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Form

990-PF

Department of the Treasury  
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

|                                                                                                                                                                                                                                                                                                                |  |                                                                                                                                                                                                      |  |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|
| Name of foundation<br>THE RESOURCE FOUNDATION INC                                                                                                                                                                                                                                                              |  | A Employer identification number<br>22-2870501                                                                                                                                                       |  |
| Number and street (or P O box number if mail is not delivered to street address)<br>C/O WJ MCKEEVER CO LLC PO BOX 5147                                                                                                                                                                                         |  | B Telephone number (see instructions)<br>(203) 622-8625                                                                                                                                              |  |
| Room/suite                                                                                                                                                                                                                                                                                                     |  | C If exemption application is pending, check here <input type="checkbox"/>                                                                                                                           |  |
| City or town, state or province, country, and ZIP or foreign postal code<br>GREENWICH, CT 06831                                                                                                                                                                                                                |  | D 1. Foreign organizations, check here <input type="checkbox"/><br>2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>                         |  |
| G Check all that apply<br><input type="checkbox"/> Initial return<br><input type="checkbox"/> Initial return of a former public charity<br><input type="checkbox"/> Final return<br><input type="checkbox"/> Amended return<br><input type="checkbox"/> Address change<br><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<br><input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation<br><input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust<br><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) \$ 14,417,968                                                                                                                                                                                                               |  | J Accounting method<br><input checked="" type="checkbox"/> Cash<br><input type="checkbox"/> Accrual<br><input type="checkbox"/> Other (specify) _____<br>(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) . . . . .                          | 2,557,395                          |                           |                         |                                                             |
|                                                                                                                                                                     | 2 Check <input type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . . |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 3 Interest on savings and temporary cash investments                                                |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 4 Dividends and interest from securities. . . . .                                                   | 290,190                            | 290,190                   |                         |                                                             |
|                                                                                                                                                                     | 5a Gross rents . . . . .                                                                            |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Net rental income or (loss) _____                                                                 |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 6a Net gain or (loss) from sale of assets not on line 10                                            | 420,680                            |                           |                         |                                                             |
|                                                                                                                                                                     | b Gross sales price for all assets on line 6a<br>6,443,810                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 7 Capital gain net income (from Part IV, line 2) . . .                                              |                                    | 420,680                   |                         |                                                             |
|                                                                                                                                                                     | 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) . . . . .                                                         |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 12 <b>Total.</b> Add lines 1 through 11 . . . . .                                                   | 3,268,265                          | 710,870                   |                         |                                                             |
| Operating and Administrative Expenses                                                                                                                               | 13 Compensation of officers, directors, trustees, etc                                               | 86,144                             | 21,536                    |                         | 64,608                                                      |
|                                                                                                                                                                     | 14 Other employee salaries and wages . . . . .                                                      |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 15 Pension plans, employee benefits . . . . .                                                       | 49,302                             | 6,409                     |                         | 42,893                                                      |
|                                                                                                                                                                     | 16a Legal fees (attach schedule) . . . . .                                                          |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | b Accounting fees (attach schedule) . . . . .                                                       | 10,804                             | 2,161                     |                         | 8,643                                                       |
|                                                                                                                                                                     | c Other professional fees (attach schedule) . . . . .                                               | 70,103                             | 70,103                    |                         | 0                                                           |
|                                                                                                                                                                     | 17 Interest . . . . .                                                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 18 Taxes (attach schedule) (see instructions) . . . . .                                             | 22,718                             | 5,086                     |                         | 10,510                                                      |
|                                                                                                                                                                     | 19 Depreciation (attach schedule) and depletion . . .                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 20 Occupancy . . . . .                                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 21 Travel, conferences, and meetings . . . . .                                                      | 260                                | 34                        |                         | 226                                                         |
|                                                                                                                                                                     | 22 Printing and publications . . . . .                                                              |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | 23 Other expenses (attach schedule) . . . . .                                                       | 14,415                             | 1,875                     |                         | 12,540                                                      |
|                                                                                                                                                                     | 24 <b>Total operating and administrative expenses.</b><br>Add lines 13 through 23 . . . . .         | 253,746                            | 107,204                   |                         | 139,420                                                     |
|                                                                                                                                                                     | 25 Contributions, gifts, grants paid . . . . .                                                      | 756,229                            |                           |                         | 756,229                                                     |
|                                                                                                                                                                     | 26 <b>Total expenses and disbursements.</b> Add lines 24 and 25                                     | 1,009,975                          | 107,204                   |                         | 895,649                                                     |
|                                                                                                                                                                     | 27 Subtract line 26 from line 12                                                                    |                                    |                           |                         |                                                             |
|                                                                                                                                                                     | a <b>Excess of revenue over expenses and disbursements</b>                                          | 2,258,290                          |                           |                         |                                                             |
|                                                                                                                                                                     | b <b>Net investment income</b> (if negative, enter -0-)                                             |                                    | 603,666                   |                         |                                                             |
|                                                                                                                                                                     | c <b>Adjusted net income</b> (if negative, enter -0-)                                               |                                    |                           |                         |                                                             |
|                                                                                                                                                                     |                                                                                                     |                                    |                           |                         |                                                             |

| Part II Balance Sheets      |                                                                                                                               | Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )               | Beginning of year | End of year    |                       |
|-----------------------------|-------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------|-------------------|----------------|-----------------------|
|                             |                                                                                                                               |                                                                                                                                   | (a) Book Value    | (b) Book Value | (c) Fair Market Value |
| Assets                      | 1                                                                                                                             | Cash—non-interest-bearing . . . . .                                                                                               |                   |                |                       |
|                             | 2                                                                                                                             | Savings and temporary cash investments . . . . .                                                                                  | 1,395,018         | 869,649        | 869,649               |
|                             | 3                                                                                                                             | Accounts receivable ▶ _____<br>Less allowance for doubtful accounts ▶ _____                                                       |                   |                |                       |
|                             | 4                                                                                                                             | Pledges receivable ▶ _____<br>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) ▶ _____<br>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)                                                                | 208,900           | 203,900        | 227,781               |
|                             | b                                                                                                                             | Investments—corporate stock (attach schedule) . . . . .                                                                           | 8,231,608         | 11,103,639     | 13,269,288            |
|                             | c                                                                                                                             | Investments—corporate bonds (attach schedule). . . . .                                                                            | 158,938           | 52,125         | 51,250                |
|                             | 11                                                                                                                            | Investments—land, buildings, and equipment basis ▶ _____<br>Less accumulated depreciation (attach schedule) ▶ _____               |                   |                |                       |
|                             | 12                                                                                                                            | Investments—mortgage loans . . . . .                                                                                              |                   |                |                       |
|                             | 13                                                                                                                            | Investments—other (attach schedule) . . . . .                                                                                     |                   |                |                       |
|                             | 14                                                                                                                            | Land, buildings, and equipment basis ▶ _____<br>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)                                    | 9,994,464                                                                                                                         | 12,229,313        | 14,417,968     |                       |
| Liabilities                 | 17                                                                                                                            | Accounts payable and accrued expenses . . . . .                                                                                   | 25,377            | 1,936          |                       |
|                             | 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) . . . . .                                                                             | 25,377            | 1,936          |                       |
| 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 . . . . .                                                                        | 9,969,087         | 9,969,087      |                       |
|                             | 28                                                                                                                            | Paid-in or capital surplus, or land, bldg , and equipment fund                                                                    | 0                 | 0              |                       |
|                             | 29                                                                                                                            | Retained earnings, accumulated income, endowment, or other funds                                                                  | 0                 | 2,258,290      |                       |
|                             | 30                                                                                                                            | Total net assets or fund balances (see instructions) . . . . .                                                                    | 9,969,087         | 12,227,377     |                       |
| 31                          | Total liabilities and net assets/fund balances (see instructions) . . . . .                                                   | 9,994,464                                                                                                                         | 12,229,313        |                |                       |

