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Form **990-PF**

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation W F Whitman Family Foundation Inc		<b>A Employer identification number</b>  20-0413209	
% Foundation Source		<b>B Telephone number</b> (see instructions)  (800) 839-1754	
Number and street (or P O box number if mail is not delivered to street address) Foundation Source 501 Silverside Rd Suite 123		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
Room/suite			
City or town, state or province, country, and ZIP or foreign postal code Wilmington, DE 198091377		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		<b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
		<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 5,591,324		<b>J</b> Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions) )		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	<b>1</b> Contributions, gifts, grants, etc , received (attach schedule) . . . . .	473,248			
	<b>2</b> Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	<b>3</b> Interest on savings and temporary cash investments	72	72		
	<b>4</b> Dividends and interest from securities. . . . .	114,622	114,622		
	<b>5a</b> Gross rents . . . . .				
	<b>b</b> Net rental income or (loss) _____				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	178,758			
	<b>b</b> Gross sales price for all assets on line 6a 1,949,566				
	<b>7</b> Capital gain net income (from Part IV, line 2) . . .		358,931		
	<b>8</b> Net short-term capital gain . . . . .				
	<b>9</b> Income modifications . . . . .				
	<b>10a</b> Gross sales less returns and allowances				
Operating and Administrative Expenses	<b>b</b> Less Cost of goods sold . . . . .				
	<b>c</b> Gross profit or (loss) (attach schedule) . . . . .				
	<b>11</b> Other income (attach schedule) . . . . .				
	<b>12 Total.</b> Add lines 1 through 11 . . . . .	766,700	473,625		
	<b>13</b> Compensation of officers, directors, trustees, etc				
	<b>14</b> Other employee salaries and wages . . . . .				
	<b>15</b> Pension plans, employee benefits . . . . .				
	<b>16a</b> Legal fees (attach schedule) . . . . .				
	<b>b</b> Accounting fees (attach schedule) . . . . .				
	<b>c</b> Other professional fees (attach schedule) . . . . .	26,850	26,850		
	<b>17</b> Interest . . . . .				
	<b>18</b> Taxes (attach schedule) (see instructions) . . . . .	8,979	1,904		
	<b>19</b> Depreciation (attach schedule) and depletion . . .				
	<b>20</b> Occupancy . . . . .				
	<b>21</b> Travel, conferences, and meetings . . . . .				
	<b>22</b> Printing and publications . . . . .				
	<b>23</b> Other expenses (attach schedule) . . . . .	26,780	408		26,372
	<b>24 Total operating and administrative expenses.</b>				
	Add lines 13 through 23 . . . . .	62,609	29,162		26,372
	<b>25</b> Contributions, gifts, grants paid . . . . .	196,500			196,500
	<b>26 Total expenses and disbursements.</b> Add lines 24 and 25	259,109	29,162		222,872
	<b>27</b> Subtract line 26 from line 12				
	<b>a Excess of revenue over expenses and disbursements</b>	507,591			
	<b>b Net investment income</b> (if negative, enter -0-)		444,463		
	<b>c Adjusted net income</b> (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	473,327	128,722	128,722
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	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) . . . . .	3,802,206	4,654,402	5,462,602
	c	Investments—corporate bonds (attach schedule). . . . .			
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	4,275,533	4,783,124	5,591,324	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,275,533	4,783,124	
	30	Total net assets or fund balances (see instructions) . . . . .	4,275,533	4,783,124	
31	Total liabilities and net assets/fund balances (see instructions) . . .	4,275,533	4,783,124		

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 4,275,533
2	Enter amount from Part I, line 27a . . . . .	2 507,591
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3 . . . . .	4 4,783,124
5	Decreases not included in line 2 (itemize) ▶ _____	5
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 4,783,124

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 )
1 a Publicly-traded Securities				
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 1,949,566		1,590,635	358,931
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			358,931
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	358,931
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	201,197	4,852,890	0 041459
2012	161,215	3,756,831	0 042912
2011	167,054	3,616,664	0 04619
2010	145,213	3,215,789	0 045156
2009	155,785	2,715,186	0 057375

