUND	P		
BRAES COMMON TRUST FUND	P		
MANOR HOUSE COMMON TRUST FUND	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
98,000		69,388	28,612
135,000		100,977	34,023
133,000		92,731	40,269
		3,491	-3,491
26,503			26,503
2,169			2,169
16,651			16,651
		4,177	-4,177
73,728			73,728
		782	-782

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			28,612
			34,023
			40,269
			-3,491
			26,503
			2,169
			16,651
			-4,177
			73,728
			-782

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
MANOR HOUSE	P		
WELWYN COMMON TRUST FUND	P		
WELWYN COMMON TRUST FUND	P		
POPLAR COMMON TRUST FUND	P		
POPLAR COMMON TRUST FUND	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
31,493			31,493
9,457			9,457
25,189			25,189
		2,160	-2,160
5,765			5,765

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	
			31,493
			9,457
			25,189
			-2,160
			5,765

Form 990PF Part VIII Line 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
MARY OFFUTT PRATT C/O CPCO 355 LEXINGTON AVE 8TH FLOOR NEW YORK, NY 100176603	TRUSTEE 0 00	0	0	0
DAVID O PRATT C/O CPCO 355 LEXINGTON AVE 8TH FLOOR NEW YORK, NY 100176603	TRUSTEE 0 00	0	0	0
THOMAS R PRATT C/O CPCO 355 LEXINGTON AVE 8TH FLOOR NEW YORK, NY 100176603	TRUSTEE 0 00	0	0	0
LAURA P GREGG C/O CPCO 355 LEXINGTON AVE 8TH FLOOR NEW YORK, NY 100176603	TRUSTEE 0 00	0	0	0
DOSORIS TRUST COMPANY C/O CPCO 355 LEXINGTON AVE 8TH FLOOR NEW YORK, NY 100176603	TRUSTEE 0 00	0	0	0

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BROOKLYN BOTANICAL GARDEN - ANNUAL FUND 1000 WASHINGTON AVE BROOKLYN, NY 11225	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION	10,000
CHOATE ROSEMARY HALL 333 CHRISTIAN STREET WALLINGFORD, CT 06492	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL	1,000
COLD SPRING HARBOR LABORATORY ANNUAL FUND 1 BUNGTOWN RD COLD SPRING HARBOR, NY 11724	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/MEDICAL RESEARCH	10,000
DOSORIS CEMETERY TRUST C/O CP CO 355 LEXINGTON AVENUE NEW YORK, NY 10017	NONE	CEMETERY TRUST - 501	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/CEMTERY TRUST	15,000
FEDERATION OF PROTESTANT WELFARE AGENCIES 281 PARK AVENUE SOUTH NEW YORK, NY 10010	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/ENVIRONMENTAL	1,000
GARDEN CLUB OF AMERICA ENDOWMENT FUND 14 EAST 60TH STREET NEW YORK, NY 100221006	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL- ENVIRONMENTAL	3,000
GARDEN CLUB OF AMERICA SCHOLARSHIP FUND 14 EAST 60TH STREET NEW YORK, NY 100221006	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL	2,500
HIGHSTEAD FOUNDATION INC 127 LONETOWN ROAD PO BOX 1097 REDDING, CT 06875	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/ENVIRONMENTAL	1,000
JENKINS ARBORETUM & GARDENS 631 BERWYN BAPTIST ROAD DEVON, PA 19333	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL- ENVIRONMENTAL TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION	4,000
LUSTGARTEN FOUNDATION 1111 STEWART AVE BETHPAGE, NY 11714	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/MEDICAL RESEARCH	10,000
MINDFUL OF KIDS- MIAMI PO BOX 430751 SOUTH MIAMI, FL 33243	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSES OF THE FOUNDATION - CHARITABLE/ENVIRONMENTAL	500
NATURE CONSERVANCY- NY STATE 4245 N FAIRFAX DRIVE ARLINGTON, VA 22203	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL- ENVIRONMENTAL	1,000
OUR LADY OF REFUGE 2020 FOSTER AVENUE NEW YORK, NY 11210	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSES OF THE FOUNDATION - CHARITABLE/RELIGIOUS	6,000
PENNSYLVANIA HORTICULTURAL SOCIETY 100 N 20TH STREET - 5TH FLOOR PHILADELPHIA, PA 191031495	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL- ENVIRONMENTAL	1,500
PLANNED PARENTHOOD 70 SKYLINE DRIVE HAWTHORNE, NY 10532	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/FAMILY PLANNING HEALTH CLINIC	1,000
Total				150,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
PRATT INSTITUTE - TOWNHOUSE RENOVATION FUND 200 WILLOUGHBY AVENUE BROOKLYN, NY 11205	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL	75,000
READY WILING AND ABLE - DOE FUND 1211 BAINBRIDGE ST PHILADELPHIA, PA 19147	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/HOMELESSNESSTO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION	1,000
SUNDARI FOUNDATION 445 GRAND BAY DRIVE PHB1 KEY BISCAWAYNE, FL 33149	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHAIRTABLE/EDUCATIONAL	2,000
THE SHIPLEY SCHOOL 801 YARROW STREET BRYN MAWR, PA 19010	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/MEDICAL/LEGAL/HOUSING	1,000
TREES FOR THE FUTURE PO BOX 7027 SILVER SPRINGS, MD 20907	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL	500
VASSAR COLLEGE 124 RAYMOND AVENUE POUGHKEEPSIE, NY 12604	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL	1,000
VNA HOSPICE OF SUFFOLK 505 MAIN STREET NORTHPORT, NY 11768	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/MEDICAL	1,000
WILLIAMS COLLEGE 75 PARK STREET WILLIAMSTOWN, MA 01267	NONE	PUBLIC CHARITY	TO ACCOMPLISH THE CHARITABLE PURPOSE OF THE FOUNDATION - CHARITABLE/EDUCATIONAL	1,000
Total				150,000