Part III Analysis of Changes in Net Assets or Fund Balances

|   |                                                                                                                                                                    |   |            |
|---|--------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 1 | Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year’s return) . . . . . | 1 | 9,969,087  |
| 2 | Enter amount from Part I, line 27a . . . . .                                                                                                                       | 2 | 2,258,290  |
| 3 | Other increases not included in line 2 (itemize) ▶ _____                                                                                                           | 3 | 0          |
| 4 | Add lines 1, 2, and 3 . . . . .                                                                                                                                    | 4 | 12,227,377 |
| 5 | Decreases not included in line 2 (itemize) ▶ _____                                                                                                                 | 5 | 0          |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .                                                      | 6 | 12,227,377 |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
| 1a                                                                                                                                | See Additional Data Table |                                              |                                      |                                  |
| b                                                                                                                                 |                           |                                              |                                      |                                  |
| c                                                                                                                                 |                           |                                              |                                      |                                  |
| d                                                                                                                                 |                           |                                              |                                      |                                  |
| e                                                                                                                                 |                           |                                              |                                      |                                  |

|                       |                                            |                                                 |                                              |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(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) F M V as of 12/31/69 | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any | (l) Gains (Col (h) gain minus<br>col (k), but not less than -0-) or<br>Losses (from col (h)) |
| 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<br>If (loss), enter -0- in Part I, line 7 } | 2 | 420,680 |
| 3 | Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)<br><br>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0-<br>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)<br>Base period years Calendar<br>year (or tax year beginning in) | (b)<br>Adjusted qualifying distributions | (c)<br>Net value of noncharitable-use assets | (d)<br>Distribution ratio<br>(col (b) divided by col (c)) |
| 2013                                                                 | 861,139                                  | 10,828,874                                   | 0 079522                                                  |
| 2012                                                                 | 749,819                                  | 9,725,522                                    | 0 077098                                                  |
| 2011                                                                 | 611,168                                  | 9,743,742                                    | 0 062724                                                  |
| 2010                                                                 | 255,533                                  | 9,415,327                                    | 0 027140                                                  |
| 2009                                                                 | 320,691                                  | 8,764,639                                    | 0 036589                                                  |

|   |                                                                                                                                                                                       |   |            |
|---|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---|------------|
| 2 | Total of line 1, column (d). . . . .                                                                                                                                                  | 2 | 0 283073   |
| 3 | Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by<br>the number of years the foundation has been in existence if less than 5 years . . . . | 3 | 0 056615   |
| 4 | Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .                                                                                                 | 4 | 12,782,150 |
| 5 | Multiply line 4 by line 3. . . . .                                                                                                                                                    | 5 | 723,661    |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b). . . . .                                                                                                                   | 6 | 6,037      |
| 7 | Add lines 5 and 6. . . . .                                                                                                                                                            | 7 | 729,698    |
| 8 | Enter qualifying distributions from Part XII, line 4. . . . .                                                                                                                         | 8 | 895,649    |

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

Part VI

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

|    |  |                                                                                                                                                                      |    |       |       |
|----|--|----------------------------------------------------------------------------------------------------------------------------------------------------------------------|----|-------|-------|
| 1a |  | Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1                                          |    |       |       |
| b  |  | Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . . |    | 1     | 6,037 |
| c  |  | All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)                                              |    |       |       |
| 2  |  | Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                            |    | 2     | 0     |
| 3  |  | Add lines 1 and 2. . . . .                                                                                                                                           |    | 3     | 6,037 |
| 4  |  | Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)                                                          |    | 4     | 0     |
| 5  |  | Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .                                                                    |    | 5     | 6,037 |
| 6  |  | Credits/Payments                                                                                                                                                     |    |       |       |
| a  |  | 2014 estimated tax payments and 2013 overpayment credited to 2014                                                                                                    | 6a | 9,121 |       |
| 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     | 9,121 |
| 8  |  | Enter any penalty for underpayment of estimated tax. Check here <input 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     |       |
| 10 |  | Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .                                                                   |    | 10    | 3,084 |
| 11 |  | Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 3,084 Refunded <input type="checkbox"/>                         |    | 11    | 0     |

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 <input checked="" type="checkbox"/> \$ 0 (2) On foundation managers <input checked="" type="checkbox"/> \$ 0                           |  |    |     |    |
| e  |  | Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ 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) <input checked="" type="checkbox"/>                                                                                                                         |  |    |     |    |
| 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. <input checked="" type="checkbox"/>                                                                                        |  | 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 ROY B SIMPSON Telephone no (203) 622-8625<br>Located at 50 VISTA DR GREENWICH CT ZIP +4 06830                                                                     |    |     |    |
| 15                                                                                                                                                                                | Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —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)<br>(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(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<br>(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No<br>(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No<br>(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<br>(6) Agree to pay money or property to a government official? ( <b>Exception.</b> 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 <b>any</b> 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 |     | No |
| c                                                                                       | Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 1c |     | No |
| 2                                                                                       | Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |    |     |    |
| a                                                                                       | At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                  |    |     |    |
| b                                                                                       | Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions ).                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | 2b |     |    |
| c                                                                                       | If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here 20____, 20____, 20____, 20____                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |    |     |    |
| 3a                                                                                      | Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |    |     |    |
| b                                                                                       | If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> )                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | 3b |     |    |
| 4a                                                                                      | Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | 4a |     | No |
| b                                                                                       | Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | 4b |     | No |

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

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

YesNo

(5)

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

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

b

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

7b

Part VIII

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

1

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

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

2

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

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

Total

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

0

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Part VIII

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

| 3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE". |                     |                  |
|------------------------------------------------------------------------------------------------------------------|---------------------|------------------|
| (a) Name and address of each person paid more than \$50,000                                                      | (b) Type of service | (c) Compensation |
| NONE                                                                                                             |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
|                                                                                                                  |                     |                  |
| Total number of others receiving over \$50,000 for professional services. . . . .                                |                     | 0                |

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

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

Part X

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

|   |                                                                                                                    |    |            |
|---|--------------------------------------------------------------------------------------------------------------------|----|------------|
| 1 | Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes         |    |            |
| a | Average monthly fair market value of securities. . . . .                                                           | 1a | 12,098,029 |
| b | Average of monthly cash balances. . . . .                                                                          | 1b | 878,773    |
| c | Fair market value of all other assets (see instructions). . . . .                                                  | 1c | 0          |
| d | Total (add lines 1a, b, and c). . . . .                                                                            | 1d | 12,976,802 |
| 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  | 12,976,802 |
| 4 | Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .  | 4  | 194,652    |
| 5 | Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4                | 5  | 12,782,150 |
| 6 | Minimum investment return. Enter 5% of line 5. . . . .                                                             | 6  | 639,108    |

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  | 639,108 |
| 2a | Tax on investment income for 2014 from Part VI, line 5. . . . .                                           | 2a | 6,037   |
| b  | Income tax for 2014 (This does not include the tax from Part VI ). . . . .                                | 2b |         |
| c  | Add lines 2a and 2b. . . . .                                                                              | 2c | 6,037   |
| 3  | Distributable amount before adjustments Subtract line 2c from line 1. . . . .                             | 3  | 633,071 |
| 4  | Recoveries of amounts treated as qualifying distributions. . . . .                                        | 4  | 0       |
| 5  | Add lines 3 and 4. . . . .                                                                                | 5  | 633,071 |
| 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  | 633,071 |