2 Total of line 1, column (d). . . . .	2	0 233092
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 046618
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .	4	5,400,477
5 Multiply line 4 by line 3. . . . .	5	251,759
6 Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	4,445
7 Add lines 5 and 6. . . . .	7	256,204
8 Enter qualifying distributions from Part XII, line 4. . . . .	8	222,872

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		1	8,889
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 . . . . .			
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		2	
3 Add lines 1 and 2. . . . .		3	8,889
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5 Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0- . . . . .		5	8,889
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 3,400		
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	3,400
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	5,489
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 <input type="checkbox"/> Refunded <input type="checkbox"/>		11	

Part VII-A

Statements Regarding Activities

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	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for 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		No
c Did the foundation file Form 1120-POL for this year? . . . . .	1c		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"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____			
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		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? If "Yes," attach a conformed copy of the changes . . . . .	3		No
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	4a		No
b If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .	4b		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T.	5		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? . . . . .	6	Yes	
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	Yes	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> FL _____			
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	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)? If "Yes," complete Part XIV . . . . .	9		No
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . . .	10		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?	13	Yes	
Website address				
14	The books are in care of Foundation Source Telephone no (800) 839-1754 Located at 501 Silverside Road Suite 123 Wilmington DE ZIP+4 198091377			
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		
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	Yes	No
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				

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (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 ). 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.			
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		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? 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?			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		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)

5a

During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

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

☐ Yes ☐ No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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

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

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

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	
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. . . . .	



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	5,288,763
b	Average of monthly cash balances. . . . .	1b	193,955
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	5,482,718
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	5,482,718
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	82,241
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,400,477
6	Minimum investment return. Enter 5% of line 5. . . . .	6	270,024

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	270,024
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	8,889
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	8,889
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	261,135
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	261,135
6	Deduction from distributable amount (see instructions). . . . .	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	261,135

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	222,872
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	0
b	Cash distribution test (attach the required schedule). . . . .	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	222,872
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .	6	222,872

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				261,135
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only. . . . .			206,624	
b Total for prior years 2012 , 2011 , 2010				
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. . . . .				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 222,872				
a Applied to 2013, but not more than line 2a			206,624	
b Applied to undistributed income of prior years (Election required—see instructions). . . . .				
c Treated as distributions out of corpus (Election required—see instructions). . . . .				
d Applied to 2014 distributable amount. . . . .				16,248
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).)				
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. . . . .				
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. . . . .				
d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				244,887
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) . . . . .				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
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. . . . 0				

Part XIVPrivate 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)

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
	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 XVSupplementary 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) )

See Additional Data Table

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	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 See Additional Data Table				
Total . . . . .			3a	196,500
b Approved for future payment				
Total . . . . .			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

<b>1</b> 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?			<b>Yes</b>	<b>No</b>
<b>a</b> Transfers from the reporting foundation to a noncharitable exempt organization of				
<b>(1)</b> Cash. . . . .		<b>1a(1)</b>		<b>No</b>
<b>(2)</b> Other assets. . . . .		<b>1a(2)</b>		<b>No</b>
<b>b</b> Other transactions				
<b>(1)</b> Sales of assets to a noncharitable exempt organization. . . . .		<b>1b(1)</b>		<b>No</b>
<b>(2)</b> Purchases of assets from a noncharitable exempt organization. . . . .		<b>1b(2)</b>		<b>No</b>
<b>(3)</b> Rental of facilities, equipment, or other assets. . . . .		<b>1b(3)</b>		<b>No</b>
<b>(4)</b> Reimbursement arrangements. . . . .		<b>1b(4)</b>		<b>No</b>
<b>(5)</b> Loans or loan guarantees. . . . .		<b>1b(5)</b>		<b>No</b>
<b>(6)</b> Performance of services or membership or fundraising solicitations. . . . .		<b>1b(6)</b>		<b>No</b>
<b>c</b> Sharing of facilities, equipment, mailing lists, other assets, or paid employees. . . . .		<b>1c</b>		<b>No</b>
<b>d</b> If the answer to any of the above is "Yes," complete the following schedule. Column <b>(b)</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 <b>(d)</b> the value of the goods, other assets, or services received				

[illegible]

**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

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.

