



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



Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

▶ Information about Form 990-PF and its instructions is at 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 DONALD R AND ESTHER SIMON FOUNDATION		A Employer identification number 20-3651333	
Number and street (or P O box number if mail is not delivered to street address) 6318 RAMWYCK COURT		B Telephone number (see instructions) (734) 464-4000	
City or town, state or province, country, and ZIP or foreign postal code WEST BLOOMFIELD, MI 48322		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 1,115,480		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ 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	1 Contributions, gifts, grants, etc , received (attach schedule)	200,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,438	2,438		
	4 Dividends and interest from securities.	17,613	17,613		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	9,904			
	b Gross sales price for all assets on line 6a 885,177				
	7 Capital gain net income (from Part IV, line 2) . . .		9,904		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	1,196	1,196		
	12 Total. Add lines 1 through 11	231,151	31,151		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	369	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	6,666	0		0
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	7,035	0		0
	25 Contributions, gifts, grants paid	178,200			178,200
	26 Total expenses and disbursements. Add lines 24 and 25	185,235	0		178,200
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	45,916			
	b Net investment income (if negative, enter -0-)		31,151		
	c Adjusted net income (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	0		
	2	Savings and temporary cash investments	744,946	624,100	623,917
	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)	288,081	448,734	477,792
	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)	6,707	12,816	13,771
	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)	1,039,734	1,085,650	1,115,480	
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	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted			
25		Temporarily restricted			
26		Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds	0	0	
28		Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
29		Retained earnings, accumulated income, endowment, or other funds	1,039,734	1,085,650	
30		Total net assets or fund balances (see instructions)	1,039,734	1,085,650	
31		Total liabilities and net assets/fund balances (see instructions) . . .	1,039,734	1,085,650	

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)	11,039,734
2	Enter amount from Part I, line 27a	45,916
3	Other increases not included in line 2 (itemize) ▶ _____	0
4	Add lines 1, 2, and 3	1,085,650
5	Decreases not included in line 2 (itemize) ▶ _____	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	1,085,650

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			(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	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	9,904
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	89,750	949,632	0 094510
2012	197,638	912,458	0 216600
2011	71,000	835,680	0 084961
2010	45,250	692,825	0 065312
2009	60,130	692,990	0 086769

2	Total of line 1, column (d).	2	0 548152
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 109630
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,022,945
5	Multiply line 4 by line 3.	5	112,145
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	312
7	Add lines 5 and 6.	7	112,457
8	Enter qualifying distributions from Part XII, line 4.	8	178,200

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 ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1312	
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-)		20	
3		Add lines 1 and 2.		3312	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		40	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5312	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	
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	0
8		Enter any penalty for underpayment of estimated tax. Check here ☐ 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	312
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded		11	

Part VII-A

Statements Regarding Activities

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)?		1b		No
		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.				
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 \$ 0 (2) On foundation managers \$ 0				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		No
		If "Yes," attach a detailed description of the activities.				
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?		5		No
		If "Yes," attach the statement required by General Instruction T.				
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)				
		MI				
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	Yes	

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 N/A				
14	The books are in care of SCOTT A PIETRAS CPA Telephone no (248) 538-5590 Located at 30201 ORCHARD LAKE RD 150 FARMINGTON HILLS MI ZIP +4 48334			
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? Yes No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? Yes No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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? Yes 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? Yes No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	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
DONALD R SIMON 6318 RAMWYCK WEST BLOOMFIELD, MI 48322	PRESIDENT 0 00	0	0	0
ESTHER SIMON 6318 RAMWYCK WEST BLOOMFIELD, MI 48322	VICE PRESIDENT 0 00	0	0	0
DONALD R SIMON 6318 RAMWYCK WEST BLOOMFIELD, MI 48322	SECRETARY-TREASURER 0 00	0	0	0
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

