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Form **990-PF**

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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation B. K. SIMON FAMILY CHARITABLE FDN-TR			A Employer identification number 20-6817430	
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N.A - P O Box 185		Room/suite	B Telephone number (see instructions) (412) 234-1584	
City or town Pittsburgh	State PA	ZIP code 15230-0185	C If exemption application is pending, check here <input type="checkbox"/>	
Foreign country name	Foreign province/state/county	Foreign postal code	D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
G 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			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
H 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			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 13,887,875		J Accounting method. <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____		

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)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	376,760	371,778		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	528,512			
b	Gross sales price for all assets on line 6a 2,983,419				
7	Capital gain net income (from Part IV, line 2)		528,512		
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)	-8,992	-8,992		
12	Total. Add lines 1 through 11	896,280	891,298	0	
13	Compensation of officers, directors, trustees, etc	40,783	24,470		16,313
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule) 8,2015				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	29,979	3,224		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	198	198		
24	Total operating and administrative expenses. Add lines 13 through 23	70,960	27,892	0	16,313
25	Contributions, gifts, grants paid	1,371,000			1,371,000
26	Total expenses and disbursements. Add lines 24 and 25	1,441,960	27,892	0	1,387,313
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	-545,680			
b	Net investment income (if negative, enter -0-)		863,406		
c	Adjusted net income (if negative, enter -0-)			0	

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Operating and Administrative Expenses

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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		389	389
	2	Savings and temporary cash investments	237,356	341,822	341,822
	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)			
	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)	11,975,774	11,407,805	13,545,664	
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)	12,213,130	11,750,016	13,887,875	
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 <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	12,213,130	11,750,016	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see instructions)	12,213,130	11,750,016		
31	Total liabilities and net assets/fund balances (see instructions)	12,213,130	11,750,016		

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	12,213,130
2	Enter amount from Part I, line 27a	2	-545,680
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	85,961
4	Add lines 1, 2, and 3	4	11,753,411
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,395
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,750,016

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 Attached Statement				
b See Attached Statement				
c See Attached Statement				
d See Attached Statement				
e See Attached Statement				
(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			0	
b			0	
c			0	
d			0	
e			0	
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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
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	528,512
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	0

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	1,491,229	13,836,464	0.107775
2012	1,146,134	13,596,199	0.084298
2011	2,007,392	14,827,869	0.135380
2010	1,890,646	15,048,344	0.125638
2009	1,423,293	13,856,384	0.102717
2 Total of line 1, column (d)			0.555808
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			0.111162
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			13,765,026
5 Multiply line 4 by line 3			1,530,148
6 Enter 1% of net investment income (1% of Part I, line 27b)			8,634
7 Add lines 5 and 6			1,538,782
8 Enter qualifying distributions from Part XII, line 4 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.			1,387,313

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	17,268	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	17,268	
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	17,268	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	12,110	
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	12,110	
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	5,158	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	0	

Part VII-A Statements Regarding Activities

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

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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ BNY MELLON, N.A. Telephone no. ▶ (412) 234-1584 Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶	16	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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

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** N/A

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 N/A

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 **6b** X

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No

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

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

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

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
BNY Mellon, N.A. P O Box 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	73,497	NONE	NONE
BNY Mellon, N.A. P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-32,714	N/A	N/A

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 NONE

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

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

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

Total number of others receiving over \$50,000 for professional services ▶ NONE

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 NONE	
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 NONE	
2	
All other program-related investments. See instructions	
3 NONE	
Total. Add lines 1 through 3 ▶ NONE	

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	13,582,548
b	Average of monthly cash balances	1b	392,098
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	13,974,646
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	
3	Subtract line 2 from line 1d	3	13,974,646
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	209,620
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	13,765,026
6	Minimum investment return. Enter 5% of line 5	6	688,251

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	688,251
2a	Tax on investment income for 2014 from Part VI, line 5	2a	17,268
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	17,268
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	670,983
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	670,983
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	670,983

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	1,387,313
b	Program-related investments—total from Part IX-B	1b	NONE
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,387,313
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	1,387,313

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				670,983
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0	
b Total for prior years. 20__, 20__, 20__				
3 Excess distributions carryover, if any, to 2014:				
a From 2009	737,528			
b From 2010	1,157,791			
c From 2011	1,280,531			
d From 2012	483,082			
e From 2013	823,818			
f Total of lines 3a through e	4,482,750			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,387,313				
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				670,983
e Remaining amount distributed out of corpus	716,330			
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	5,199,080			
b Prior years' undistributed income Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
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				0
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	737,528			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	4,461,552			
10 Analysis of line 9:				
a Excess from 2010	1,157,791			
b Excess from 2011	1,280,531			
c Excess from 2012	483,082			
d Excess from 2013	823,818			
e Excess from 2014	716,330			

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

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 foundation 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

	Pnor 3 years				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

DANIEL W. PFAFF ONE MELLON CENTER, ROOM 3725 PITTSBURGH, PA 15258-0001 (412) 234-1584

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

PROVIDED UPON INITIAL CONTACT

c Any submission deadlines.

PROVIDED UPON INITIAL CONTACT

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

PROVIDED UPON INITIAL CONTACT

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total ▶ 3a</p>				<p>1,371,000</p>
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total ▶ 3b</p>				<p>NONE</p>