<b>Sign Here</b>	*****	2015-05-05	*****	May the IRS discuss this return with the preparer shown below (see instr )? <input checked="" type="checkbox"/> <b>Yes</b> <input type="checkbox"/> <b>No</b>
	Signature of officer or trustee	Date	Title	

<b>Paid Preparer Use Only</b>	Print/Type preparer's name Jeffrey D Haskell	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P01345770
	Firm's name <input checked="" type="checkbox"/> Foundation Source			Firm's EIN <input checked="" type="checkbox"/>	
	Firm's address <input checked="" type="checkbox"/> One Hollow Ln Ste 212 Lake Success, NY 11042			Phone no (800) 839-1754	

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
Thomas C Danziger	Sec 1 0	0		
Foundation Source 501 Silverside Rd Wilmington,DE 198091377				
Barbara K Whitman	Dir 1 0	0		
Foundation Source 501 Silverside Rd Wilmington,DE 198091377				
Laura B Whitman	First VP / Dir 1 0	0		
Foundation Source 501 Silverside Rd Wilmington,DE 198091377				
W Fifield Whitman	Second VP / Dir 1 0	0		
Foundation Source 501 Silverside Rd Wilmington,DE 198091377				
William F Whitman Jr	Pres / Dir / Treas 1 0	0		
Foundation Source 501 Silverside Rd Wilmington,DE 198091377				

**Form 990PF Part XV Line 1a - 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).**


BARBARA K WHITMAN
WILLIAM F WHITMAN JR




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)				
<b>a</b> Paid during the year				
AMERICAN MUSEUM OF NATURAL HISTORY 79TH ST AT CENTRAL PARK W NEW YORK,NY 10024	N/A	PC	General & Unrestricted	10,000
AMERICAN MUSEUM OF NATURAL HISTORY 79TH ST AT CENTRAL PARK W NEW YORK,NY 10024	N/A	PC	M Siddall curator project	5,000
ARTS CENTER OF COASTAL CAROLINA 14 SHELTER COVE LN HILTON HEAD,SC 29928	N/A	PC	Arts Now! Our Campaign for the Future	15,000
CENTRAL PARK CONSERVANCY INC 14 E 60TH ST NEW YORK,NY 10022	N/A	PC	General & Unrestricted	1,000
COLD SPRING HARBOR LABORATORY ASSOCIATION INC PO BOX 100 COLD SPG HBR,NY 11724	N/A	PC	General & Unrestricted	5,300
COMMUNITY FOUNDATION OF OYSTER BAY INC 200 SUNSET RD OYSTER BAY,NY 11771	N/A	PC	General & Unrestricted	5,000
DILLER-QUAILE SCHOOL OF MUSIC INC 24 E 95TH ST NEW YORK,NY 10128	N/A	PC	General & Unrestricted	1,000
DUCKS UNLIMITED 1 WATERFOWL WAY MEMPHIS,TN 38120	N/A	PC	General & Unrestricted	85
FRIENDS OF THE COLD SPRING HARBOR FISH HATCHERY 1660 RTE 25A COLD SPG HBR,NY 11724	N/A	PC	General & Unrestricted	2,905
FRIENDS OF THE COLD SPRING HARBOR FISH HATCHERY 1660 RTE 25A COLD SPG HBR,NY 11724	N/A	PC	new Fishing Dock and Classroom Expansion	17,620
GLEN COVE BOYS AND GIRLS CLUB AT LINCOLN HOUSE INC 113 GLEN COVE AVE GLEN COVE,NY 11542	N/A	PC	General & Unrestricted	300
GREEN VALE SCHOOL 250 VALENTINES LN OLD BROOKVILLE,NY 11545	N/A	PC	General & Unrestricted	2,500
ISLAND INSTITUTE 386 MAIN ST ROCKLAND,ME 04841	N/A	PC	Thriving Coast Initiative	10,000
MARTIN MEMORIAL FOUNDATION INC PO BOX 9010 STUART,FL 34995	N/A	PC	General & Unrestricted	10,000
MEMORIAL SLOAN-KETTERING CANCER CENTER 633 3RD AVE 28TH FL NEW YORK,NY 10017	N/A	PC	Dr Peter Scardino's research on Prostate Cancer	5,000
<b>Total . . . . .</b>  <b>3a</b>				196,500