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 | 895,649 |
| 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  | 895,649 |
| 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  | 6,037   |
| 6                                                                                                                                                                                            | Adjusted qualifying distributions. Subtract line 5 from line 4. . . . .                                                                                      | 6  | 889,612 |
| 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)<br>Corpus | (b)<br>Years prior to 2013 | (c)<br>2013 | (d)<br>2014 |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------|----------------------------|-------------|-------------|
| 1 Distributable amount for 2014 from Part XI, line 7                                                                                                                                |               |                            |             | 633,071     |
| 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____                                                                                                                                      |               | 0                          |             |             |
| 3 Excess distributions carryover, if any, to 2014                                                                                                                                   |               |                            |             |             |
| a From 2009. . . . .                                                                                                                                                                |               |                            |             |             |
| b From 2010. . . . .                                                                                                                                                                |               |                            |             |             |
| c From 2011. . . . .                                                                                                                                                                |               |                            |             |             |
| d From 2012. . . . .                                                                                                                                                                |               |                            |             | 237,246     |
| e From 2013. . . . .                                                                                                                                                                |               |                            |             | 333,939     |
| f Total of lines 3a through e. . . . .                                                                                                                                              | 571,185       |                            |             |             |
| 4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 895,649                                                                                                              |               |                            |             |             |
| a Applied to 2013, but not more than line 2a                                                                                                                                        |               |                            | 0           |             |
| b Applied to undistributed income of prior years (Election required—see instructions). . . . .                                                                                      |               | 0                          |             |             |
| c Treated as distributions out of corpus (Election required—see instructions). . . . .                                                                                              | 0             |                            |             |             |
| d Applied to 2014 distributable amount. . . . .                                                                                                                                     |               |                            |             | 633,071     |
| e Remaining amount distributed out of corpus                                                                                                                                        | 262,578       |                            |             |             |
| 5 Excess distributions carryover applied to 2014<br>(If an amount appears in column (d), the same amount must be shown in column (a).)                                              | 0             |                            |             | 0           |
| 6 Enter the net total of each column as indicated below:                                                                                                                            |               |                            |             |             |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5                                                                                                                                   | 833,763       |                            |             |             |
| b Prior years' undistributed income Subtract line 4b from line 2b. . . . .                                                                                                          |               | 0                          |             |             |
| c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . . |               | 0                          |             |             |
| d Subtract line 6c from line 6b Taxable amount—see instructions . . . . .                                                                                                           |               | 0                          |             |             |
| e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .                                                                             |               |                            | 0           |             |
| f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .                                                               |               |                            |             | 0           |
| 7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .       | 0             |                            |             |             |
| 8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .                                                                                | 0             |                            |             |             |
| 9 Excess distributions carryover to 2015.<br>Subtract lines 7 and 8 from line 6a . . . . .                                                                                          | 833,763       |                            |             |             |
| 10 Analysis of line 9                                                                                                                                                               |               |                            |             |             |
| a Excess from 2010. . . .                                                                                                                                                           |               |                            |             |             |
| b Excess from 2011. . . .                                                                                                                                                           |               |                            |             |             |
| c Excess from 2012. . . .                                                                                                                                                           |               |                            |             | 237,246     |
| d Excess from 2013. . . .                                                                                                                                                           |               |                            |             | 333,939     |
| e Excess from 2014. . . .                                                                                                                                                           |               |                            |             | 262,578     |

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

b

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

2

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

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

a

The name, address, and telephone number or email address of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Part XV

Supplementary Information (continued)