3

(a) Name and address of each person paid more than \$50,000

Part IX-A

Expenses

1

Part IX-B

Amount

1

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	968,814
b	Average of monthly cash balances.	1b	69,709
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,038,523
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	1,038,523
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	15,578
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,022,945
6	Minimum investment return. Enter 5% of line 5.	6	51,147

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	51,147
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	312
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	312
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	50,835
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	50,835
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	50,835

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	178,200
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	178,200
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	312
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	177,888

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			
2		Undistributed income, if any, as of the end of 2014			
a		Enter amount for 2013 only.			
b		Total for prior years 20____, 20____, 20____			
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			
a		Applied to 2013, but not more than line 2a			
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.			
e		Remaining amount distributed out of corpus			
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			
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.			
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.			
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

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. . . .

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:

■ 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))

• 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	178,200
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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)
BASF SE SPONSORED ADR	P	2013-06-17	2014-02-12
BRISTOL MYERS SQUIBB COMPANY	P	2014-10-29	2014-11-04
CA INCORPORATED	P	2014-06-20	2014-10-21
CALIFORNIA RES CORPORATION	P	2014-10-29	2014-12-05
CHEVRON CORPORATION NEW	P	2013-06-17	2014-04-22
COACH INCORPORATED	P	2013-07-31	2014-07-01
COMCAST CORPORATION NEW CLASS A SPL	P	2013-06-17	2014-02-13
CORNING INCORPORATED	P	2013-06-17	2014-05-20
CORNING INCORPORATED	P	2013-07-31	2014-07-18
CORNING INCORPORATED	P	2014-09-10	2014-09-09

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)
109		99	10
577		539	38
81		86	-5
72		91	-19
248		243	5
410		656	-246
713		545	168
674		486	188
434		307	127
527		479	48

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	
			10
			38
			-5
			-19
			5
			-246
			168
			188
			127
			48

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)
CORRECTIONS CORPORATION AMER NEW	P	2013-08-20	2014-02-12
DARDEN RESTAURANTS	P	2014-06-20	2014-09-12
DIAGEO PLC SPON ADR NEW	P	2013-11-01	2014-10-31
DIAMOND OFFSHORE DRILLING INC	P	2013-06-17	2014-06-11
DR PEPPER SNAPPLE GROUP INC	P	2013-11-19	2014-11-18
EMERSON ELEC COMPANY	P	2013-06-17	2014-04-11
ENTERPRISE PRODUCTS PARTNERS	P	2013-06-17	2014-05-06
GENERAL DYNAMICS CORPORATION	P	2013-06-17	2014-06-11
GENERAL MLS INCORPORATED	P	2013-06-17	2014-03-28
HALYARD HEALTH INCORPORATED	P	2013-11-22	2014-11-21

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)
63		69	-6
48		48	0
352		359	-7
904		1,244	-340
1,066		994	72
196		170	26
1,032		845	187
1,183		787	396
616		596	20
73		71	2

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	
			-6
			0
			-7
			-340
			72
			26
			187
			396
			20
			2

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)
HILLENBRAND INCORPORATED	P	2013-06-17	2014-02-11
HONEYWELL INTERNATIONAL INCORPORATED	P	2013-06-17	2014-03-04
IMPERIAL TOBACCO GROUP PLC	P	2013-06-17	2014-02-12
KLA-TENCOR CORPORATION	P	2013-06-17	2014-04-11
KINDER MORGAN ENERGY PARTNERS	P	2013-08-19	2014-05-06
LILLY ELI & COMPANY	P	2014-10-29	2014-12-12
LOCKHEED MARTIN CORPORATION	P	2013-06-17	2014-04-11
MARKWEST ENERGY PARTNERS	P	2013-06-17	2014-05-06
MATTEL INCORPORATED	P	2013-06-17	2014-05-06
MEMORIAL PRODTN PARTNERS	P	2013-10-30	2014-05-06

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)
221		186	35
757		634	123
74		75	-1
263		225	38
1,430		1,583	-153
564		523	41
2,302		1,631	671
623		673	-50
74		88	-14
614		564	50