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)				
<b>a</b> Paid during the year				
NEW YORK HISTORICAL SOCIETY 170 CENTRAL PARK W NEW YORK, NY 10024	N/A	PC	General & Unrestricted	500
NY SOCIETY FOR THE RELIEF OF RUPTURED & CRIPPLED 535 E 70TH ST NEW YORK, NY 10021	N/A	PC	Spine Council Fund	20,000
NEW YORK SOCIETY LIBRARY TRUSTEES 53 E 79TH ST NEW YORK, NY 10075	N/A	PC	General & Unrestricted	500
NEW YORK UNIVERSITY - SCHOOL OF LAW 110 W 3RD ST 2ND FL NEW YORK, NY 10012	N/A	PC	General & Unrestricted	1,250
NORTH COUNTRY GARDEN CLUB OF LI INC PO BOX 21 LOCUST VALLEY, NY 11560	N/A	PC	General & Unrestricted	100
NORTH SHORE LAND ALLIANCE INC 151 POST RD OLD WESTBURY, NY 11568	N/A	PC	General & Unrestricted	890
OLD WESTBURY GARDENS INC 71 OLD WESTBURY RD OLD WESTBURY, NY 11568	N/A	PC	General & Unrestricted	250
ONE WEST 54TH STREET FOUNDATION 1 W 54TH ST NEW YORK, NY 10019	N/A	PC	General & Unrestricted	250
OPERA HOUSE ARTS PO BOX 56 STONINGTON, ME 04681	N/A	PC	Live for \$5 Series Program	12,500
PENOBSCOT EAST RESOURCE CENTER INC PO BOX 27 STONINGTON, ME 04681	N/A	PC	Fishermen Engagement Program	20,000
SAVE THE CHILDREN FEDERATION INC 501 KINGS HWY E STE 400 FAIRFIELD, CT 06825	N/A	PC	Long Island Council of Save the Children - Spring Benefit 2014	400
ST BERNARDS SCHOOL INC 4 E 98TH ST NEW YORK, NY 10029	N/A	PC	General & Unrestricted	11,000
ST JOHNS CHURCH PO BOX 266 COLD SPG HBR, NY 11724	N/A	PC	General & Unrestricted	1,000
TAFT SCHOOL CORPORATION 110 WOODBURY RD WATERTOWN, CT 06795	N/A	PC	General & Unrestricted	9,000
THE BONE MARROW FOUNDATION INC 515 MADISON AVE RM 1130 NEW YORK, NY 10022	N/A	PC	General & Unrestricted	150
<b>Total . . . . .</b>  <b>3a</b>				196,500

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)				
<b>a</b> <i>Paid during the year</i>				
THE OYSTER BAY SAILING FOUNDATION INC PO BOX 720 OYSTER BAY,NY 11771	N/A	PC	Seawahaka Corinthian Yacht Club Junior Sailing Programs	3,000
WESLEYAN UNIVERSITY 212 COLLEGE ST MIDDLETOWN,CT 06459	N/A	PC	General & Unrestricted	1,250
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BLVD BRONX,NY 10460	N/A	PC	General & Unrestricted	1,500
WILLIAMS COLLEGE 75 PARK ST WILLIAMSTOWN,MA 01267	N/A	PC	General & Unrestricted	11,000
WILLIAMS COLLEGE 75 PARK ST WILLIAMSTOWN,MA 01267	N/A	PC	2014 Annual Fund for the class of 1992	10,000
WORLD WILDLIFE FUND INC 1250 24TH ST NW WASHINGTON,DC 20090	N/A	PC	General & Unrestricted	250
YALE UNIVERSITY ART GALLERY PO BOX 208271 NEW HAVEN,CT 06520	N/A	PC	General & Unrestricted	1,000
<b>Total . . . . .</b>  <b>3a</b>				196,500