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals		
															Capital Gains/Losses	Other sales	
														Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
														222,669	2,454,907	528,512	
1	AT&T INC	00206R102			8/6/2010		10/16/2014	4,697	3,708					0	989		
2	ADOBE SYSTEMS INC	00724F101			2/12/2013		3/20/2014	7,558	4,298					0	3,260		
3	ADOBE SYSTEMS INC	00724F101			4/15/2014		10/14/2014	7,918	7,921					0	0		
4	ADOBE SYSTEMS INC	00724F101			2/20/2013		10/16/2014	4,394	2,722					0	1,672		
5	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		2/6/2014	8,167	7,358					0	809		
6	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		5/16/2014	6,758	6,966					0	-208		
7	ALCATEL-LUCENT-SPONSOR	013904305			10/2/2013		5/22/2014	6,128	6,379					0	-250		
8	ALCATEL-LUCENT-SPONSOR	013904305			10/14/2013		5/22/2014	790	805					0	-15		
9	ALCATEL-LUCENT-SPONSOR	013904305			10/14/2013		6/3/2014	2,841	2,803					0	38		
10	ALCATEL-LUCENT-SPONSOR	013904305			10/14/2013		6/3/2014	5,871	5,939					0	-68		
11	ALLERGAN INC	018490102			12/20/2013		6/4/2014	22,486	14,700					0	7,786		
12	ALLERGAN INC	018490102			12/23/2013		6/4/2014	22,156	14,482					0	7,674		
13	AMGEN INC	031162100			9/16/2013		1/24/2014	120	117					0	3		
14	AMGEN INC	031162100			9/16/2013		1/24/2014	13,779	13,436					0	343		
15	AMGEN INC	031162100			9/16/2013		2/4/2014	10,906	10,982					0	-76		
16	AMGEN INC	031162100			5/16/2014		9/2/2014	8,677	7,047					0	1,630		
17	APPLE INC	037833100			11/26/2013		9/2/2014	1,653	1,215					0	438		
18	APPLE INC	037833100			11/26/2013		9/4/2014	6,723	5,165					0	1,558		
19	APPLE INC	037833100			10/24/2013		9/4/2014	4,152	3,185					0	967		
20	APPLE INC	037833100			12/15/2011		5/23/2014	1,033	1,055					0	-22		
21	BNY MELLON BOND FUND-M	05569M830			11/6/2012		5/23/2014	101,166	106,528					0	-5,362		
22	BNY MELLON BOND FUND-M	05569M830			12/17/2012		5/23/2014	9,780	10,170					0	-390		
23	BNY MELLON BOND FUND-M	05569M830			5/18/2010		5/23/2014	196,021	197,226					0	-1,205		
24	BEAM INC	073730103			4/4/2013		2/5/2014	7,476	5,535					0	1,941		
25	BEAM INC	073730103			4/4/2013		3/7/2014	7,480	5,535					0	1,945		
26	BEAM INC	073730103			4/4/2013		4/14/2014	29,137	21,524					0	7,613		
27	BRISTOL-MYERS SQUIBB CO	110122108			5/24/2013		2/4/2014	10,281	9,896					0	385		
28	BRISTOL-MYERS SQUIBB CO	110122108			5/24/2013		6/19/2014	7,165	7,069					0	96		
29	CABOT OIL & GAS CORP CL A	127097103			12/12/2013		6/13/2014	12,107	12,744					0	-637		
30	CABOT OIL & GAS CORP CL A	127097103			12/12/2013		6/16/2014	1,039	1,092					0	-53		
31	CABOT OIL & GAS CORP CL A	127097103			12/16/2013		6/16/2014	15,240	15,730					0	-490		
32	CABOT OIL & GAS CORP CL A	127097103			3/7/2014		6/16/2014	11,776	11,999					0	-223		
33	CATERPILLAR FINANACIA 6 12	1491214F5			2/11/2009		2/17/2014	100,000	100,668					0	-668		
34	CHEVRON CORPORATION	166764100			9/30/2010		11/20/2014	16,089	17,341					0	-1,252		
35	COCA - COLA CO	191216100			1/3/2014		1/3/2014	27,334	20,209					0	7,125		
36	COMCAST CORP CL A	20030N101			1/3/2014		3/2/2014	7,512	7,956					0	-444		
37	COMCAST CORP CL A	20030N101			1/3/2014		8/13/2014	541	530					0	11		
38	FAMILY DLR STORES INC	307000109			7/11/2012		4/25/2014	5,657	6,755					0	-1,098		
39	F N F V GROUP	31620R402			12/10/2013		7/18/2014	10	10					0	0		
40	F N F V GROUP	31620R402			12/10/2013		9/16/2014	404	418					0	-14		
41	F N F V GROUP	31620R402			12/10/2013		9/17/2014	464	480					0	-16		
42	F N F V GROUP	31620R402			12/10/2013		9/18/2014	15	15					0	0		
43	F N F V GROUP	31620R402			12/9/2013		9/19/2014	1,989	2,110					0	-121		
44	F N F V GROUP	31620R402			12/10/2013		9/19/2014	2,515	2,740					0	-225		
45	GENERAL ELECTRIC CO	369604103			7/22/2003		8/15/2014	13,812	14,704					0	-892		
46	GENERAL ELECTRIC CO	369604103			7/22/2003		8/15/2014	12,789	13,615					0	-826		
47	COMCAST CORP CL A	20030N101			12/16/2013		8/13/2014	7,034	6,438					0	596		
48	CORNING INC	219350105			1/17/2014		4/8/2014	8,002	7,144					0	858		
49	CORNING INC	219350105			1/17/2014		4/15/2014	8,370	7,708					0	662		
50	CORNING INC	219350105			1/17/2014		7/18/2014	6,713	5,848					0	865		
51	CORNING INC	219350105			1/21/2014		7/18/2014	9,095	7,869					0	1,226		
52	COSTCO WHSL CORP NEW	22160K105			3/7/2014		6/18/2014	6,806	6,718					0	88		
53	COSTCO WHSL CORP NEW	22160K105			5/14/2010		6/18/2014	923	487					0	436		
54	DEVON ENERGY CORPORAT	25179M103			6/16/2014		12/10/2014	14,157	20,298					0	-6,141		
55	DEVON ENERGY CORPORAT	25179M103			6/16/2014		12/11/2014	8,717	12,479					0	-3,762		
56	DEVON ENERGY CORPORAT	25179M103			9/16/2014		12/11/2014	5,448	7,807					0	-2,359		
57	WALT DISNEY CO/THE	254687106			5/14/2010		8/13/2014	12,260	4,868					0	7,392		
58	WALT DISNEY CO/THE	254687106			5/14/2010		11/20/2014	8,026	3,129					0	4,897		
59	DREYFUS SMALL CAP STOCK	26200Q204			3/18/2013		4/2/2014	30,027	29,238					0	789		
60	DREYFUS SMALL CAP STOCK	26200Q204			3/18/2013		4/2/2014	484	484					0	0		
61	DREYFUS SMALL CAP STOCK	26200Q204			10/28/2013		4/2/2014	6,489	5,770					0	719		
62	EXPRESS SCRIPTS HOLDING	30219G108			10/28/2013		4/2/2014	33,482	21,458					0	12,024		
63	FACEBOOK INC-A	30303M102			5/2/2014		10/29/2014	5,311	4,266					0	1,045		
64	FAMILY DLR STORES INC	307000109			7/11/2012		4/24/2014	8,346	6,713					0	1,633		
65	GENERAL ELECTRIC CO	369604103			1/28/2011		6/15/2014	10,464	12,745					0	-2,281		
66	GILEAD SCIENCES INC	375958103			10/20/2011		4/9/2014	15,856	13,937					0	1,919		
67	GOOGLE INC - CL A	38259P508			4/25/2013		1/7/2014	7,698	2,238					0	5,460		
68	GOOGLE INC - CL A	38259P508			4/19/2013		1/7/2014	1,135	813					0	322		
69	GOOGLE INC - CL A	38259P508			4/19/2013		1/7/2014	11,354	7,873					0	3,481		