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	
			35
			123
			-1
			38
			-153
			41
			671
			-50
			-14
			50

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)
MERCK & COMPANY INCORPORATED	P	2013-06-17	2014-03-20
NATIONAL GRID PLC SPN ADR NEW	P	2013-06-17	2014-02-12
NORFOLK SOUTHERN CORPORATION	P	2013-06-17	2014-01-24
NOVARTIS A G SPONSORED ADR	P	2013-06-17	2014-03-03
NUCOR CORPORATION	P	2013-06-17	2014-05-22
ORKLA A S SPON ADR A	P	2013-11-21	2014-06-20
PPL CORPORATION	P	2013-06-17	2014-02-12
RAYTHEON COMPANY COM NEW	P	2013-06-17	2014-02-26
SSE PLC SPONSORED ADR	P	2013-06-17	2014-03-04
SEVERN TRENT PLC SPONSORED ADR	P	2013-06-17	2014-02-12

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)
777		675	102
67		59	8
547		461	86
576		514	62
306		270	36
26		24	2
62		59	3
2,028		1,430	598
512		524	-12
59		56	3

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	
			102
			8
			86
			62
			36
			2
			3
			598
			-12
			3

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)
SHAW COMMUNICATIONS INCORPORATED CLASS B	P	2013-06-17	2014-02-12
SOUTHERN COMPANY	P	2013-06-17	2014-02-12
STAPLES INCORPORATED	P	2013-06-27	2014-06-04
SWISSCOM AG SPONSORED ADR	P	2013-06-17	2014-02-12
SYSCO CORPORATION	P	2013-06-17	2014-04-22
TARGA RESOURCES PARTNERS LP	P	2013-12-06	2014-05-06
TIME WARNER INCORPORATED	P	2013-06-17	2014-04-11
UNIBAIL-RODAMCO SE ADR REP JCE	P	2014-03-06	2014-06-20
UNITED PARCEL SERVICE INCORPORATED	P	2013-06-17	2014-04-22
VERIZON COMMUNICATIONS INCORPORATED	P	2013-06-17	2014-02-28

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)
116		113	3
645		674	-29
1,267		1,891	-624
112		88	24
255		244	11
802		659	143
635		583	52
29		27	2
297		260	37
1,478		1,613	-135

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	
			3
			-29
			-624
			24
			11
			143
			52
			2
			37
			-135

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)
VODAFONE GROUP PLC NEW SPNSR ADR	P	2013-06-17	2014-02-24
WAL-MART STORES INCORPORATED	P	2013-06-17	2014-02-24
WALGREEN COMPANY	P	2013-06-25	2014-02-12
WILLIAMS COMPANIES INCORPORATED	P	2013-12-05	2014-06-20
WILLIAMS PARTNERS L P COM	P	2014-11-13	2014-05-06
ENSCO PLC SHS CLASS A	P	2013-11-13	2014-05-19
AT&T INCORPORATED	P	2013-06-17	2014-06-20
ABBVIE INCORPORATED	P	2013-06-17	2014-07-09
ALTRIA GROUP INCORPORATED	P	2013-06-17	2014-06-20
AMEREN CORPORATION	P	2013-06-17	2014-06-20

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)
11		14	-3
586		603	-17
1,242		933	309
58		36	22
2,542		2,332	210
1,249		1,883	-634
142		144	-2
1,484		1,169	315
770		611	159
40		34	6

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	
			-3
			-17
			309
			22
			210
			-634
			-2
			315
			159
			6

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)
ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR	P	2013-06-17	2014-09-16
APPLE INCORPORATED	P	2013-06-17	2014-09-10
AUTOMATIC DATA PROCESSING INCORPORATED	P	2013-06-17	2014-06-20
BAE SYSTEMS PLC SPONSORED ADR	P	2013-06-17	2014-06-20
BCE INCORPORATED COM NEW	P	2013-06-17	2014-06-20
BECTON DICKINSON & COMPANY	P	2013-06-17	2014-10-23
BLACKROCK INCORPORATED	P	2013-06-17	2014-11-07
BRISTOL MYERS SQUIBB COMPANY	P	2013-06-17	2014-11-04
CDK GLOBAL INCORPORATED	P	2013-06-17	2014-10-02
CME GROUP INCORPORATED	P	2013-06-17	2014-12-23