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>.</div>	<div>OMB No 1545-0047</div> <div>2014</div>
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<div>Name of the organization</div> <div>W F Whitman Family Foundation Inc</div>	<div>Employer identification number</div> <div>20-0413209</div>
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Organization type (check one)

<div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div>	<div>Section:</div> <div><div><input type="checkbox"/> 501(c)( ) (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>
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Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33<sup>1</sup>/<sub>3</sub>% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. . . . . ▶ \$ \_\_\_\_\_

**Caution.** An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer “No” on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

<b>Name of organization</b> W F Whitman Family Foundation Inc	<b>Employer identification number</b> 20-0413209
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed		
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
<u>1</u>	Barbara K Whitman Declaration of T 321 Broadway PO Box 860  Saratoga Springs, NY 12866	\$ 280,805	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II for noncash contributions )
<u>2</u>	William F Whitman Jr Declaration o 321 Broadway PO Box 860  Saratoga Springs, NY 12866	\$ 9,835	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/>  (Complete Part II for noncash contributions )
<u>3</u>	whitman CLUT dtd 22505 8050 SE Little Harbour Drive  Hobe Sound, FL 33455	\$ 182,608	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
<u>  </u>	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
<u>  </u>	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
<u>  </u>	    	\$ 	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )

<b>Name of organization</b> W F Whitman Family Foundation Inc	<b>Employer identification number</b> 20-0413209
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Part II	Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed		
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	See Additional Data Table	\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____		\$ _____	_____

<b>Name of organization</b> W F Whitman Family Foundation Inc	<b>Employer identification number</b> 20-0413209
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Part III

**Exclusively** religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ \_\_\_\_\_

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

Additional Data

Software ID:  
Software Version:  
EIN: 20-0413209  
Name: W F Whitman Family Foundation Inc

Form 990 Schedule B, Part II - Noncash Property (see Instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	ATHENAHEALTH ATHN, 32 sh	\$ <u>4,188</u>	<u>2014-12-17</u>
<u>1</u>	ABAXIS, INC ABAX, 70 sh	\$ <u>4,035</u>	<u>2014-12-17</u>
<u>1</u>	CEPHEID CPHD, 20 sh	\$ <u>970</u>	<u>2014-12-17</u>
<u>1</u>	COSTAR GROUP, INC CSGP, 31 sh	\$ <u>5,377</u>	<u>2014-12-17</u>
<u>1</u>	DEALERTRACK HOLDINGS INC TRAK, 159 sh	\$ <u>6,715</u>	<u>2014-12-17</u>
<u>1</u>	GRAND CANYON EDUCATION, INC LOPE, 222 sh	\$ <u>10,117</u>	<u>2014-12-17</u>
<u>1</u>	GRAND CANYON EDUCATION, INC LOPE, 11 sh	\$ <u>501</u>	<u>2014-12-17</u>
<u>1</u>	GENTEX CORPORATION GNTX, 239 sh	\$ <u>8,562</u>	<u>2014-12-17</u>
<u>1</u>	MOBILE MINI, INC MINI, 220 sh	\$ <u>8,348</u>	<u>2014-12-17</u>
<u>1</u>	AMERICAN EXPRESS CO AXP, 350 sh	\$ <u>31,322</u>	<u>2014-12-16</u>



(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	CHURCH & DWIGHT CHD, 150 sh	\$ <u>11,372</u>	<u>2014-12-16</u>
<u>1</u>	CHURCH & DWIGHT CHD, 100 sh	\$ <u>7,581</u>	<u>2014-12-16</u>
<u>1</u>	DANAHER CORP DHR, 225 sh	\$ <u>18,695</u>	<u>2014-12-16</u>
<u>1</u>	WALT DISNEY HOLDINGS CO DIS, 400 sh	\$ <u>36,426</u>	<u>2014-12-16</u>
<u>1</u>	WALT DISNEY HOLDINGS CO DIS, 156 sh	\$ <u>14,206</u>	<u>2014-12-16</u>
<u>1</u>	EOG RESOURCES INC EOG, 300 sh	\$ <u>25,976</u>	<u>2014-12-16</u>
<u>1</u>	EOG RESOURCES INC EOG, 156 sh	\$ <u>13,507</u>	<u>2014-12-16</u>
<u>1</u>	EXPRESS SCRIPTS HOLDING CO ESRX, 275 sh	\$ <u>22,171</u>	<u>2014-12-16</u>
<u>1</u>	FISERV INC FISV, 550 sh	\$ <u>38,118</u>	<u>2014-12-16</u>
<u>1</u>	TYCO INTERNATIONAL LTD TYC, 300 sh	\$ <u>12,618</u>	<u>2014-12-16</u>