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

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												Expense of Sale and Cost of Improvements	Depreciation	Adjustments	
	Long Term CG Distributions	222,669							2,983,419						528,512
	Short Term CG Distributions								0						0
70	X	GOOGLE INC - CL A			4/19/2013		1/13/2014	9,157	6,299						2,858
71	X	GOOGLE INC - CL A			4/19/2013		1/21/2014	8,087	5,511						2,576
72	X	GOOGLE INC - CL A			4/19/2013		1/27/2014	14,336	10,235						4,101
73	X	GOOGLE INC - CL A			7/16/2014		12/16/2014	12,992	15,446						-2,454
74	X	GOOGLE INC - CL A			3/23/2014		12/16/2014	8,495	9,720						-1,225
75	X	GOOGLE INC - CL C			4/19/2013		4/10/2014	6,502	4,730						1,772
76	X	H.C.A HOLDINGS INC			6/4/2014		9/3/2014	6,957	5,478						1,479
77	X	HALLIBURTON CO			1/13/2014		3/7/2014	7,849	7,013						836
78	X	HALLIBURTON CO			2/4/2014		3/7/2014	3,924	3,450						474
79	X	HALLIBURTON CO			2/4/2014		4/30/2014	4,413	3,450						963
80	X	HALLIBURTON CO			5/14/2010		4/30/2014	6,935	3,203						3,732
81	X	HARLEY DAVIDSON INC			8/16/2013		8/13/2014	4,976	4,674						302
82	X	ISHARES MISCELLANEOUS			3/21/2006		4/2/2014	62,149	49,039						13,050
83	X	JOHNSON & JOHNSON			4/8/2014		9/3/2014	6,534	6,201						333
84	X	JOHNSON & JOHNSON			4/8/2014		10/24/2014	23,342	22,342						1,000
85	X	JOHNSON & JOHNSON			4/11/2014		10/24/2014	7,553	7,553						0
86	X	K.L.A. TENCOR CORP			10/17/2013		1/7/2014	1,870	1,914						-44
87	X	K.L.A. TENCOR CORP			10/19/2013		1/7/2014	13,711	14,213						-502
88	X	KNOWLES CORP			7/27/2011		3/5/2014	6,692	4,606						2,086
89	X	LAS VEGAS SANDS CORP			7/5/2011		1/14/2014	7,135	3,967						3,168
90	X	MARATHON OIL CORP			12/9/2013		1/14/2014	6,175	6,561						-386
91	X	MARATHON OIL CORP			12/22/2011		1/14/2014	1,029	854						175
92	X	MARATHON OIL CORP			12/22/2011		3/24/2014	7,875	6,546						1,329
93	X	MARATHON OIL CORP			12/22/2011		3/24/2014	6,505	5,286						1,219
94	X	MARATHON OIL CORP			12/22/2011		3/27/2014	3,448	2,782						666
95	X	MARATHON OIL CORP			8/15/2012		3/27/2014	12,756	10,177						2,579
96	X	MEAD JOHNSON NUTRITION			8/14/2014		12/15/2014	6,720	6,616						104
97	X	MERCK & CO INC			1/14/2014		4/8/2014	13,752	13,117						635
98	X	METLIFE INC			8/12/2011		12/1/2014	9,476	6,103						3,373
99	X	METLIFE INC			8/12/2011		1/22/2014	5,774	3,730						2,044
100	X	METLIFE INC			8/12/2011		6/9/2014	16,964	10,510						6,454
101	X	METLIFE INC			1/30/2014		6/10/2014	24,175	14,918						9,257
102	X	MICRON TECHNOLOGY INC			1/30/2014		9/2/2014	7,249	5,439						1,810
103	X	MICRON TECHNOLOGY INC			1/30/2014		9/2/2014	2,206	1,645						561
104	X	MICRON TECHNOLOGY INC			2/6/2014		9/2/2014	11,347	9,852						1,495
105	X	MICRON TECHNOLOGY INC			1/27/2014		9/15/2014	14,468	11,035						3,433
106	X	MICRON TECHNOLOGY INC			1/27/2014		10/6/2014	13,540	9,656						3,884
107	X	MICRON TECHNOLOGY INC			3/27/2014		10/6/2014	8,060	5,560						2,500
108	X	MICRON TECHNOLOGY INC			4/10/2014		10/6/2014	9,349	6,333						3,016
109	X	MONDELEZ INTERNATIONAL			6/9/2010		12/15/2014	734	394						340
110	X	MONDELEZ INTERNATIONAL			8/27/2010		12/15/2014	7,341	3,872						3,469
111	X	MONDELEZ INTERNATIONAL			8/27/2010		12/18/2014	27,354	14,518						12,846
112	X	MONSTER BEVERAGE CORP			1/13/2014		11/24/2014	9,138	5,853						3,285
113	X	NATIONAL OILWELL VARCO II			9/16/2013		6/18/2014	2,330	2,132						198
114	X	NATIONAL OILWELL VARCO II			2/13/2013		6/18/2014	10,095	8,074						2,021
115	X	NATIONAL OILWELL VARCO II			2/13/2013		8/13/2014	8,222	6,211						2,011
116	X	NATIONAL OILWELL VARCO II			2/13/2013		10/10/2014	7,453	7,453						0
117	X	NATIONAL OILWELL VARCO II			2/13/2013		10/10/2014	9,189	7,986						1,193
118	X	NOW INC/DE			2/13/2013		6/11/2014	2,952	2,364						588
119	X	NOW INC/DE			2/13/2013		6/11/2014	1,097	869						228
120	X	NOW INC/DE			9/16/2013		6/11/2014	236	216						20
121	X	NOW INC/DE			9/16/2013		6/12/2014	17	15						2
122	X	OCWEN FINANCIAL CORP			7/31/2013		8/5/2014	2,917	5,245						-2,328
123	X	OCWEN FINANCIAL CORP			7/30/2013		8/5/2014	2,122	3,803						-1,681
124	X	OCWEN FINANCIAL CORP			7/28/2013		8/6/2014	4,438	8,033						-3,595
125	X	OCWEN FINANCIAL CORP			7/30/2013		8/6/2014	1,044	1,902						-858
126	X	OCWEN FINANCIAL CORP			7/25/2013		8/6/2014	522	922						-400
127	X	OCWEN FINANCIAL CORP			7/25/2013		8/8/2014	3,354	5,996						-2,642
128	X	OCWEN FINANCIAL CORP			2/11/2014		8/8/2014	4,903	6,823						-1,920
129	X	OCWEN FINANCIAL CORP			2/24/2014		8/8/2014	2,322	3,512						-1,190
130	X	P.V.H CORP			4/25/2014		8/13/2014	2,582	2,812						-230
131	X	DREYFUS MIDCAP INDEX FUND			3/19/2013		8/13/2014	3,031	3,268						-237
132	X	DREYFUS MIDCAP INDEX FUND			7/29/2013		4/2/2014	578	487						91
133	X	DREYFUS MIDCAP INDEX FUND			12/27/2013		4/2/2014	55,953	50,950						5,003
134	X	DREYFUS MIDCAP INDEX FUND			3/16/2014		4/2/2014	42,341	40,493						1,848
135	X	DREYFUS MIDCAP INDEX FUND			1/11/2013		4/2/2014	938	932						6
136	X	DREYFUS MIDCAP INDEX FUND			5/30/2014		8/14/2014	79,191	79,760						-569
137	X	PEPSICO INC			6/1/2012		8/14/2014	7,332	7,052						280
138	X	PEPSICO INC			6/1/2012		8/14/2014	916	675						241