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)
684		569	115
578		372	206
79		69	10
59		49	10
46		44	2
374		302	72
2,040		1,666	374
1,212		985	227
90		78	12
839		681	158

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	
			115
			206
			10
			10
			2
			72
			374
			227
			12
			158

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)
CA INCORPORATED	P	2013-06-17	2014-10-21
CALIFORNIA RES CORPORATION	P	2013-10-22	2014-12-05
CENTURYLINK INCORPORATED	P	2013-06-17	2014-06-20
COACH INCORPORATED	P	2013-06-17	2014-07-01
COMPASS GROUP PLC SPONSORED ADR	P	2013-06-17	2014-08-22
CONOCOPHILLIPS	P	2013-06-17	2014-08-19
CORNING INCORPORATED	P	2013-06-17	2014-09-09
DARDEN RESTAURANTS	P	2013-06-17	2014-09-12
DEERE & COMPANY	P	2013-06-17	2014-10-21
DEUTSCHE TELEKOM AG SPONSORED ADR	P	2013-06-17	2014-06-20

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)
1,475		1,578	-103
77		98	-21
149		145	4
717		1,238	-521
478		419	59
2,001		1,550	451
1,683		1,171	512
1,537		1,690	-153
585		597	-12
138		94	44

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	
			-103
			-21
			4
			-521
			59
			451
			512
			-153
			-12
			44

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)
DIAGEO PLC SPON ADR NEW	P	2013-06-17	2014-10-31
DONNELLEY R R & SONS COMPANY	P	2013-06-17	2014-06-20
DOW CHEMICAL COMPANY	P	2013-06-17	2014-06-20
DR PEPPER SNAPPLE GROUP INC	P	2013-06-17	2014-11-18
DUKE ENERGY CORPORATION NEW	P	2013-06-17	2014-06-20
ELECTRICITE DE FRANCE ADR	P	2013-06-17	2014-06-20
EMERSON ELEC COMPANY	P	2013-06-17	2014-10-31
GALLAGHER ARTHUR J & COMPANY	P	2013-06-17	2014-06-20
GENERAL DYNAMICS CORPORATION	P	2013-06-17	2014-09-08
GLAXOSMITHKLINE PLC	P	2013-06-17	2014-06-20

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)
469		480	-11
32		26	6
52		34	18
3,532		2,493	1,039
145		137	8
40		29	11
959		849	110
46		45	1
1,625		1,047	578
109		106	3

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	
			-11
			6
			18
			1,039
			8
			11
			110
			1
			578
			3

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)
HALYARD HEALTH INCORPORATED	P	2013-06-17	2014-11-21
HEALTH CARE REIT INCORPORATED	P	2013-06-17	2014-06-20
INTEL CORPORATION	P	2013-06-17	2014-08-19
INTEGRYS ENERGY GROUP INCORPORATED	P	2013-06-17	2014-06-23
IRON MTN INCORPORATED	P	2013-06-17	2014-11-07
JOHNSON & JOHNSON	P	2013-06-17	2014-11-04
KIMBERLY CLARK CORPORATION	P	2013-06-17	2014-10-23
LILLY ELI & COMPANY	P	2013-06-17	2014-12-12
LOCKHEED MARTIN CORPORATION	P	2013-06-17	2014-09-10
LORILLARD INCORPORATED	P	2013-06-17	2014-07-15

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)
252		223	29
126		133	-7
1,225		912	313
876		755	121
26		20	6
1,734		1,380	354
224		199	25
1,269		951	318
350		217	133
3,113		2,272	841