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>2</u>	WALT DISNEY HOLDINGS CO DIS, 108 sh	\$ <u>9,835</u>	<u>2014-12-16</u>





**Note:** To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

**TY 2014 Depreciation Schedule**

**Name:** W F Whitman Family Foundation Inc

**EIN:** 20-0413209

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** W F Whitman Family Foundation Inc  
**EIN:** 20-0413209

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3M CO	4,435	7,066
ABAXIS, INC	4,784	9,093
ABBOTT LABS	19,583	23,545
ACCENTURE PLC	20,883	22,417
ACTAVIS PLC	18,453	66,927
ADIDAS AG	24,766	17,704
ADT LTD.	4,459	7,608
ADVISORY BOARD COMPANY	12,940	12,490
AES CORP	21,199	21,096
AMC NETWORKS INC	2,859	7,780
AMER INTERNATIONAL GROUP INC	16,462	23,300
ANADARKO PETROLEUM CORP	25,566	34,403
ANGLO AMERICAN PLC ADR	17,225	12,936
APPLE INC.	8,850	15,674
AQR DIVERSIFIED ARB I	395,593	362,295
ARTISAN INTERNATIONAL VALUE FU	616,986	686,911
ATHENAHEALTH	7,523	11,947
AUTODESK, INC.	12,446	29,429
AUTOLIV INC	13,907	15,175
BANCO SANTANDER CEN	23,303	22,050
BASF AG SPONS ADR	21,678	16,761
BAXTER INTERNATIONAL INC.	8,996	9,528
BEACON ROOFING SUPPLY, INC	7,214	9,730
BIO TECHNE CORPORATION	6,479	8,778
BIO-REFERENCE LABORATORIES, IN	4,933	8,033
BIOGEN IDEC INC	15,706	34,963
BOSTON SCIENTIFIC	9,786	15,317
BROADCOM CORPORATION	10,478	15,166
BROOKFIELD ASSET MANAGEMENT CL	19,272	23,711
CABLEVISION SYSTEMS CORP CL A	5,697	9,907

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CABOT MICROELECTRONICS CORPORA	7,554	9,038
CAMECO CORPORATION	17,935	15,097
CAPITAL ONE FINANCIAL CORP	14,927	15,189
CASS INFORMATION SYSTEMS, INC	3,309	6,177
CEPHEID	10,195	20,627
CHANNELADVISOR CORP	7,305	3,669
CHEESECAKE FACTORY INC	3,525	7,043
CHEMED CORP	4,454	8,982
CIMAREX ENERGY CO	12,087	13,250
CISCO SYSTEMS INC	10,200	13,715
CITIGROUP INC	19,178	23,700
CITRIX SYSTEMS INC	15,409	15,312
COMCAST CORP	20,495	66,781
COMCAST CORP CL A	11,165	15,721
COMPASS GROUP PLC ADR	20,759	21,436
COSTAR GROUP, INC.	7,947	13,221
COVIDIEN LTD	6,744	18,410
CREE, INC.	20,004	14,467
DAIICHI SANKYO CO LTD SPONSORE	10,937	9,031
DBS GROUP HLDGS SPON ADR	17,173	21,158
DEALERTRACK HOLDINGS INC	5,889	11,299
DEVON ENERGY CORPORATION	19,747	19,893
DIAGEO PLC ADS	17,523	16,543
DIGI INTERNATIONAL INC.	4,072	3,809
DIRECTV GROUP	7,076	21,675
DNB NOR ASA SPONSOR ADR	19,949	16,542
DOLBY LABORATORIES	10,183	10,608
DORMAN PRODUCTS INC	6,660	5,792
DOUBLELINE TOTAL RETURN BOND	205,147	205,689
DOVER CORP	10,856	12,336