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

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															Gross Sales	Cost, Other Basis and Expenses	
	Long Term CG Distributions	Amount														2,983,419	528,512
	Short Term CG Distributions	222,669														0	0
138	PFIZER INC	717081103			11/4/2013		4/11/2014	7,492	7,984					0	-492		
140	PFIZER INC	717081103			11/5/2013		4/11/2014	599	623					0	-24		
141	PFIZER INC	717081103			11/5/2013		6/4/2014	6,904	7,169					0	-365		
142	PFIZER INC	717081103			10/22/2013		6/4/2014	887	922					0	-35		
143	PROCTER & GAMBLE CO	742718109			3/17/2006		5/30/2014	8,062	5,922					0	2,140		
144	PROCTER & GAMBLE CO	742718109			3/17/2006		6/18/2014	22,313	16,582					0	5,731		
145	SALESFORCE COM INC	794661302			9/28/2010		1/27/2014	6,889	2,748					0	4,141		
146	SCHLUMBERGER LTD	806857108			12/9/2013		4/30/2014	7,105	6,165					0	940		
147	SCHLUMBERGER LTD	806857108			5/14/2010		4/30/2014	1,218	789					0	419		
148	SEMPRA ENERGY	816851109			5/14/2010		2/4/2014	7,288	3,497					0	3,497		
149	SEMPRA ENERGY	816851109			5/14/2010		11/24/2014	7,721	3,317					0	4,404		
150	SOUTHWESTERN ENERGY CO	845467109			9/28/2012		6/25/2014	7,306	5,584					0	1,724		
151	SOUTHWESTERN ENERGY CO	845467109			9/28/2012		12/31/2014	7,917	10,121					0	-2,204		
152	SPLUNK INC	848637104			3/20/2014		4/30/2014	5,452	8,955					0	-3,503		
153	SPLUNK INC	848637104			3/20/2014		5/1/2014	3,383	5,373					0	-1,990		
154	SPLUNK INC	848637104			3/21/2014		5/1/2014	4,511	6,818					0	-2,307		
155	SPLUNK INC	848637104			3/21/2014		5/1/2014	4,511	5,845					0	-1,334		
156	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		4/16/2014	7,235	6,361					0	874		
157	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		4/23/2014	7,112	6,185					0	927		
158	TAIWAN SEMICONDUCTOR M	874039100			6/26/2013		5/2/2014	1,758	1,580					0	178		
159	TAIWAN SEMICONDUCTOR M	874039100			9/25/2012		5/2/2014	13,750	11,257					0	2,483		
160	TEVA PHARMACEUTICAL IND	881624209			9/25/2012		1/4/2014	3,314	3,280					0	34		
161	TEVA PHARMACEUTICAL IND	881624209			9/26/2012		1/4/2014	4,143	4,077					0	66		
162	TEVA PHARMACEUTICAL IND	881624209			9/26/2012		1/24/2014	7,756	7,339					0	417		
163	TEVA PHARMACEUTICAL IND	881624209			9/26/2012		2/4/2014	6,630	6,116					0	514		
164	TEVA PHARMACEUTICAL IND	881624209			9/26/2012		8/13/2014	7,141	5,708					0	1,433		
165	TEVA PHARMACEUTICAL IND	881624209			9/26/2012		9/2/2014	14,102	11,009					0	3,094		
166	TEVA PHARMACEUTICAL IND	881624209			1/18/2013		9/2/2014	4,178	3,044					0	1,134		
167	VALERO ENERGY CORP NEW	91913Y100			5/14/2010		1/13/2014	6,748	2,435					0	4,313		
168	VANGUARD FTSE EMERGING	922042858			10/22/2007		4/2/2014	61,454	79,424					0	-17,970		
169	VANGUARD FTSE EMERGING	922042858			10/22/2007		5/23/2014	49,380	60,892					0	-11,512		
170	VANGUARD FTSE EMERGING	922042858			10/7/2009		5/23/2014	83,731	76,852					0	6,879		
171	VANGUARD FTSE EMERGING	922042858			5/17/2010		5/23/2014	107,348	98,372					0	8,976		
172	VANGUARD FTSE EMERGING	922042858			8/15/2012		5/23/2014	104,127	100,007					0	4,120		
173	VANGUARD FTSE EMERGING	922042858			7/29/2012		5/23/2014	20,396	18,866					0	1,530		
174	VERIZON GLOBAL FDG COR 4	923446A06			2/11/2009		5/23/2014	105,630	99,331					0	6,299		
175	VNWARE INC-CLASS A	928563402			7/29/2013		1/17/2014	2,940	2,456					0	484		
176	VNWARE INC-CLASS A	928563402			7/29/2013		1/17/2014	17,638	14,867					0	2,771		
177	WELLS FARGO & COMPANY	949746101			3/17/2006		2/21/2014	10,977	7,825					0	3,152		
178	WELLS FARGO & COMPANY	949746101			3/17/2006		7/17/2014	9,450	5,859					0	3,591		
179	WELLS FARGO & COMPANY	949746101			11/5/2012		6/16/2014	14,268	7,124					0	7,144		
180	YAHOO INC	984332106			11/5/2012		6/23/2014	14,776	7,645					0	7,131		
181	SERVICENOW INC	81762P102			12/12/2013		1/30/2014	6,560	4,903					0	1,657		
182	SERVICENOW INC	81762P102			12/12/2013		3/20/2014	2,007	1,471					0	536		
183	SERVICENOW INC	81762P102			8/15/2013		3/20/2014	5,351	3,479					0	1,872		
184	SHIRE PLC	82481R106			3/11/2011		1/4/2014	7,142	4,244					0	2,898		
185	SHIRE PLC	82481R106			3/11/2011		5/21/2014	8,674	4,417					0	4,257		
186	SHIRE PLC	82481R106			6/4/2012		7/18/2014	24,457	8,228					0	16,229		
187	SHIRE PLC	82481R106			9/27/2012		7/18/2014	20,595	6,641					0	13,954		
188	SOUTHWESTERN ENERGY CO	845467109			9/27/2012		4/10/2014	9,776	7,333					0	2,443		
189	SOUTHWESTERN ENERGY CO	845467109			9/27/2012		6/25/2014	3,197	2,444					0	753		
190	SOUTHWESTERN ENERGY CO	845467109			11/5/2012		7/16/2014	14,974	7,645					0	7,329		
191	YAHOO INC	984332106			9/30/2013		2/4/2014	9,969	7,777					0	2,192		
192	ACTAVIS PLC	G0083B108			11/8/2011		1/29/2014	11,951	7,357					0	4,594		
193	ACN PLC	G0408V102			11/8/2011		1/29/2014	4,781	2,943					0	1,838		
194	ACN PLC	G0408V102			11/8/2011		10/20/2014	34,505	21,090					0	13,415		
195	ACCENTURE PLC-CLA	G1151C101			8/11/2010		3/27/2014	10,916	5,595					0	5,321		
196	NABORS INDUSTRIES LTD	G6359F103			3/25/2014		11/4/2014	9,425	9,639					0	-3,214		
197	NABORS INDUSTRIES LTD	G6359F103			3/27/2014		11/4/2014	659	976					0	-317		
198	NABORS INDUSTRIES LTD	G6359F103			3/27/2014		11/5/2014	7,677	11,220					0	-3,543		
199	NABORS INDUSTRIES LTD	G6359F103			3/24/2014		11/20/2014	977	1,444					0	-467		
200	NABORS INDUSTRIES LTD	G6359F103			3/24/2014		11/20/2014	1,140	1,693					0	-553		
201	NABORS INDUSTRIES LTD	G6359F103			3/24/2014		11/20/2014	1,466	2,171					0	-705		
202	NABORS INDUSTRIES LTD	G6359F103			3/27/2014		11/20/2014	2,769	4,147					0	-1,378		
203	NABORS INDUSTRIES LTD	G6359F103			4/9/2014		11/20/2014	3,421	5,106					0	-1,685		
204	NABORS INDUSTRIES LTD	G6359F103			4/10/2014		11/20/2014	6,190	9,189					0	-2,979		
205	NABORS INDUSTRIES LTD	G6359F103			11/7/2014		11/6/2014	17,519	16,471					0	1,048		
206	SEAGATE TECHNOLOGY	G7945M107			11/7/2014		11/7/2014	12,341	11,765					0	576		

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals	
														Capital Gains/Losses	Other sales
	Long Term CG Distributions	222,668												2,983,419	528,512
	Short Term CG Distributions													0	0
208	SEAGATE TECHNOLOGY	G7945M107		6/3/2014		11/7/2014	4,936	4,297							639
209	AVAGO TECHNOLOGIES LTD	Y0486S104		4/23/2014		8/29/2014	9,053	7,078							1,985
210	AVAGO TECHNOLOGIES LTD	Y0486S104		10/14/2013		8/29/2014	7,416	3,961							3,455
211	AVAGO TECHNOLOGIES LTD	Y0486S104		10/14/2013		9/4/2014	4,331	2,200							2,131
212	AVAGO TECHNOLOGIES LTD	Y0486S104		9/20/2013		9/4/2014	3,465	1,683							1,782
213	PARTNERSHIP LT LOSS							1							0

Part I, Line 11 (990-PF) - Other Income

		-8,992	-8,992	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income
1	Net Rental Income	-8,992	-8,992	

Part I, Line 18 (990-PF) - Taxes

		29,979	3,224	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	3,224	3,224		
2	PRIOR YEAR EXCISE TAX DUE	14,645			
3	ESTIMATED EXCISE PAYMENTS	12,110			

Part I, Line 23 (990-PF) - Other Expenses

		198	198	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	ADR FEES	136	136		
2	PARTNERSHIP EXPENSES	62	62		