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	
			29
			-7
			313
			121
			6
			354
			25
			318
			133
			841

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)
MERCK & COMPANY INCORPORATED	P	2013-06-17	2014-06-20
MICROCHIP TECHNOLOGY INCORPORATED	P	2013-06-17	2014-06-20
NORFOLK SOUTHERN CORPORATION	P	2013-06-17	2014-07-18
PEARSON PLC SPONSORED ADR	P	2013-06-17	2014-06-20
PEPSICO INCORPORATED	P	2013-06-17	2014-11-03
PROCTER & GAMBLE COMPANY	P	2013-06-17	2014-12-30
REGAL ENTERTAINMENT GROUP CLASS A	P	2013-06-17	2014-06-20
ROCHE HLDG LIMITED SPONSORED ADR	P	2013-06-17	2014-10-31
ROYAL DUTCH SHELL PLC SPONS ADR	P	2013-06-17	2014-06-20
SSE PLC SPONSORED ADR	P	2013-06-17	2014-06-20

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)
59		48	11
49		36	13
1,350		999	351
38		38	0
1,124		993	131
1,254		1,112	142
127		107	20
773		656	117
83		66	17
81		71	10

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	
			11
			13
			351
			0
			131
			142
			20
			117
			17
			10

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)
SANOFI SPONSORED ADR	P	2013-06-17	2014-06-20
SVENSKA HANDELSEN AB ADR	P	2013-06-17	2014-10-08
SWISSCOM AG SPONSORED ADR	P	2013-06-17	2014-06-20
TURNA RETE ELETTRICA NAZIONALE ADR	P	2013-06-17	2014-06-20
VODAFONE GROUP PLC NEW SPNSR ADR	P	2013-06-17	2014-11-12
YARA INTERNATIONAL ASA SPONSORED ADR	P	2013-06-17	2014-10-08
DAIMLER AG REG SHS	P	2013-06-17	2014-06-20
PARNERRE LIMITED	P	2013-06-17	2014-10-23
BANK OF CHINA	P	2013-10-25	2014-04-08
BANK OF CHINA	P	2014-04-25	2014-08-19

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)
109		110	-1
274		261	13
59		44	15
134		109	25
1,503		2,275	-772
473		428	45
96		64	32
227		182	45
149,860		150,000	-140
99,876		100,000	-124

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	
			-1
			13
			15
			25
			-772
			45
			32
			45
			-140
			-124

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)
BANK OF INDIA	P	2013-09-06	2014-09-10
DISCOVER BK	P	2013-10-11	2014-10-17
GE CAPITAL RETAIL BANK	P	2013-10-16	2014-10-17
ABBVIE INCORPORATED	P	2013-06-17	2014-01-07
ALLIANZ SE SP ADR	P	2014-04-30	2014-09-26
ASTRAZENECA PLC SPONSORED ADR	P	2013-06-17	2014-04-29
AVISTA CORPORATION	P	2013-06-17	2014-04-10
AMERIGAS PARTNERS LP	P	2013-06-17	2014-05-06
CAPITAL GAINS DIVIDENDS	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)
150,000		150,000	0
250,000		250,000	0
150,000		150,000	0
1,967		1,689	278
813		860	-47
6,832		4,710	2,122
823		730	93
1,076		1,103	-27
52			52

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	
			0
			0
			0
			278
			-47
			2,122
			93
			-27
			52