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DRIEHAUS EMERGING MARKETS GROW	410,310	394,621
EASTMAN CHEMICAL CO.	7,146	7,131
ECHO GLOBAL LOGISTICS, INC.	3,384	6,716
EOG RESOURCES INC	10,579	15,652
ERICSSON L M TEL CO	21,468	20,231
ERSTE BK DER OEST SP	18,231	12,595
EXPERIAN GROUP LTD S/ADR	19,180	18,564
EXPRESS SCRIPTS HOLDING CO.	9,705	13,547
FINANCIAL ENGINES INC COM	4,209	6,396
FIVE BELOW INC	8,462	9,187
FLUOR CORP	11,037	11,823
FORWARD AIR CORP	2,771	5,037
FRANKLIN RES INC	10,485	10,410
FREEPORT-MCMORAN COPPER & GOLD	7,166	6,307
GANNETT CO INC	8,439	9,547
GENTEX CORPORATION	6,536	11,634
GOODYEAR TIRE & RUBBER COMPANY	7,660	10,171
GRAND CANYON EDUCATION, INC.	6,254	13,905
HEALTHCARE SVCS GROUP INC	7,708	8,042
HEINEKEN N V S ADR	22,427	23,812
HSBC HOLDINGS PLC	16,414	15,491
ILLINOIS TOOL WORKS	8,580	13,353
IMMUNOGEN, INC	4,594	2,959
IMPERIAL TOBACCO GRO	16,630	17,588
INDIVIOR PLC ADR	606	610
INNERWORKINGS, INC.	2,224	3,155
INTERNATIONAL BUSINESS MACHINE	14,703	12,033
IPC THE HOSPITALIST COMPANY, I	4,811	6,425
ISIS PHARMACEUTICALS, INC.	4,252	27,474
JOHN HANCOCK FDS II GL ABSRTR	281,928	272,047



Name of Stock	End of Year Book Value	End of Year Fair Market Value
JP MORGAN CHASE & CO	17,570	21,966
JUNIPER NETWORKS	7,493	7,834
KDDI CP UNSP ADR	18,619	20,461
KEELEY FDS INC SMALL CAP VALUE	155,959	291,667
KIMBERLY CLARK CORP	13,053	16,407
KONINKLIJKE DSM NV ADR	20,134	19,011
L-3 COMMUNICATIONS CORP	16,118	28,397
LIBERTY BROADBAND CORPORATION	750	4,007
LIBERTY BROADBAND CORP K	1,453	7,971
LIBERTY BROADBAND CORP	43	456
LIBERTY INTERACTIVE CORPORATIO	5,517	26,772
LIBERTY MEDIA CORPORATION	4,247	22,419
LIBERTY MEDIA CORPORATION COM	2,207	11,286
LIBERTY VENTURES	855	4,866
LINEAR TECHNOLOGY CORP	6,015	7,068
MARSH AND MCLENNAN COMPANIES I	13,205	16,256
MATTHEWS PACIFIC TIGER FUND I	160,621	168,523
MAXIMUS INC	4,153	13,710
MCDONALD'S CORP	7,228	7,121
MEDNAX, INC.	4,645	9,917
MEDTRONIC INC	14,092	22,454
METLIFE INC.	8,849	9,303
METROPOLITAN WEST UNCONSTRAINE	216,005	215,000
MICHELIN CIE GEN UNSP/ADR	20,986	15,713
MICROSOFT CORPORATION	11,791	18,766
MOBILE MINI, INC.	4,016	10,330
MORGAN STANLEY	14,179	24,211
NATIONAL INSTRUMENTS CORPORATI	9,636	13,431
NATL OILWELL VARCO	4,493	8,519
NEOGEN CORPORATION	4,398	12,645