Part II, Line 13 (990-PF) - Investments - Other

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
			11,975,774	11,407,805	13,545,664
1			0	0	0
2	ACTAVIS PLC		0	20,881	37,324
3	ACCENTURE PLC IRELAND SHS CL A		0	35,847	38,403
4	EATON CORP PLC		0	30,617	40,776
5	INGERSOLL-RAND PLC		0	29,407	50,712
6	INVESCO LTD		0	31,320	57,304
7	MALLINCKRODT PLC		0	31,561	37,631
8	TE CONNECTIVITY LTD		0	43,084	45,540
9	AVAGO TECHNOLOGIES LTD		0	22,715	54,319
10	AFLAC INC		0	39,431	38,487
11	AT&T INC		0	6,886	8,733
12	ABBOTT LABORATORIES		0	32,696	38,267
13	ABBVIE INC		0	45,068	53,661
14	ADOBE SYS INC COM		0	17,266	32,715
15	ALEXION PHARMACEUTICALS INC		0	13,644	16,098
16	AMAZON COM INC		0	26,456	41,897
17	AMGEN INC		0	15,889	21,663
18	ANHEUSER BUSCH INBEV SPN ADR		0	29,712	30,888
19	APPLE COMPUTER INC COM		0	41,383	126,716
20	BNY MELLON INCOME STK FD CL M		0	1,703,854	1,720,765
21	BNY MELLON BOND FD CL M		0	303,537	299,624
22	BIOGEN IDEC INC		0	23,377	25,798
23	BRISTOL MYERS SQUIBB CO COM		0	21,206	26,564
24	CAPITAL ONE FINL CORP COM		0	36,947	51,181
25	CARDINAL HEALTH INC COM		0	32,687	37,136
26	CATERPILLAR INC		0	21,401	29,747
27	CELANESE CORP DEL		0	15,979	32,378
28	CELGENE CORP		0	32,183	35,012
29	CENTERPOINT ENERGY INC		0	28,904	34,208
30	CHEESECAKE FACTORY INC		0	14,537	15,093
31	CHEVRONTXACO CORP		0	25,840	35,785
32	COMCAST CORP NEW CL A		0	28,884	48,728
33	COSTCO WHSL CORP NEW		0	15,710	39,548
34	DISNEY (WALT) COMPANY HOLDING CO		0	8,692	23,548
35	DOVER CORPORATION		0	29,100	37,294
36	DOW CHEMICAL COMPANY COMMON		0	14,903	14,139
37	DREYFUS INTMED TERM INC-Y		0	2,595,613	2,686,047
38	DREYFUS BASIC S&P 500 STK I		0	1,152,041	1,582,749
39	DREYFUS GLOBAL REAL ES SEC-Y		0	199,640	218,630
40	DREYFUS SMALL CAP STOCK INDEX		0	530,837	721,837
41	ELECTRONIC ARTS		0	34,309	42,784
42	EXXON MOBIL CORP		0	23,321	40,955
43	FACEBOOK INC		0	33,189	50,713
44	FNF GROUP		0	28,241	38,928
45	FREEMPORT-MCMORAN COPPER & GOLD		0	25,441	16,913
46	GILEAD SCIENCES INC		0	7,936	36,761

Part II, Line 13 (990-PF) - Investments - Other

		11,975,774		11,407,805		13,545,664	
Asset Description	Basis of Valuation	Book Value Beg of Year	Book Value End of Year	FMV End of Year			
47	GOOGLE INC	0	28,748	33,962			
48	GOOGLE INC	0	11,741	15,792			
49	HCA HOLDINGS INC	0	23,750	32,292			
50	HALLIBURTON COMPANY COM	0	23,812	26,862			
51	HARLEY DAVIDSON INC	0	28,008	31,637			
52	HARTFORD FINL SVCS GROUP INC COM	0	35,020	40,022			
53	HERSHEY FOODS CORPORATION COM	0	28,087	27,957			
54	HOME DEPOT INC USD 0 05	0	7,612	41,988			
55	HONEYWELL INTL INC	0	21,384	49,960			
56	ILLINOIS TOOL WORKS INC COM	0	35,585	38,827			
57	INTEL CORPORATION	0	54,797	57,338			
58	INTERCONTINENTALEXCHANGE GRO	0	37,735	59,647			
59	ISHARES BARCLAYS TIPS BOND FUND	0	283,645	336,030			
60	ISHARES MSCI EMERGING MKTS INDEX F	0	343,186	392,900			
61	ISHARES MSCI EAFE INDEX FD	0	419,526	422,838			
62	J P MORGAN CHASE & CO	0	35,308	57,574			
63	JOHNSON CONTROLS INC	0	21,680	33,355			
64	LAM RESH CORP COM	0	33,604	36,496			
65	LAS VEGAS SANDS CORP	0	19,478	26,172			
66	MARATHON OIL CORP	0	32,329	29,422			
67	MEAD JOHNSON NUTRITION CO-A	0	31,323	34,184			
68	MERCK & CO INC	0	37,581	40,889			
69	MONSTER BEVERAGE CORP	0	28,724	45,074			
70	NUCOR CORP	0	25,271	28,449			
71	OUTFRONT MEDIA INC	0	33,974	28,317			
72	PNC FINANCIAL SERVICES GROUP INC	0	22,991	37,404			
73	PVH CORP	0	31,149	33,068			
74	PEOPLES DREYFUS S&P MIDCAP INDEX	0	767,524	1,043,931			
75	PEPSICO INC	0	35,658	54,845			
76	PFIZER INC COM	0	18,123	32,396			
77	PHILIP MORRIS INTERNATIONAL	0	15,267	27,693			
78	PHILLIPS 66	0	25,648	25,095			
79	T ROWE PRICE HIGH YIELD FUND INC	0	446,722	443,398			
80	PROCTER & GAMBLE CO COM	0	16,582	25,505			
81	SALESFORCE COM INC	0	21,895	45,194			
82	SCHLUMBERGER LIMITED COM	0	29,643	34,847			
83	SEMPRA ENERGY	0	9,952	23,386			
84	SERVICENOW INC	0	36,699	52,923			
85	SOUTHWESTERN ENERGY CO	0	39,757	32,748			
86	STATE ST CORP COM	0	27,655	59,660			
87	THERMO ELECTRON CORP	0	25,512	30,195			
88	TIME WARNER INC.	0	43,338	48,689			
89	TWITTER INC	0	29,451	21,163			
90	UNION PACIFIC CORP	0	14,932	35,977			
91	UNITED TECHNOLOGIES CORP	0	28,138	44,620			
92	VALERO ENERGY CORP NEW	0	19,126	35,145			

Part II, Line 13 (990-PF) - Investments - Other

		11,975,774	11,407,805	13,545,664
Asset Description		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
93	VANGUARD EUROPE PACIFIC ETF	0	246,300	227,280
94	VANGUARD INDEX TR	0	182,746	232,875
95	VERIZON COMMUNICATIONS INC	0	7,184	12,631
96	WELLS FARGO & CO NEW	0	31,695	54,820
97	YUM BRANDS INC	0	25,798	38,610
98	N T I GROTECH III LP	0	9,365	508
99	FIRST CAPITAL HOUSING PARTNERS V L I	0	15,175	109,075

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	FIRST CAPITAL HOUSING PARTNERS V PARTNERSHIP ADJUSTMENT	1	8,969
2	LOS ON CURRENT YEAR SALES NOT SETTLED AT YEAR END	2	2,204
3	COST BASIS ADJUSTMENT	3	63
4	PARTNERSHIP DISTRIBUTIONS	4	74,725
5	Total	5	85,961