TY 2014 Accounting Fees Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC

EIN: 13-7087319

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING AND TAX PREPARATION	6,500	3,250		3,250

TY 2014 Investments - Other Schedule

Name: THE SPIONKOP CHARITABLE TRUST
C/O CHARLES PRATT & COMPANY LLC

EIN: 13-7087319

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
INVESTMENT IN BRAES CTF	AT COST	459,198	610,911
INVESTMENT IN BEACH CTF	AT COST	194,478	276,716
INVESTMENT IN MANOR HOUSE CTF	AT COST	538,841	847,420
INVESTMENT IN WELWYN CTF	AT COST	204,734	281,433
INVESTMENT IN CP INT'L LP	AT COST	386,099	350,670
INVESTMENT IN POPLAR HILL CTF	AT COST	122,690	157,050

TY 2014 Legal Fees Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC
EIN: 13-7087319

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
NYS FILING FEES	250	125		125

TY 2014 Other Decreases Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC

EIN: 13-7087319

Description	Amount
PARTNERSHIP BOOK TO TAX DIFFERENCES	48,947

TY 2014 Other Expenses Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC

EIN: 13-7087319

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	11,263	0		11,263
INVESTMENT FEES	32,006	32,006		0

TY 2014 Other Income Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC
EIN: 13-7087319

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MANOR HOUSE COMMON FUND	10,592	10,592	10,592

TY 2014 Other Liabilities Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC
EIN: 13-7087319

Description	Beginning of Year - Book Value	End of Year - Book Value
TRUSTEE FEES	2,799	2,752

TY 2014 Taxes Schedule

Name: THE SPIONKOP CHARITABLE TRUST
 C/O CHARLES PRATT & COMPANY LLC

EIN: 13-7087319

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN WITHHOLDING TAXES	3,075	3,075		0
2013 FEDERAL ESTIMATED TAX PAYMENTS	5,000	0		0