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NESTLE S.A.	18,319	17,800
NIDEC CORPORATION ADR	26,167	27,265
NOBLE CORPORATION	16,040	10,157
NOVARTIS AG ADR	19,907	22,146
NOW INC.	554	875
NUANCE COMMUNICATIONS, INC.	8,455	7,606
NUCOR CP	13,155	14,225
OCCIDENTAL PETROLEUM CORP	11,220	11,527
ORIX CORP ADS	16,243	14,007
PALL CP	8,118	25,303
PARKER HANNIFIN CP	11,007	14,958
PEGASYSTEMS INC.	8,082	7,207
PENTAIR INC. COM	2,652	6,974
PFIZER INC.	21,018	23,238
PHILIP MORRIS INTL	10,535	9,448
PIMCO COMMODITY REAL RETURN ST	167,734	89,324
PNC FINANCIAL GROUP INC.	11,947	16,969
PORTFOLIO RECOVERY ASSOCIATES,	4,750	12,281
POWER INTEGRATIONS, INC.	4,862	7,502
PRAXAIR INC.	7,394	7,255
PROCTER GAMBLE CO	21,781	25,505
PROGRESSIVE CORP OHIO	12,702	13,792
PROS HOLDINGS INC	4,398	4,534
PROTO LABS INC	7,641	10,074
PRUDENTIAL FINCL INC	12,874	18,182
RECKITT BENCKISER GROUP	21,568	22,370
RIDGEWORTH FDS SEIX FLOATING R	115,244	112,149
RITCHIE BROS AUCTIONEERS	12,556	14,601
ROLLINS INC	6,976	14,961
SANDISK CORP	5,905	29,394

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SCIQUEST INC.	3,984	3,786
SEAGATE TECHNOLOGY	18,032	79,002
SEMTECH CORPORATION	5,757	8,960
SIEMENS AG	19,937	17,696
SPS COMMERCE, INC	3,629	9,570
STARZ	995	9,504
STRATASYS, INC.	2,026	6,150
STRYKER CORPORATION	8,037	9,244
SWATCH GROUP AG	18,667	13,079
SYSCO CORP	9,641	11,113
TE CONNECTIVITY LTD	10,579	30,993
THE FRESH MARKET INC	4,354	4,491
TILE SHOP HOLDINGS INC	7,028	3,730
TJX COMPANIES INC	12,021	17,214
TOTAL FINA ELF S.A.	21,313	17,152
TOYOTA MTR CORP	18,151	20,328
TWENTY-FIRST CENTURY CL B	11,002	11,842
TYCO INTERNATIONAL LTD.	6,759	18,860
ULTIMATE SOFTWARE GROUP, INC.	4,184	16,884
UNILEVER N V N Y	16,830	16,982
UNITED NATURAL FOODS, INC	5,623	14,074
UNITED TECHNOLOGIES CORP	19,768	25,070
UNITEDHEALTH GROUP INC.	18,293	63,687
V F CORP	8,354	15,355
VALLOUREC SA S ADR	20,279	12,245
VANTIV INC - CLASS A	8,660	9,124
VERINT SYSTEMS INC.	3,814	9,033
VERTEX PHARMCTLS INC	9,450	28,512
WALT DISNEY HOLDINGS CO.	9,852	16,672
WEATHERFORD INTL	43,375	28,808

Name of Stock	End of Year Book Value	End of Year Fair Market Value
WELLS FARGO & CO.	4,623	7,127
WESTFIELD GROUP	23,792	20,805
WHIRLPOOL CORP	8,695	12,981

## TY 2014 Other Expenses Schedule

**Name:** W F Whitman Family Foundation Inc

**EIN:** 20-0413209

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Administrative Fees	26,372			26,372
Bank Charges	408	408		

## TY 2014 Other Professional Fees Schedule

**Name:** W F Whitman Family Foundation Inc

**EIN:** 20-0413209

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment Management Services	26,850	26,850		

**TY 2014 Taxes Schedule****Name:** W F Whitman Family Foundation Inc**EIN:** 20-0413209

<b>Category</b>	<b>Amount</b>	<b>Net Investment Income</b>	<b>Adjusted Net Income</b>	<b>Disbursements for Charitable Purposes</b>
990-PF Estimated Tax for 2014	3,400			
990-PF Excise Tax for 2013	3,675			
Foreign Tax Paid	1,904	1,904		