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

| Recipient                                           | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|-----------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                 |                                                                                                           |                                |                                  |         |
| a Paid during the year<br>See Additional Data Table |                                                                                                           |                                |                                  |         |
| Total . . . . .                                     |                                                                                                           |                                | 3a                               | 756,229 |
| 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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| TARGET CORP                                                                                                                       | P                                            | 2011-08-01                           | 2014-12-18                       |
| TARGET CORP                                                                                                                       | P                                            | 2011-08-01                           | 2014-12-16                       |
| WASTE MANAGEMENT INC                                                                                                              | P                                            | 2006-03-08                           | 2014-12-16                       |
| WAL-MART STORES INC                                                                                                               | P                                            | 2006-03-08                           | 2014-12-02                       |
| TARGET CORP                                                                                                                       | P                                            | 2011-08-01                           | 2014-12-01                       |
| WAL-MART STORES INC                                                                                                               | P                                            | 2006-03-08                           | 2014-12-01                       |
| BBH LIMITED DURATION FUND CL N                                                                                                    | P                                            | 2014-01-31                           | 2014-11-25                       |
| BBH LIMITED DURATION FUND CL N                                                                                                    | P                                            | 2014-01-10                           | 2014-11-25                       |
| WASTE MANAGEMENT INC                                                                                                              | P                                            | 2006-03-08                           | 2014-11-13                       |
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2008-01-04                           | 2014-11-12                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 11,178                |                                            | 7,640                                           | 3,538                                        |
| 10,883                |                                            | 7,640                                           | 3,243                                        |
| 9,853                 |                                            | 6,754                                           | 3,099                                        |
| 11,135                |                                            | 5,857                                           | 5,278                                        |
| 36,287                |                                            | 25,467                                          | 10,820                                       |
| 6,129                 |                                            | 3,223                                           | 2,906                                        |
| 36,931                |                                            | 37,002                                          | -71                                          |
| 63,069                |                                            | 63,314                                          | -245                                         |
| 3,852                 |                                            | 2,634                                           | 1,218                                        |
| 3,280                 |                                            | 1,491                                           | 1,789                                        |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 3,538                                                                                     |
|                                                                                             |                                      |                                               | 3,243                                                                                     |
|                                                                                             |                                      |                                               | 3,099                                                                                     |
|                                                                                             |                                      |                                               | 5,278                                                                                     |
|                                                                                             |                                      |                                               | 10,820                                                                                    |
|                                                                                             |                                      |                                               | 2,906                                                                                     |
|                                                                                             |                                      |                                               | -71                                                                                       |
|                                                                                             |                                      |                                               | -245                                                                                      |
|                                                                                             |                                      |                                               | 1,218                                                                                     |
|                                                                                             |                                      |                                               | 1,789                                                                                     |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2011-10-03                           | 2014-11-12                       |
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2008-01-07                           | 2014-11-12                       |
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2008-01-08                           | 2014-11-12                       |
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2008-01-11                           | 2014-11-12                       |
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2011-09-30                           | 2014-11-12                       |
| WASTE MANAGEMENT INC                                                                                                              | P                                            | 2006-03-08                           | 2014-11-10                       |
| LIBERTY VENTURES SER A                                                                                                            | P                                            | 2008-01-08                           | 2014-11-07                       |
| PEPSICO INC                                                                                                                       | P                                            | 2003-01-10                           | 2014-10-20                       |
| PEPSICO INC                                                                                                                       | P                                            | 2008-11-18                           | 2014-10-20                       |
| BBH LIMITED DURATION FUND CL N                                                                                                    | P                                            | 2014-01-10                           | 2014-10-13                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 626                   |                                            | 240                                             | 386                                          |
| 4,036                 |                                            | 1,835                                           | 2,201                                        |
| 972                   |                                            | 444                                             | 528                                          |
| 7,064                 |                                            | 2,882                                           | 4,182                                        |
| 383                   |                                            | 147                                             | 236                                          |
| 6,681                 |                                            | 4,559                                           | 2,122                                        |
| 17                    |                                            | 8                                               | 9                                            |
| 18,696                |                                            | 8,626                                           | 10,070                                       |
| 2,337                 |                                            | 1,305                                           | 1,032                                        |
| 36,000                |                                            | 36,105                                          | -105                                         |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 386                                                                                       |
|                                                                                             |                                      |                                               | 2,201                                                                                     |
|                                                                                             |                                      |                                               | 528                                                                                       |
|                                                                                             |                                      |                                               | 4,182                                                                                     |
|                                                                                             |                                      |                                               | 236                                                                                       |
|                                                                                             |                                      |                                               | 2,122                                                                                     |
|                                                                                             |                                      |                                               | 9                                                                                         |
|                                                                                             |                                      |                                               | 10,070                                                                                    |
|                                                                                             |                                      |                                               | 1,032                                                                                     |
|                                                                                             |                                      |                                               | -105                                                                                      |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| BBH LIMITED DURATION FUND CL N                                                                                                    | P                                            | 2014-01-10                           | 2014-10-10                       |
| PEPSICO INC                                                                                                                       | P                                            | 2008-11-18                           | 2014-10-07                       |
| PEPSICO INC                                                                                                                       | P                                            | 2008-11-17                           | 2014-10-07                       |
| PIMCO TOTAL RETURN FUND                                                                                                           | P                                            | 2011-12-30                           | 2014-09-26                       |
| PEPSICO INC                                                                                                                       | P                                            | 2008-11-17                           | 2014-09-24                       |
| PEPSICO INC                                                                                                                       | P                                            | 2008-10-28                           | 2014-09-24                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-19                           | 2014-09-05                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-09-05                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-09-04                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-07-09                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 200,000               |                                            | 200,581                                         | -581                                         |
| 2,330                 |                                            | 1,305                                           | 1,025                                        |
| 14,076                |                                            | 8,004                                           | 6,072                                        |
| 150,000               |                                            | 150,000                                         | 0                                            |
| 4,586                 |                                            | 2,597                                           | 1,989                                        |
| 7,020                 |                                            | 3,991                                           | 3,029                                        |
| 10,402                |                                            | 6,214                                           | 4,188                                        |
| 416                   |                                            | 250                                             | 166                                          |
| 5,407                 |                                            | 3,245                                           | 2,162                                        |
| 11,556                |                                            | 6,801                                           | 4,755                                        |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | -581                                                                                      |
|                                                                                             |                                      |                                               | 1,025                                                                                     |
|                                                                                             |                                      |                                               | 6,072                                                                                     |
|                                                                                             |                                      |                                               | 0                                                                                         |
|                                                                                             |                                      |                                               | 1,989                                                                                     |
|                                                                                             |                                      |                                               | 3,029                                                                                     |
|                                                                                             |                                      |                                               | 4,188                                                                                     |
|                                                                                             |                                      |                                               | 166                                                                                       |
|                                                                                             |                                      |                                               | 2,162                                                                                     |
|                                                                                             |                                      |                                               | 4,755                                                                                     |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-07-07                       |
| GOOGLE INC CL A                                                                                                                   | P                                            | 2012-03-12                           | 2014-06-24                       |
| GOOGLE INC CL A                                                                                                                   | P                                            | 2012-06-22                           | 2014-06-24                       |
| GOOGLE INC CL A                                                                                                                   | P                                            | 2012-01-30                           | 2014-06-24                       |
| GOOGLE INC CL A                                                                                                                   | P                                            | 2012-05-02                           | 2014-06-24                       |
| GOOGLE INC CL A                                                                                                                   | P                                            | 2012-01-23                           | 2014-06-24                       |
| GOOGLE INC CL A                                                                                                                   | P                                            | 2012-05-31                           | 2014-06-24                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-06-18                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-06-04                       |
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-04-28                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 14,368                |                                            | 8,424                                           | 5,944                                        |
| 8,645                 |                                            | 4,507                                           | 4,138                                        |
| 6,916                 |                                            | 3,417                                           | 3,499                                        |
| 16,137                |                                            | 8,097                                           | 8,040                                        |
| 12,679                |                                            | 6,657                                           | 6,022                                        |
| 31,122                |                                            | 15,820                                          | 15,302                                       |
| 15,561                |                                            | 7,916                                           | 7,645                                        |
| 10,255                |                                            | 6,240                                           | 4,015                                        |
| 10,248                |                                            | 6,240                                           | 4,008                                        |
| 10,046                |                                            | 6,240                                           | 3,806                                        |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 5,944                                                                                     |
|                                                                                             |                                      |                                               | 4,138                                                                                     |
|                                                                                             |                                      |                                               | 3,499                                                                                     |
|                                                                                             |                                      |                                               | 8,040                                                                                     |
|                                                                                             |                                      |                                               | 6,022                                                                                     |
|                                                                                             |                                      |                                               | 15,302                                                                                    |
|                                                                                             |                                      |                                               | 7,645                                                                                     |
|                                                                                             |                                      |                                               | 4,015                                                                                     |
|                                                                                             |                                      |                                               | 4,008                                                                                     |
|                                                                                             |                                      |                                               | 3,806                                                                                     |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| JOHNSON & JOHNSON                                                                                                                 | P                                            | 2009-11-18                           | 2014-04-21                       |
| LIBERTY INTERACTIVE A                                                                                                             | P                                            | 2008-01-08                           | 2014-02-27                       |
| LIBERTY INTERACTIVE A                                                                                                             | P                                            | 2008-01-08                           | 2014-02-26                       |
| DENTSPLY INTL INC                                                                                                                 | P                                            | 2008-11-21                           | 2014-01-10                       |
| BED BATH AND BEYOND INC                                                                                                           | P                                            | 2013-04-11                           | 2014-01-13                       |
| AMERICAN TOWER                                                                                                                    | P                                            | 2013-10-17                           | 2014-02-18                       |
| AMERICAN TOWER                                                                                                                    | P                                            | 2013-03-01                           | 2014-02-18                       |
| GOLDMAN SACHS                                                                                                                     | P                                            | 2013-01-23                           | 2014-02-21                       |
| PHILLIPS 66 COM                                                                                                                   | P                                            | 2013-06-25                           | 2014-02-28                       |
| PHILLIPS 66 COM                                                                                                                   | P                                            | 2013-09-10                           | 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<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 4,973                 |                                            | 3,120                                           | 1,853                                        |
| 1,568                 |                                            | 812                                             | 756                                          |
| 1,510                 |                                            | 781                                             | 729                                          |
| 6,500                 |                                            | 3,309                                           | 3,191                                        |
| 85,939                |                                            | 82,777                                          | 3,162                                        |
| 62,308                |                                            | 59,124                                          | 3,184                                        |
| 103,847               |                                            | 97,492                                          | 6,355                                        |
| 82,626                |                                            | 72,641                                          | 9,985                                        |
| 112,107               |                                            | 88,607                                          | 23,500                                       |
| 18,685                |                                            | 14,249                                          | 4,436                                        |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 1,853                                                                                     |
|                                                                                             |                                      |                                               | 756                                                                                       |
|                                                                                             |                                      |                                               | 729                                                                                       |
|                                                                                             |                                      |                                               | 3,191                                                                                     |
|                                                                                             |                                      |                                               | 3,162                                                                                     |
|                                                                                             |                                      |                                               | 3,184                                                                                     |
|                                                                                             |                                      |                                               | 6,355                                                                                     |
|                                                                                             |                                      |                                               | 9,985                                                                                     |
|                                                                                             |                                      |                                               | 23,500                                                                                    |
|                                                                                             |                                      |                                               | 4,436                                                                                     |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| APPLE INC                                                                                                                         | P                                            | 2013-12-05                           | 2014-03-14                       |
| AUTOMATIC DATA PROCESSING INC                                                                                                     | P                                            | 2013-09-24                           | 2014-03-14                       |
| CROWN CASTLE INTL CORP                                                                                                            | P                                            | 2014-02-18                           | 2014-03-14                       |
| AMERICAN INTL GROUP                                                                                                               | P                                            | 2013-02-22                           | 2014-03-21                       |
| GILEAD SCIENCES INC ROCKWELL                                                                                                      | P                                            | 2014-02-21                           | 2014-03-21                       |
| ROCKEWELL AUTOMATION INC                                                                                                          | P                                            | 2014-02-28                           | 2014-03-21                       |
| KNOWLES CORP                                                                                                                      | P                                            | 2013-05-03                           | 2014-03-21                       |
| LIBERTY GLOBAL                                                                                                                    | P                                            | 2013-11-06                           | 2014-04-09                       |
| APPLE INC                                                                                                                         | P                                            | 2013-12-05                           | 2014-04-16                       |
| NEW YORK NY CITY HSG DEV CORP                                                                                                     | P                                            | 2010-07-15                           | 2014-05-02                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 52,431                |                                            | 56,897                                          | -4,466                                       |
| 77,438                |                                            | 73,187                                          | 4,251                                        |
| 33,759                |                                            | 33,726                                          | 33                                           |
| 37,832                |                                            | 29,077                                          | 8,755                                        |
| 90,258                |                                            | 104,123                                         | -13,865                                      |
| 34,151                |                                            | 33,999                                          | 152                                          |
| 19,675                |                                            | 15,087                                          | 4,588                                        |
| 67,430                |                                            | 69,769                                          | -2,339                                       |
| 77,915                |                                            | 85,345                                          | -7,430                                       |
| 5,000                 |                                            | 5,000                                           | 0                                            |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | -4,466                                                                                    |
|                                                                                             |                                      |                                               | 4,251                                                                                     |
|                                                                                             |                                      |                                               | 33                                                                                        |
|                                                                                             |                                      |                                               | 8,755                                                                                     |
|                                                                                             |                                      |                                               | -13,865                                                                                   |
|                                                                                             |                                      |                                               | 152                                                                                       |
|                                                                                             |                                      |                                               | 4,588                                                                                     |
|                                                                                             |                                      |                                               | -2,339                                                                                    |
|                                                                                             |                                      |                                               | -7,430                                                                                    |
|                                                                                             |                                      |                                               | 0                                                                                         |