Line 5 - Decreases not included in Part III, Line 2

1	GROTECH PARTNERS III PARTNERSHIP ADJUSTMENT	1	262
2	VARIOUS SECURITIES COST BASIS ADJUSTMENT	2	3,133
3	Total	3	3,395

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount		2,760,750		2,454,907		305,843		305,843	
				222,669									
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Expense of Sale	Gain or Loss	F.M.V. as of 12/31/169	Adjusted Basis as of 12/31/169	Excess of FMV Over Adj Basis	Gain Minus Excess of FMV Over Adjusted Basis of Losses
88 JOHNSON & JOHNSON	478180104		4/11/2014	10/24/2014	8,228			7,353	875	473	0	0	473
89 K.L.A. TENCOR CORP	482480100		10/17/2013	1/7/2014	1,970			1,914	56	44	0	0	44
87 K.L.A. TENCOR CORP	482480100		10/18/2013	3/7/2014	13,711			14,213	(502)	502	0	0	(502)
88 KNOWLES CORP	499260109		7/17/2011	3/6/2014	6,892			4,006	2,886	2,086	0	0	2,086
89 LAS VEGAS SANDS CORP	517834107		7/5/2011	1/14/2014	7,135			3,967	3,168	3,168	0	0	3,168
90 MARATHON OIL CORP	565849106		12/9/2013	1/14/2014	6,175			6,561	(386)	386	0	0	(386)
91 MARATHON OIL CORP	565849106		12/22/2011	1/14/2014	1,029			854	175	175	0	0	175
92 MARATHON OIL CORP	565849106		12/22/2011	3/24/2014	7,675			6,546	1,129	1,329	0	0	1,329
93 MARATHON OIL CORP	565849106		12/21/2011	3/24/2014	6,505			5,286	1,219	1,219	0	0	1,219
94 MARATHON OIL CORP	565849106		12/21/2011	3/27/2014	3,448			2,782	666	666	0	0	666
95 MARATHON OIL CORP	565849106		8/15/2012	3/27/2014	12,756			10,177	2,579	2,579	0	0	2,579
96 MEAD JOHNSON NUTRITION	582839106		8/14/2014	12/15/2014	6,720			6,616	104	104	0	0	104
97 MERCK & CO INC	58933Y105		1/14/2014	4/8/2014	13,752			13,117	635	635	0	0	635
98 METLIFE INC	59156R108		8/12/2011	12/1/2014	9,476			6,103	3,373	3,373	0	0	3,373
99 METLIFE INC	59156R108		8/12/2011	12/2/2014	5,774			3,730	2,044	2,044	0	0	2,044
100 METLIFE INC	59156R108		8/12/2011	6/9/2014	16,964			10,510	6,454	6,454	0	0	6,454
101 METLIFE INC	59156R108		8/12/2011	9/10/2014	24,175			14,918	9,257	9,257	0	0	9,257
102 MICRON TECHNOLOGY INC	595112103		1/30/2014	9/2/2014	7,249			5,439	1,810	1,810	0	0	1,810
103 MICRON TECHNOLOGY INC	595112103		1/30/2014	9/2/2014	2,206			1,645	561	561	0	0	561
104 MICRON TECHNOLOGY INC	595112103		2/6/2014	9/2/2014	11,347			8,852	2,495	2,495	0	0	2,495
105 MICRON TECHNOLOGY INC	595112103		1/27/2014	9/15/2014	14,468			11,035	3,433	3,433	0	0	3,433
106 MICRON TECHNOLOGY INC	595112103		1/27/2014	1/6/2014	13,540			9,656	3,884	3,884	0	0	3,884
107 MICRON TECHNOLOGY INC	595112103		3/27/2014	1/6/2014	8,060			5,860	2,200	2,200	0	0	2,200
108 MICRON TECHNOLOGY INC	595112103		4/10/2014	1/6/2014	9,349			6,333	3,016	3,016	0	0	3,016
109 MONDELEZ INTERNATIONAL	609207105		5/14/2010	12/15/2014	734			394	340	340	0	0	340
110 MONDELEZ INTERNATIONAL	609207105		8/27/2010	12/15/2014	7,341			3,469	3,872	3,872	0	0	3,872
111 MONDELEZ INTERNATIONAL	609207105		8/27/2010	12/15/2014	27,364			14,516	12,848	12,848	0	0	12,848
112 MONSTER BEVERAGE CORP	617407101		1/13/2014	1/12/2014	9,138			5,853	3,285	3,285	0	0	3,285
113 NATIONAL OILWELL VARCO INC	637071101		9/16/2013	6/18/2014	2,330			2,132	198	198	0	0	198
114 NATIONAL OILWELL VARCO INC	637071101		2/13/2013	6/18/2014	10,055			8,074	2,021	2,021	0	0	2,021
115 NATIONAL OILWELL VARCO INC	637071101		3/13/2013	6/13/2014	8,222			6,211	2,011	2,011	0	0	2,011
116 NATIONAL OILWELL VARCO INC	637071101		2/13/2013	10/10/2014	8,482			7,453	1,029	1,029	0	0	1,029
117 NATIONAL OILWELL VARCO INC	637071101		2/20/2013	10/10/2014	9,169			7,996	1,193	1,193	0	0	1,193
118 NOW INC/DE	67011P100		2/13/2013	6/11/2014	2,952			2,364	588	588	0	0	588
119 NOW INC/DE	67011P100		2/20/2013	6/11/2014	1,097			869	228	228	0	0	228
120 NOW INC/DE	67011P100		9/16/2013	6/11/2014	236			216	20	20	0	0	20
121 NOW INC/DE	67011P100		9/16/2013	6/12/2014	17			15	2	2	0	0	2
122 DOWEN FINANCIAL CORP	675746309		7/31/2013	8/5/2014	2,917			5,245	(2,328)	(2,328)	0	0	(2,328)
123 DOWEN FINANCIAL CORP	675746309		7/30/2013	8/5/2014	1,722			3,803	(2,081)	(2,081)	0	0	(2,081)
124 DOWEN FINANCIAL CORP	675746309		7/26/2013	8/6/2014	4,158			8,033	(3,875)	(3,875)	0	0	(3,875)
125 DOWEN FINANCIAL CORP	675746309		7/30/2013	8/6/2014	1,044			1,902	(858)	(858)	0	0	(858)
126 DOWEN FINANCIAL CORP	675746309		7/25/2013	8/6/2014	822			922	(100)	(100)	0	0	(100)
127 DOWEN FINANCIAL CORP	675746309		7/25/2013	8/6/2014	3,354			5,866	(2,512)	(2,512)	0	0	(2,512)
128 DOWEN FINANCIAL CORP	675746309		2/21/2014	8/6/2014	4,903			6,823	(1,920)	(1,920)	0	0	(1,920)
129 DOWEN FINANCIAL CORP	675746309		2/24/2014	8/6/2014	2,322			3,512	(1,190)	(1,190)	0	0	(1,190)
130 P V H CORP	693656100		4/25/2014	8/13/2014	2,582			2,612	(30)	(30)	0	0	(30)
131 P V H CORP	693656100		4/24/2014	8/13/2014	3,031			3,268	(237)	(237)	0	0	(237)
132 DREYFUS MIDCAP INDEX FUND	712223106		3/19/2013	4/2/2014	578			487	91	91	0	0	91
133 DREYFUS MIDCAP INDEX FUND	712223106		7/29/2013	4/2/2014	55,953			50,950	5,003	5,003	0	0	5,003
134 DREYFUS MIDCAP INDEX FUND	712223106		12/27/2013	4/2/2014	42,341			49,493	(7,152)	(7,152)	0	0	(7,152)
135 DREYFUS MIDCAP INDEX FUND	712223106		3/18/2014	4/2/2014	938			932	6	6	0	0	6
136 DREYFUS MIDCAP INDEX FUND	712223106		2/11/2013	4/2/2014	97,191			79,760	17,431	17,431	0	0	17,431
137 PEPSICO INC	713448108		5/30/2012	8/14/2014	7,332			7,052	280	280	0	0	280
138 PEPSICO INC	713448108		11/14/2013	8/14/2014	916			675	241	241	0	0	241
139 PFIZER INC	717081103		11/14/2013	4/11/2014	7,492			7,984	(492)	(492)	0	0	(492)
140 PFIZER INC	717081103		11/5/2013	4/11/2014	599			623	(24)	(24)	0	0	(24)
141 PFIZER INC	717081103		11/5/2013	6/4/2014	6,804			7,169	(365)	(365)	0	0	(365)
142 PFIZER INC	717081103		10/22/2013	6/4/2014	887			922	(35)	(35)	0	0	(35)
143 PROCTER & GAMBLE CO	742718109		3/17/2006	5/30/2014	8,062			5,922	2,140	2,140	0	0	2,140
144 PROCTER & GAMBLE CO	742718109		3/17/2006	6/18/2014	22,313			16,582	5,731	5,731	0	0	5,731
145 SALLERSON CORP	744661302		6/28/2010	4/30/2014	6,889			2,746	4,141	4,141	0	0	4,141
146 SCHLUMBERGER LTD	809857108		12/8/2013	1/29/2014	7,105			6,165	940	940	0	0	940
147 SCHLUMBERGER LTD	809857108		5/14/2010	4/30/2014	1,218			799	419	419	0	0	419
148 SEMPR ENERGY	816851109		5/14/2010	2/4/2014	7,288			3,791	3,497	3,497	0	0	3,497
149 SEMPR ENERGY	816851109		5/14/2010	1/24/2014	7,721			3,317	4,404	4,404	0	0	4,404
150 SOUTHWESTERN ENERGY CO	845467109		9/26/2012	6/29/2014	7,308			5,984	1,324	1,324	0	0	1,324
151 SOUTHWESTERN ENERGY CO	845467109		9/26/2012	12/31/2014	7,917			10,121	(2,204)	(2,204)	0	0	(2,204)
152 SPLUNK INC	846637104		3/20/2014	4/30/2014	3,452			3,955	(503)	(503)	0	0	(503)
153 SPLUNK INC	846637104		3/20/2014	5/1/2014	3,383			3,773	(390)	(390)	0	0	(390)
154 SPLUNK INC	846637104		3/21/2014	5/1/2014	4,511			5,818	(1,307)	(1,307)	0	0	(1,307)
155 SPLUNK INC	846637104		3/27/2014	5/1/2014	4,511			5,845	(1,334)	(1,334)	0	0	(1,334)
156 TAIWAN SEMICONDUCTOR MFG CO AD	874039100		6/26/2013	4/16/2014	7,235			6,361	874	874	0	0	874
157 TAIWAN SEMICONDUCTOR MFG CO AD	874039100		6/26/2013	4/23/2014	7,112			6,185	927	927	0	0	927
158 TAIWAN SEMICONDUCTOR MFG CO AD	874039100		6/26/2013	5/2/2014	1,768			1,590	178	178	0	0	178
159 TAIWAN SEMICONDUCTOR MFG CO AD	874039100		7/19/2013	5/2/2014	13,750			11,267	2,483	2,483	0	0	2,483
160 TEVA PHARMACEUTICAL INDS ADP	881624209		9/25/2012	1/14/2014	3,314			3,280	34	34	0	0	34
161 TEVA PHARMACEUTICAL INDS ADP	881624209		9/26/2012	1/14/2014	4,143			4,077	66	66	0	0	66
162 TEVA PHARMACEUTICAL INDS ADP	881624209		9/26/2012	1/24/2014	7,756			7,339	417	417	0	0	417
163 TEVA PHARMACEUTICAL INDS ADP	881624209		9/26/2012	2/4/2014	6,630			6,116	514	514	0	0	514
164 TEVA PHARMACEUTICAL INDS ADP	881624209		9/26/2012	8/13/2014	7,141			5,708	1,433	1,433	0	0	1,433
165 TEVA PHARMACEUTICAL													