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				
AMERICAN FRIENDS OF MAGEN DAVID 352 SEVENTH AVENUE SUITE 400 NEW YORK,NY 10001	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	61,000
B'NAI B'RITH FOUNDATION 6735 TELEGRAPH ROAD 360 BLOOMFIELD HILLS,MI 48301	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	1,000
BNAI BRITH 6735 TELEGRAPH ROAD BLOOMFIELD,MI 48301	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	700
CONGREGATION BETH SHALOM 14601 WEST LINCOLN ROAD OAK PARK,MI 48237	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	56,000
DETROIT SYMPHONY ORCHESTRA 3711 WOODWARD AVENUE DETROIT,MI 48201	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	25,000
HADASSAH THE WOMEN'S ZIONIST ORGANIZATION OF AMERICA INC 50 WEST 58 STREET NEW YORK,NY 10019	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	10,000
HOLOCAUST MEMORIAL CENTER 28123 ORCHARD LAKE FARMINGTON HILLS,MI 48334	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	1,500
JEWISH COMMUNITY CENTER OF METROPOLITAN DETROIT 6600 WEST MAPLE ROAD WEST BLOOMFIELD,MI 48322	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	500
JEWISH FAMILY SERVICE OF METROPOLITAN DETROIT 6555 W MAPLE RD WEST BLOOMFIELD,MI 48322	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	8,000
JEWISH FEDERATION OF METROPOLITAN DETROIT 6735 TELEGRAPH ROAD BLOOMFIELD HILLS,MI 48303	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	3,000
JEWISH SENIOR LIFE OF METROPOLITAN DETROIT 6710 WEST MAPLE ROAD WEST BLOOMFIELD,MI 48322	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	500
MICHIGAN B'NAI B'RITH HILLEL FUND PO BOX 252841 WEST BLOOMFIELD,MI 48325	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	5,000
TEMPLE BETH EL 7400 TELEGRAPH AT 14 MILE BLOOMFIELD HILLS,MI 48301	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	5,000
WORLD JEWISH CONGRESS 501 MADISON AVENUE NEW YORK,NY 10022	NONE	501(C)(3)	UNRESTRICTED GRANT TO GENERAL FUND	1,000
Total  3a				178,200

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.

▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
DONALD R AND ESTHER SIMON FOUNDATION	20-3651333

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)() (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation
	☐ 527 political organization
Form 990-PF	☒ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

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 33¹/₃% 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).

Employer identification number
20-3651333

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	CONTRACTORS STEEL COMPANY 36555 AMRHEIN RD LIVONIA, MI 48150 	\$ 200,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
	 	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization DONALD R AND ESTHER SIMON FOUNDATION	Employer identification number 20-3651333
---	---

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
_____	_____ _____ _____ _____	_____ \$	_____
(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
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization DONALD R AND ESTHER SIMON FOUNDATION	Employer identification number 20-3651333
---	---

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	
_____		_____	
_____		_____	
_____		_____	

TY 2014 Investments Corporate Stock Schedule

Name: DONALD R AND ESTHER SIMON FOUNDATION

EIN: 20-3651333

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK	448,734	477,792

TY 2014 Investments - Other Schedule

Name: DONALD R AND ESTHER SIMON FOUNDATION

EIN: 20-3651333

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
PUBLICLY TRADE PARTNERSHIPS	AT COST	0	0
EXCHANGE TRADED FUNDS	AT COST	12,816	13,771

TY 2014 Other Expenses Schedule**Name:** DONALD R AND ESTHER SIMON FOUNDATION**EIN:** 20-3651333

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	6,386	0		0
LOSSES FROM PUBLICLY TRADED PARTNERSHIPS	222	0		0
BANK CHARGES	58	0		0

TY 2014 Other Income Schedule

Name: DONALD R AND ESTHER SIMON FOUNDATION

EIN: 20-3651333

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PARTNERSHIP GAIN ADJUSTMENTS AND MISCELLANEOUS INCOME	1,196	1,196	1,196

TY 2014 Substantial Contributors Schedule

Name: DONALD R AND ESTHER SIMON FOUNDATION

EIN: 20-3651333

Name	Address
CONTRACTORS STEEL COMPANY	36555 AMRHEIN ROAD LIVONIA, MI 48150

TY 2014 Taxes Schedule**Name:** DONALD R AND ESTHER SIMON FOUNDATION**EIN:** 20-3651333

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MICHIGAN NONPROFIT CORPORATION INFORMATION UPDATE	20	0		0
FOREIGN TAXES WITHHELD	349	0		0