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

| (a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co ) | (b) How acquired<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| CROWN CASTLE INTL CORP                                                                                                            | P                                            | 2012-03-14                           | 2014-05-02                       |
| GENERAL ELECTRIC CO                                                                                                               | P                                            | 2012-04-24                           | 2014-05-12                       |
| GOOGLE INC                                                                                                                        | P                                            | 2013-03-01                           | 2014-05-12                       |
| GOOGLE INC                                                                                                                        | P                                            | 2013-01-15                           | 2014-05-20                       |
| CITIGROUP INC                                                                                                                     | P                                            | 2012-10-24                           | 2014-05-20                       |
| DOUBLELINE EMERGING MARKETS BOND                                                                                                  | P                                            | 2013-12-06                           | 2014-05-20                       |
| DOUBLELINE TOTAL RETURN BOND FUND                                                                                                 | P                                            | 2010-04-20                           | 2014-05-20                       |
| PIMPCO INCOME FUND                                                                                                                | P                                            | 2013-12-06                           | 2014-05-20                       |
| PIMPCO INCOME FUND                                                                                                                | P                                            | 2012-06-28                           | 2014-05-20                       |
| PIMPCO MORTGAGE OPPORTUNITIES                                                                                                     | P                                            | 2012-12-14                           | 2014-05-20                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 53,391                |                                            | 55,000                                          | -1,609                                       |
| 132,898               |                                            | 97,524                                          | 35,374                                       |
| 12,102                |                                            | 9,279                                           | 2,823                                        |
| 66,825                |                                            | 45,606                                          | 21,219                                       |
| 49,938                |                                            | 51,813                                          | -1,875                                       |
| 19,500                |                                            | 18,430                                          | 1,070                                        |
| 5,596                 |                                            | 5,200                                           | 396                                          |
| 63,150                |                                            | 61,300                                          | 1,850                                        |
| 85,789                |                                            | 77,502                                          | 8,287                                        |
| 168,422               |                                            | 165,247                                         | 3,175                                        |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | -1,609                                                                                    |
|                                                                                             |                                      |                                               | 35,374                                                                                    |
|                                                                                             |                                      |                                               | 2,823                                                                                     |
|                                                                                             |                                      |                                               | 21,219                                                                                    |
|                                                                                             |                                      |                                               | -1,875                                                                                    |
|                                                                                             |                                      |                                               | 1,070                                                                                     |
|                                                                                             |                                      |                                               | 396                                                                                       |
|                                                                                             |                                      |                                               | 1,850                                                                                     |
|                                                                                             |                                      |                                               | 8,287                                                                                     |
|                                                                                             |                                      |                                               | 3,175                                                                                     |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| LYONDELLBASELL INDUSTRIES N V                                                                                                     | P                                            | 2013-10-17                           | 2014-05-20                       |
| AMERICAN AIRLS GROUP INC                                                                                                          | P                                            | 2013-12-13                           | 2014-05-20                       |
| FEDEX CORP                                                                                                                        | P                                            | 2013-06-18                           | 2014-05-20                       |
| BANK AMER CORP                                                                                                                    | P                                            | 2014-03-21                           | 2014-05-20                       |
| CROWN CASTLE INTL CORP                                                                                                            | P                                            | 2014-02-18                           | 2014-05-20                       |
| CHICAGO BRIDGE AND IRON CO NY NY                                                                                                  | P                                            | 2013-10-17                           | 2014-05-20                       |
| CHICAGO BRIDGE AND IRON CO NY NY                                                                                                  | P                                            | 2013-09-10                           | 2014-06-12                       |
| CHICAGO BRIDGE AND IRON CO NY NY                                                                                                  | P                                            | 2013-09-10                           | 2014-06-18                       |
| LYONDELLBASELL INDUSTRIES N V                                                                                                     | P                                            | 2013-10-17                           | 2014-06-18                       |
| YAHOO INC                                                                                                                         | P                                            | 2014-01-13                           | 2014-06-18                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 8,918                 |                                            | 6,946                                           | 1,972                                        |
| 138,633               |                                            | 91,383                                          | 47,250                                       |
| 140,121               |                                            | 99,486                                          | 40,635                                       |
| 115,030               |                                            | 133,958                                         | -18,928                                      |
| 36,456                |                                            | 37,474                                          | -1,018                                       |
| 57,154                |                                            | 61,248                                          | -4,094                                       |
| 10,086                |                                            | 9,400                                           | 686                                          |
| 66,385                |                                            | 62,668                                          | 3,717                                        |
| 28,158                |                                            | 21,994                                          | 6,164                                        |
| 66,231                |                                            | 81,528                                          | -15,297                                      |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 1,972                                                                                     |
|                                                                                             |                                      |                                               | 47,250                                                                                    |
|                                                                                             |                                      |                                               | 40,635                                                                                    |
|                                                                                             |                                      |                                               | -18,928                                                                                   |
|                                                                                             |                                      |                                               | -1,018                                                                                    |
|                                                                                             |                                      |                                               | -4,094                                                                                    |
|                                                                                             |                                      |                                               | 686                                                                                       |
|                                                                                             |                                      |                                               | 3,717                                                                                     |
|                                                                                             |                                      |                                               | 6,164                                                                                     |
|                                                                                             |                                      |                                               | -15,297                                                                                   |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| LYONDELLBASELL INDUSTRIES N V                                                                                                     | P                                            | 2013-10-17                           | 2014-06-18                       |
| LYONDELLBASELL INDUSTRIES N V                                                                                                     | P                                            | 2013-09-10                           | 2014-06-18                       |
| NUCOR CORP                                                                                                                        | P                                            | 2013-10-17                           | 2014-06-18                       |
| WISDOMTREE EMERGING MARKETS                                                                                                       | P                                            | 2014-05-20                           | 2014-06-18                       |
| DOUBLELINE EMERGING MARKETS BOND                                                                                                  | P                                            | 2013-12-06                           | 2014-07-28                       |
| PIMPCO MORTGAGE OPPORTUNITIES                                                                                                     | P                                            | 2012-12-14                           | 2014-07-28                       |
| DOUBLELINE TOTAL RETURN BOND FUND                                                                                                 | P                                            | 2010-04-20                           | 2014-07-28                       |
| DANAHER CORP DEL COM                                                                                                              | P                                            | 2014-06-25                           | 2014-07-28                       |
| HARLEY DAVIDSON INC                                                                                                               | P                                            | 2013-05-03                           | 2014-07-28                       |
| ACCENTURE PLC IRELAND                                                                                                             | P                                            | 2014-06-09                           | 2014-07-28                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 36,502                |                                            | 28,940                                          | 7,562                                        |
| 121,674               |                                            | 88,857                                          | 32,817                                       |
| 98,294                |                                            | 101,067                                         | -2,773                                       |
| 1,569                 |                                            | 1,537                                           | 32                                           |
| 3,468                 |                                            | 3,239                                           | 229                                          |
| 5,949                 |                                            | 5,826                                           | 123                                          |
| 4,806                 |                                            | 4,474                                           | 332                                          |
| 30,355                |                                            | 31,737                                          | -1,382                                       |
| 94,101                |                                            | 82,222                                          | 11,879                                       |
| 8,015                 |                                            | 8,435                                           | -420                                         |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 7,562                                                                                     |
|                                                                                             |                                      |                                               | 32,817                                                                                    |
|                                                                                             |                                      |                                               | -2,773                                                                                    |
|                                                                                             |                                      |                                               | 32                                                                                        |
|                                                                                             |                                      |                                               | 229                                                                                       |
|                                                                                             |                                      |                                               | 123                                                                                       |
|                                                                                             |                                      |                                               | 332                                                                                       |
|                                                                                             |                                      |                                               | -1,382                                                                                    |
|                                                                                             |                                      |                                               | 11,879                                                                                    |