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Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions Short Term CG Distributions	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	305,843	305,843
	168 VANGUARD FTSE EMERGING MARKETS		10/27/2007	5/23/2014	49,390			60,892	-11,512	0	0	0	0	0	0
	169 VANGUARD FTSE EMERGING MARKETS		10/27/2007	5/23/2014	83,731			75,652	7,879	0	0	0	0	0	0
	170 VANGUARD FTSE EMERGING MARKETS		10/27/2007	5/23/2014	107,348			98,372	8,976	0	0	0	0	0	0
	171 VANGUARD FTSE EMERGING MARKETS		10/27/2007	5/23/2014	104,127			100,007	4,120	0	0	0	0	0	0
	172 VANGUARD FTSE EMERGING MARKETS		8/15/2012	5/23/2014	20,996			18,668	2,328	0	0	0	0	0	0
	173 VANGUARD FTSE EMERGING MARKETS		7/29/2013	5/23/2014	103,930			89,331	6,299	0	0	0	0	0	0
	174 VERIZON GLOBAL FTEG COR 4 9% 3/15		2/11/2009	5/23/2014	2,940			2,468	472	0	0	0	0	0	0
	175 VMWARE INC-CLASS A		7/29/2013	1/17/2014	17,539			14,867	2,672	0	0	0	0	0	0
	176 VMWARE INC-CLASS A		7/29/2013	1/17/2014	10,977			7,828	3,152	0	0	0	0	0	0
	177 WELLS FARGO & COMPANY		3/17/2006	7/12/2014	9,450			5,669	3,581	0	0	0	0	0	0
	178 WELLS FARGO & COMPANY		3/17/2006	7/12/2014	14,268			7,124	7,144	0	0	0	0	0	0
	179 YAHOO INC		1/19/2012	6/23/2014	14,776			7,645	7,131	0	0	0	0	0	0
	180 YAHOO INC		12/12/2013	3/20/2014			4,903	1,657	0	0	0	0	0	0	
	181 SERVICENOW INC		8/17/2012	6/23/2014	2,007			1,471	536	0	0	0	0	0	0
	182 SERVICENOW INC		12/12/2013	3/20/2014	5,351			3,479	1,872	0	0	0	0	0	0
	183 SERVICENOW INC		8/15/2012	3/20/2014	7,142			4,244	2,898	0	0	0	0	0	0
	184 SHIRE PLC		3/11/2011	1/14/2014	8,674			4,417	4,257	0	0	0	0	0	0
	185 SHIRE PLC		3/11/2011	5/21/2014	24,457			8,228	16,229	0	0	0	0	0	0
	186 SHIRE PLC		8/24/11/06	7/19/2014	20,595			6,541	13,954	0	0	0	0	0	0
	187 SHIRE PLC		9/27/2012	4/9/2014	5,091			3,641	1,250	0	0	0	0	0	0
	188 SOUTHWESTERN ENERGY CO		9/27/2012	6/10/2014	9,778			7,333	2,443	0	0	0	0	0	0
	189 SOUTHWESTERN ENERGY CO		9/27/2012	6/23/2014	3,197			2,444	753	0	0	0	0	0	0
	190 SOUTHWESTERN ENERGY CO		11/5/2012	7/16/2014	14,974			7,645	7,329	0	0	0	0	0	0
	191 YAHOO INC		9/30/2013	2/4/2014	9,989			7,777	2,212	0	0	0	0	0	0
	192 ACTIVIS PLC		1/18/2011	1/29/2014	11,951			7,357	4,594	0	0	0	0	0	0
	193 AON PLC		1/18/2011	1/29/2014	4,781			2,943	1,838	0	0	0	0	0	0
	194 AON PLC		1/18/2011	1/29/2014	34,505			21,090	13,415	0	0	0	0	0	0
	195 AON PLC		8/11/2010	10/20/2014	10,916			5,595	5,321	0	0	0	0	0	0
	196 ACCENTURE PLC-CLA		3/25/2014	3/27/2014	6,425			9,639	-3,214	0	0	0	0	0	0
	197 NABORS INDUSTRIES LTD		3/27/2014	1/4/2014	659			976	-317	0	0	0	0	0	0
	198 NABORS INDUSTRIES LTD		3/27/2014	1/4/2014	7,577			11,220	-3,543	0	0	0	0	0	0
	199 NABORS INDUSTRIES LTD		3/27/2014	1/15/2014	977			1,444	-467	0	0	0	0	0	0
	200 NABORS INDUSTRIES LTD		3/24/2014	1/20/2014	1,140			1,693	-553	0	0	0	0	0	0
	201 NABORS INDUSTRIES LTD		3/24/2014	1/20/2014	1,668			2,771	-703	0	0	0	0	0	0
	202 NABORS INDUSTRIES LTD		3/27/2014	1/20/2014	2,769			4,147	-1,378	0	0	0	0	0	0
	203 NABORS INDUSTRIES LTD		4/9/2014	1/20/2014	3,421			5,106	-1,685	0	0	0	0	0	0
	204 NABORS INDUSTRIES LTD		4/10/2014	1/20/2014	6,190			9,168	-2,979	0	0	0	0	0	0
	205 NABORS INDUSTRIES LTD		1/17/2014	1/16/2014	17,519			15,671	1,848	0	0	0	0	0	0
	206 SEAGATE TECHNOLOGY		1/17/2014	1/17/2014	12,341			11,768	576	0	0	0	0	0	0
	207 SEAGATE TECHNOLOGY		6/3/2014	1/17/2014	4,896			4,297	599	0	0	0	0	0	0
	208 AVAGO TECHNOLOGIES LTD		4/23/2014	8/29/2014	9,063			7,078	1,985	0	0	0	0	0	0
	209 AVAGO TECHNOLOGIES LTD		10/14/2013	8/29/2014	7,419			3,961	3,458	0	0	0	0	0	0
	210 AVAGO TECHNOLOGIES LTD		10/14/2013	9/4/2014	4,331			2,200	2,131	0	0	0	0	0	0
	211 AVAGO TECHNOLOGIES LTD		9/20/2013	9/4/2014	3,465			1,683	1,782	0	0	0	0	0	0
	212 AVAGO TECHNOLOGIES LTD		9/20/2013	9/4/2014	3,465			1,683	1,782	0	0	0	0	0	0
	213 PARTNERSHIP LT LOSS							1	-1	0	0	0	0	0	0