|                                                                                             |                                      |                                               | -420                                                                                      |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| ACCENTURE PLC IRELAND                                                                                                             | P                                            | 2014-06-12                           | 2014-07-28                       |
| AUTOMATIC DATA PROCESSING INC                                                                                                     | P                                            | 2013-09-24                           | 2014-07-28                       |
| KANSAS CITY SOUTHERN COM                                                                                                          | P                                            | 2013-10-17                           | 2014-07-28                       |
| LINEAR TECHNOLOGY CORP                                                                                                            | P                                            | 2014-05-23                           | 2014-07-28                       |
| ROCKWELL AUTOMATION INC                                                                                                           | P                                            | 2014-02-28                           | 2014-07-28                       |
| INTERNATIONAL PAPER CO                                                                                                            | P                                            | 2013-05-17                           | 2014-07-28                       |
| INTERNATIONAL PAPER CO                                                                                                            | P                                            | 2013-06-13                           | 2014-07-28                       |
| FIDELITY ADVISOR SER II FL RT                                                                                                     | P                                            | 2014-05-20                           | 2014-07-28                       |
| COLGATE PALMOLIVE CO                                                                                                              | P                                            | 2014-09-05                           | 2014-07-28                       |
| DOVER CORP                                                                                                                        | P                                            | 2013-05-03                           | 2014-07-28                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 112,210               |                                            | 115,861                                         | -3,651                                       |
| 88,086                |                                            | 78,675                                          | 9,411                                        |
| 28,074                |                                            | 28,177                                          | -103                                         |
| 108,848               |                                            | 115,199                                         | -6,351                                       |
| 30,359                |                                            | 30,908                                          | -549                                         |
| 140,860               |                                            | 142,163                                         | -1,303                                       |
| 93,907                |                                            | 88,108                                          | 5,799                                        |
| 54,600                |                                            | 54,931                                          | -331                                         |
| 32,559                |                                            | 32,100                                          | 459                                          |
| 96,789                |                                            | 74,341                                          | 22,448                                       |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | -3,651                                                                                    |
|                                                                                             |                                      |                                               | 9,411                                                                                     |
|                                                                                             |                                      |                                               | -103                                                                                      |
|                                                                                             |                                      |                                               | -6,351                                                                                    |
|                                                                                             |                                      |                                               | -549                                                                                      |
|                                                                                             |                                      |                                               | -1,303                                                                                    |
|                                                                                             |                                      |                                               | 5,799                                                                                     |
|                                                                                             |                                      |                                               | -331                                                                                      |
|                                                                                             |                                      |                                               | 459                                                                                       |
|                                                                                             |                                      |                                               | 22,448                                                                                    |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| WISDOMTREE EMERGING MARKETS                                                                                                       | P                                            | 2014-05-20                           | 2014-07-28                       |
| US BANCORP DEL COM                                                                                                                | P                                            | 2013-07-09                           | 2014-07-28                       |
| OCCIDENTAL PETE CORP                                                                                                              | P                                            | 2013-10-17                           | 2014-07-28                       |
| OCCIDENTAL PETE CORP                                                                                                              | P                                            | 2013-10-17                           | 2014-07-28                       |
| OCCIDENTAL PETE CORP                                                                                                              | P                                            | 2013-10-10                           | 2014-07-28                       |
| OCCIDENTAL PETE CORP                                                                                                              | P                                            | 2013-10-10                           | 2014-07-28                       |
| EOG RES INC                                                                                                                       | P                                            | 2014-06-13                           | 2014-07-28                       |
| EOG RES INC                                                                                                                       | P                                            | 2014-06-13                           | 2014-07-28                       |
| CITIGROUP INC                                                                                                                     | P                                            | 2014-07-22                           | 2014-07-28                       |
| AMERICAN INTL GROUP                                                                                                               | P                                            | 2014-05-05                           | 2014-07-28                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 31,198                |                                            | 31,513                                          | -315                                         |
| 265,534               |                                            | 242,821                                         | 22,713                                       |
| 46,657                |                                            | 48,579                                          | -1,922                                       |
| 93,315                |                                            | 97,157                                          | -3,842                                       |
| 93,315                |                                            | 95,043                                          | -1,728                                       |
| 139,972               |                                            | 142,564                                         | -2,592                                       |
| 44,776                |                                            | 55,534                                          | -10,758                                      |
| 44,776                |                                            | 55,534                                          | -10,758                                      |
| 127,763               |                                            | 124,557                                         | 3,206                                        |
| 173,791               |                                            | 184,193                                         | -10,402                                      |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | -315                                                                                      |
|                                                                                             |                                      |                                               | 22,713                                                                                    |
|                                                                                             |                                      |                                               | -1,922                                                                                    |
|                                                                                             |                                      |                                               | -3,842                                                                                    |
|                                                                                             |                                      |                                               | -1,728                                                                                    |
|                                                                                             |                                      |                                               | -2,592                                                                                    |
|                                                                                             |                                      |                                               | -10,758                                                                                   |
|                                                                                             |                                      |                                               | -10,758                                                                                   |
|                                                                                             |                                      |                                               | 3,206                                                                                     |
|                                                                                             |                                      |                                               | -10,402                                                                                   |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| AMERICAN INTL GROUP                                                                                                               | P                                            | 2013-09-10                           | 2014-07-28                       |
| AMERICAN INTL GROUP                                                                                                               | P                                            | 2014-02-06                           | 2014-07-28                       |
| AMERICAN INTL GROUP                                                                                                               | P                                            | 2013-02-22                           | 2014-10-16                       |
| TENET HEALTHCARE CORP                                                                                                             | P                                            | 2014-06-17                           | 2014-10-16                       |
| TENET HEALTHCARE CORP                                                                                                             | P                                            | 2014-06-16                           | 2014-11-20                       |
| TENET HEALTHCARE CORP                                                                                                             | P                                            | 2014-06-25                           | 2014-11-21                       |
| EOG RES INC                                                                                                                       | P                                            | 2014-05-12                           | 2014-11-22                       |
| EOG RES INC                                                                                                                       | P                                            | 2014-05-12                           | 2014-11-23                       |
| CANADIAN PAC RY LTD                                                                                                               | P                                            | 2013-04-11                           | 2014-12-04                       |
| CANADIAN PAC RY LTD                                                                                                               | P                                            | 2012-05-04                           | 2014-12-04                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 99,309                |                                            | 99,357                                          | -48                                          |
| 24,827                |                                            | 24,073                                          | 754                                          |
| 62,068                |                                            | 48,462                                          | 13,606                                       |
| 14,234                |                                            | 14,541                                          | -307                                         |
| 60,495                |                                            | 61,311                                          | -816                                         |
| 33,213                |                                            | 33,263                                          | -50                                          |
| 99,878                |                                            | 103,051                                         | -3,173                                       |
| 86,820                |                                            | 103,051                                         | -16,231                                      |
| 48,468                |                                            | 31,055                                          | 17,413                                       |
| 96,935                |                                            | 37,560                                          | 59,375                                       |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | -48                                                                                       |
|                                                                                             |                                      |                                               | 754                                                                                       |
|                                                                                             |                                      |                                               | 13,606                                                                                    |
|                                                                                             |                                      |                                               | -307                                                                                      |
|                                                                                             |                                      |                                               | -816                                                                                      |
|                                                                                             |                                      |                                               | -50                                                                                       |
|                                                                                             |                                      |                                               | -3,173                                                                                    |
|                                                                                             |                                      |                                               | -16,231                                                                                   |
|                                                                                             |                                      |                                               | 17,413                                                                                    |
|                                                                                             |                                      |                                               | 59,375                                                                                    |

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<br>P—Purchase<br>D—Donation | (c) Date acquired<br>(mo , day, yr ) | (d) Date sold<br>(mo , day, yr ) |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------|--------------------------------------|----------------------------------|
| CANADIAN PAC RY LTD                                                                                                               | P                                            | 2012-05-24                           | 2014-12-04                       |
| EOG RES INC                                                                                                                       | P                                            | 2014-05-12                           | 2014-12-10                       |
| VANGUARD INFLAT PROTECTED                                                                                                         | P                                            | 2014-07-17                           | 2014-12-10                       |
| VANGUARD INFLAT PROTECTED                                                                                                         | P                                            | 2014-05-20                           | 2014-12-10                       |
| VANGUARD INFLAT PROTECTED                                                                                                         | P                                            | 2014-11-07                           | 2014-12-10                       |
| GOLAR LNG TLD                                                                                                                     | P                                            | 2014-11-20                           | 2014-12-16                       |
| GOLAR LNG TLD                                                                                                                     | P                                            | 2013-09-10                           | 2014-12-16                       |

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

| (e) Gross sales price | (f) Depreciation allowed<br>(or allowable) | (g) Cost or other basis<br>plus expense of sale | (h) Gain or (loss)<br>(e) plus (f) minus (g) |
|-----------------------|--------------------------------------------|-------------------------------------------------|----------------------------------------------|
| 48,469                |                                            | 18,649                                          | 29,820                                       |
| 85,919                |                                            | 103,051                                         | -17,132                                      |
| 19,669                |                                            | 20,020                                          | -351                                         |
| 54,381                |                                            | 55,000                                          | -619                                         |
| 131,203               |                                            | 131,900                                         | -697                                         |
| 32,539                |                                            | 52,597                                          | -20,058                                      |
| 81,347                |                                            | 96,070                                          | -14,723                                      |

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<br>Losses (from col (h)) |
|---------------------------------------------------------------------------------------------|--------------------------------------|-----------------------------------------------|-------------------------------------------------------------------------------------------|
| (i) F M V as of 12/31/69                                                                    | (j) Adjusted basis<br>as of 12/31/69 | (k) Excess of col (i)<br>over col (j), if any |                                                                                           |
|                                                                                             |                                      |                                               | 29,820                                                                                    |
|                                                                                             |                                      |                                               | -17,132                                                                                   |
|                                                                                             |                                      |                                               | -351                                                                                      |
|                                                                                             |                                      |                                               | -619                                                                                      |
|                                                                                             |                                      |                                               | -697                                                                                      |
|                                                                                             |                                      |                                               | -20,058                                                                                   |
|                                                                                             |                                      |                                               | -14,723                                                                                   |

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

| (a) Name and address                                      | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|-----------------------------------------------------------|-----------------------------------------------------------|-------------------------------------------|-----------------------------------------------------------------------|---------------------------------------|
| ROY B SIMPSON                                             | CHMN/PRESIDENT<br>10 00                                   | 0                                         | 0                                                                     | 0                                     |
| 50 VISTA DRIVE<br>GREENWICH,CT 06830                      |                                                           |                                           |                                                                       |                                       |
| EDITH J SIMPSON                                           | TREASURER<br>2 00                                         | 0                                         | 0                                                                     | 0                                     |
| 50 VISTA DRIVE<br>GREENWICH,CT 06830                      |                                                           |                                           |                                                                       |                                       |
| ALISON J ALLEN                                            | SECRETARY<br>40 00                                        | 86,144                                    | 49,302                                                                | 0                                     |
| 995 BUCKLEY HIGHWAY<br>UNION,CT 06076                     |                                                           |                                           |                                                                       |                                       |
| NANCY E BLAIR                                             | DIRECTOR<br>0 50                                          | 0                                         | 0                                                                     | 0                                     |
| FOUR STAMFORD PLAZA - 107 ELM STREET<br>STAMFORD,CT 06902 |                                                           |                                           |                                                                       |                                       |
| MARY-ELIZABETH JOY SIMPSON                                | DIRECTOR<br>0 50                                          | 0                                         | 0                                                                     | 0                                     |
| 88 FARMS ROAD<br>STAMFORD,CT 06903                        |                                                           |                                           |                                                                       |                                       |

**Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).**

|                 |
|-----------------|
| ROY B SIMPSON   |
| EDITH J SIMPSON |
| ALISON J ALLEN  |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |         |
| A S P C A 424 EAST 92ND STREET<br>NEW YORK, NY 10128                                                                   | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| ADOPT-A-DOG 849 LAKE AVENUE<br>GREENWICH, CT 06831                                                                     | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 8,500   |
| AMERICARES 88 HAMILTON AVE<br>STAMFORD, CT 06902                                                                       | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| AMOGERONE VOLUNTEER FIRE PO BOX 121<br>GREENWICH, CT 06836                                                             | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| AT HOME IN GREENWICH 139 E PUTNAM AVENUE<br>GREENWICH, CT 06830                                                        | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| BACKCOUNTRY JAZZ 15 E PUTNAM AVENUE<br>GREENWICH, CT 06830                                                             | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| BEREA COLLEGE 101 CHESTNUT ST<br>BEREA, KY 40403                                                                       | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 20,000  |
| CALL A RIDE OF GREENWICH INC 37 LAFAYETTE PL COLLYER CENTER<br>GREENWICH, CT 06830                                     | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| CANTER NEW ENGLAND P O BOX 3 WESTBOROUGH, MA 01581                                                                     | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| CARE 151 ELLIS STREET ATLANTA, GA 30303                                                                                | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,500   |
| CHILDREN'S CANCER & BLOOD FOUNDATION 333 EAST 38TH STREET<br>NEW YORK, NY 10016                                        | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| CHURCH CLUB NYC 150 E 55TH ST NEW YORK, NY 10022                                                                       | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,500   |
| CONNECTICUT AGAINST GUN VIOLENCE CAGV PO BOX 523 SOUTHPORT, CT 06890                                                   | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| CONNECTICUT FOOD BANK P O BOX 8686<br>NEW HAVEN, CT 06531                                                              | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 15,000  |
| CPB CONNECTICUT PUBLIC BROADCASTING 1049 ASYLUM AVE<br>HARTFORD, CT 06105                                              | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,000   |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 756,229 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                                   |                                                                                                           |                                |                                  |         |
| CURE JM FOUNDATION 836 LYNWOOD DRIVE ENCINITAS,CA 92024                                                                | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 500     |
| DOCTORS WITHOUT BORDERS 333 7TH AVENUE NEWYORK,NY 10001                                                                | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| ENGLISH SPEAKING UNION 144 EAST 39H STREET NEWYORK,NY 10016                                                            | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,530   |
| ERIC CARLE MUSEUM OF PICTURE BOOK ART 125 WEST BAY ROAD AMHERST,MA 01002                                               | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| FAMILY CENTERS INC 40 ARCH STREET GREENWICH,CT 06830                                                                   | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| FAMILY REENTRY INC 9 MOTT AVENUE SUITE 104 NORWALK,CT 06850                                                            | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| FIDO FIXERS INC PO BOX 4801 GREENWICH,CT 06831                                                                         | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| FIRST CHURCH OF CHRIST SCIENTIST 11 PARK PLACE GREENWICH,CT 06830                                                      | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 25,000  |
| FRIENDS OF NATHANIEL WITHERELL 70 PARSONAGE ROAD GREENWICH,CT 06830                                                    | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 30,000  |
| FRIENDS OF THE FAMILY CENTRE INC PO BOX 1284 RIVERDALE BRONX,NY 10471                                                  | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| GATEWAY CLASSICAL MUSIC SOCIETY 1117 EAST PUTNAM AVENUE RIVERSIDE,CT 06878                                             | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,000   |
| GLOBAL WORKERS JUSTICE ALLIANCE 789 WASHINGTON AVENUE BROOKLYN,NY 11238                                                | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,500   |
| GREENWICH COUNCIL - BOY SCOUTS OF AMERICA 63 MASON STREET GREENWICH,CT 06830                                           | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,000   |
| GREENWICH EMERGENCY MEDICAL SERVICES INC 1111 EAST PUTNAM AVENUE RIVERSIDE,CT 06878                                    | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| GREENWICH GREEN & CLEAN 113 PEMBERWICK ROAD GREENWICH,CT 06831                                                         | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,250   |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 756,229 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |         |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |         |
| GREENWICH HISTORICAL SOCIETY<br>39 STRICKLAND ROAD<br>COS COB,CT 06807                                                 | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| GREENWICH HOSPITAL 5<br>PERRYRIDGE ROAD<br>GREENWICH,CT 06830                                                          | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,000   |
| GREENWICH LAND TRUST INC 132<br>EAST PUTNAM AVE 2 EAST STE D<br>COS COB,CT 06807                                       | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 88,000  |
| GREENWICH LIBRARY 101 WEST<br>PUTNAM AVENUE<br>GREENWICH,CT 06830                                                      | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,500   |
| GREENWICH ROUNDTABLE PO<br>BOX 4019<br>GREENWICH,CT 06831                                                              | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| GREENWICH TREE CONSERVANCY<br>PO BOX 4215<br>GREENWICH,CT 06831                                                        | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 3,000   |
| GREENWICH YOUTH<br>CONSERVATION PROJECT 101<br>FIELD POINT ROAD<br>GREENWICH,CT 06830                                  | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,500  |
| GUIDING EYES 611 GRANITE<br>SPRINGS RD<br>YORKTOWN HEIGHTS,NY 10598                                                    | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 27,200  |
| HEALTHCARE CHAPLAINCY 513<br>EAST 62ND STREET 4TH FLOOR<br>NEW YORK,NY 10065                                           | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| HEARING HEALTH FOUNDATION<br>363 SEVENTH AVENUE 10TH<br>FLOOR<br>NEW YORK,NY 10001                                     | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| HIGH RIDGE HOUSE 5959<br>INDEPENDENCE AVE<br>BRONX,NY 10471                                                            | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| JACOB BURNS FILM CENTER 405<br>MANVILLE ROAD<br>PLEASANTVILLE,NY 10570                                                 | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 345     |
| KIDS IN CRISIS ONE SALEM<br>STREET<br>COS COB,CT 06807                                                                 | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 25,000  |
| LAGUARDIA COLLEGE<br>SCHOLARSHIP 31-10 THOMSON<br>AVE<br>LONG ISLAND CITY,NY 11101                                     | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 10,000  |
| LAUREL HOUSE 1616<br>WASHINGTON BLVD<br>STAMFORD,CT 06902                                                              | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 756,229 |