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/9/2014	2	2,680
3 Second quarter estimated tax payment	6/11/2014	3	2,840
4 Third quarter estimated tax payment	9/10/2014	4	4,500
5 Fourth quarter estimated tax payment	12/9/2014	5	2,090
6 Other payments		6	
7 Total		7	12,110

B. K. SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FOOD BANK COALITION OF SAN LUIS

Street

2212 GOLDEN HILL ROD

City

PASO ROBLES

State

CA

Zip Code

93446

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

5,000

Name

LOS RANCHOS ELEMENTARY SCHOOL

Street

5785 LOS RANCHOS ROAD

City

SAN LUIS OBISPO

State

CA

Zip Code

93401

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

5,000

Name

TEMPLETON ELEMENTARY SCHOOL

Street

215 8TH STREET

City

TEMPLETON

State

CA

Zip Code

93465

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

2,500

Name

THE HERITAGE FOUNDATION

Street

214 MASSACHUSETTS AVENUE NE

City

WASHINGTON

State

DC

Zip Code

20002-4999

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

110,000

Name

INSTITUTE FOR JUSTICE

Street

901 N. GLEVE ROAD, SUITE 900

City

ARLINGTON

State

VA

Zip Code

22203

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

110,000

Name

BAPTIST HOMES FOUNDATION

Street

489 CASTLE SHANNON BOULEVARD

City

PITTSBURGH

State

PA

Zip Code

15234

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

80,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

PITTSBURGH BOTANIC GARDENS

Street

850 POPLAR STREET

City

PITTSBURGH

State

PA

Zip Code

15220

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

100,000

Name

BISHOP JOHN T WALKER SCHOOL FOR BOYS

Street

3640 MARTIN LUTHER KING JR AVE

City

WASHINGTON

State

DC

Zip Code

20032

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

33,000

Name

FISHER HOUSE FOUNDATION

Street

111 ROCKVILLE PIKE, SUITE 420

City

ROCKVILLE

State

MD

Zip Code

20850

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

3,500

Name

MEDIA RESEARCH CENTER

Street

325 SOUTH PATRICK ST

City

ALEXANDRIA

State

VA

Zip Code

22314-3580

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

23,000

Name

ROBERT MORRIS UNIVERSITY

Street

6001 UNIVERSITY BLVD

City

MOON TOWNSHIP

State

PA

Zip Code

15108-1189

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

20,000

Name

CATHOLIC CHARITIES - DIOCESE OF PITTSBURGH

Street

212 9TH STREET, SUITE 1000

City

PITTSBURGH

State

PA

Zip Code

15222

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

110,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

ROBERT MORRIS SCHOOL OF NURSING

Street

6001 UNIVERSITY BLVD

City

MOON TOWNSHIP

State

PA

Zip Code

15108-1189

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

100,000

Name

UNIVERSITY OF PITTSBURGH SCHOOL OF NURSING

Street

3500 VICTORIA STREET, VICTORIA BUILDING

City

PITTSBURGH

State

PA

Zip Code

15261

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

100,000

Name

CARNEGIE MELLON UNIVERSITY

Street

6 PPG PLACE, 14TH FLOOR

City

PITTSBURGH

State

PA

Zip Code

15222

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

200,000

Name

UNIVERSITY OF PITTSBURGH

Street

128 N CRAIG STREET

City

PITTSBURGH

State

PA

Zip Code

15260

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

200,000

Name

BRADDOCK PUBLIC LIBRARY

Street

419 LIVRARY STREET

City

BRADDOCK

State

PA

Zip Code

15104

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

30,000

Name

DORMONT PUBLIC LIBRARY

Street

2950 WEST LIBERTY AVE

City

PITTSBURGH

State

PA

Zip Code

15216

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

30,000

B. K. SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

LEADERSHIP INSTITUTE

Street

1101 NORTH HIGHLAND STREET

City

ARLINGTON

State

VA

Zip Code

22201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

10,000

Name

UNIVERSITY OF MIAMI

Street

1320 S. DIXIE HIGHWAY - SUITE 300

City

CORAL GABLES

State

FL

Zip Code

33146

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

20,000

Name

STANFORD LAW SCHOOL

Street

559 NATHAN ABBOT WAY

City

STANDFORD

State

CA

Zip Code

94305-8610

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

10,000

Name

THE CENTER FOR COMMUNITY SERVICES BUILDING DREAMS

Street

1102 HOWARD DRIVE

City

SIMPSONVILLE

State

SC

Zip Code

29681

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

2,500

Name

LCSLO

Street

PO BOX 12206

City

PISMO BEACH

State

CA

Zip Code

93406

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

20,000

Name

HIGHLAND SCHOOL

Street

597 BROADWAY AVE

City

WARRENTON

State

VA

Zip Code

20186

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

24,000

B. K. SIMON FAMILY CHARITABLE FDN-TR

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Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

OAKBROOK ELEMENTARY SCHOOL

Street

700 OAKBROOK DRIVE

City

FAIRFIELD

State

CA

Zip Code

94534

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

5,000

Name

CHILDREN'S HOSPITAL - LOS ANGELES

Street

4650 W SUNSET BLVD # 68

City

LOS ANGELES

State

CA

Zip Code

90027

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

10,000

Name

JACQUALYN PALCHAK CANCER FUND

Street

P.O BOX 1614

City

PISMO BEACH

State

CA

Zip Code

93448

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

7,500

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount****Name****Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Attachment to Form 990PF Part VIII, Column (b) Title and Average Hours Per Week Devoted To Position

The compensation reported in column (b) paid to BNY Mellon, N.A. as Corporate Trustee is calculated based on market value and current fee schedule. It is not determined on an hourly basis. Corporate Trustee services include administrative responsibilities, grant requirements, recordkeeping, investment management, income collection, statement and accounting services, and regulatory reporting.