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

| Recipient                                                                                                              | If recipient is an individual,<br>show any relationship to<br>any foundation manager<br>or substantial contributor | Foundation<br>status of<br>recipient | Purpose of grant or<br>contribution | Amount  |
|------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|--------------------------------------|-------------------------------------|---------|
| Name and address (home or business)                                                                                    |                                                                                                                    |                                      |                                     |         |
| <b>a</b> Paid during the year                                                                                          |                                                                                                                    |                                      |                                     |         |
| MEALS-ON-WHEELS OF<br>GREENWICH 89 MAPLE AVE<br>GREENWICH,CT 06830                                                     | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 8,500   |
| MEDIA MATTERS FOR AMERICA<br>445 MASS AVENW SUITE 600<br>WASHINGTON,DC 20001                                           | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 15,000  |
| METROPOLITAN MUSEUM OF ART<br>1000 FIFTH AVENUE<br>NEW YORK,NY 10028                                                   | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 1,000   |
| MUSEUM OF MODERN ART 11 W<br>53RD ST<br>NEW YORK,NY 10019                                                              | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 1,000   |
| NATURAL RESOURCES DEFENSE<br>COUNCIL 40 W 20TH ST<br>NEW YORK,NY 10011                                                 | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 7,500   |
| NEIGHBOR TO NEIGHBOR 248<br>EAST PUTNAM AVENUE<br>GREENWICH,CT 06830                                                   | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 16,000  |
| NEW LIFE OF NYC INC 87<br>COLUMBIA STREET SUITE 13G<br>NEW YORK,NY 10002                                               | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 2,000   |
| NEW YORK PHILHARMONIC 10<br>LINCOLN CENTER PLAZA<br>NEW YORK,NY 10023                                                  | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 1,000   |
| NYU SCHOOL OF LAW 40<br>WASHINGTON SQUARE S<br>NEW YORK,NY 10012                                                       | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 2,500   |
| OPIN INC - OUTREACH TO PETS IN<br>NEED PO BOX 488<br>RIVERSIDE,CT 06878                                                | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 5,000   |
| PATHWAYS INC 175 MILBANK<br>ROAD<br>GREENWICH,CT 06830                                                                 | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 2,500   |
| PLANNED PARENTHOOD OF<br>SOUTHERN NEW ENGLAND 345<br>WHITNEY AVENUE<br>NEW HAVEN,CT 06511                              | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 10,000  |
| PRATT INSTITUTE 200<br>WILLOUGHBY AVE<br>BROOKLYN,NY 11205                                                             | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 30,000  |
| PUPPIES BEHIND BARS 10 EAST 40<br>STREET - 19TH FL<br>NEW YORK,NY 10016                                                | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 20,000  |
| RIVERHOUSE ADULT DAYCARE<br>125 RIVER RD EXT<br>COS COB,CT 06807                                                       | N/A                                                                                                                | PUBLIC                               | GENERAL PURPOSES                    | 9,800   |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                                    |                                      |                                     | 756,229 |

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

| Recipient                                                                                                              | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                                                                                    |                                                                                                           |                                |                                  |         |
| <b>a</b> Paid during the year                                                                                          |                                                                                                           |                                |                                  |         |
| SEPTEMBER 11 MEMORIAL 180 GREENWICH ST NEW YORK,NY 10007                                                               | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| SPECIAL OLYMPICS CONNECTICUT 2666 STATE ST 1 HAMDEN,CT 06517                                                           | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,000   |
| ST BARNABAS EPISCOPAL CHURCH 954 LAKE AVENUE GREENWICH,CT 06831                                                        | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 22,662  |
| ST BARTS MUSIC FESTIVAL 6847 JUNIATA PLACE PITTSBURGH,PA 15208                                                         | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| ST PETER'S EPISCOPAL CHURCH 2500 WESTCHESTER AVE BRONX,NY 10461                                                        | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 25,000  |
| STORM KING ART CENTER 1 MUSEUM ROAD NEW WINDSOR,NY 12553                                                               | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| STUDIO IN A SCHOOL ASSOCIATION 410 WEST 59TH STREET NEW YORK,NY 10019                                                  | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 40,000  |
| THE BRUCE MUSEUM ONE MUSEUM DRIVE GREENWICH,CT 06830                                                                   | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 2,000   |
| THE PRINCIPLE FOUNDATION 2405 GRAND BLVD SUITE 1040 KANSAS CITY,MO 64108                                               | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| TRANSPORTATION ASSOCIATES OF GREENWICH 13 RIVERSIDE AVENUE RIVERSIDE,CT 06878                                          | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,000   |
| UNION VOLUNTEER FIRE COMPANY 1049 BUCKLEY HWY UNION,CT 06076                                                           | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 500     |
| UNITED WAY OF GREENWICH 1 LAFAYETTE CT GREENWICH,CT 06830                                                              | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 15,000  |
| US SQUASH 555 EIGHTH AVENUE NEW YORK,NY 10018                                                                          | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 250     |
| VAUGHN COLLEGE OF AERONAUTICS AND TECHNOLOGY 86-01 23RD AVENUE FLUSHING,NY 11369                                       | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 50,000  |
| WLIW 825 EIGHTH AVENUE NEW YORK,NY 10013                                                                               | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 1,000   |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 756,229 |

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

| Recipient                                                                                                            | If recipient is an individual, show any relationship to any foundation manager or substantial contributor | Foundation status of recipient | Purpose of grant or contribution | Amount  |
|----------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|--------------------------------|----------------------------------|---------|
| Name and address (home or business)                                                                                  |                                                                                                           |                                |                                  |         |
| <b>a</b> <i>Paid during the year</i>                                                                                 |                                                                                                           |                                |                                  |         |
| WNETORG PATRON NETWORK 825 EITH AVENUE 14TH FLOOR NEW YORK,NY 10019                                                  | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 15,000  |
| WNYC NEWYORK PUBLIC RADIO 160 VARICK STREET NEW YORK,NY 10013                                                        | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 16,000  |
| WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD STE 300 JACKSONVILLE,FL 32256                                              | N/A                                                                                                       | PUBLIC                         | GENERAL PURPOSES                 | 5,192   |
| <b>Total . . . . .</b>  <b>3a</b> |                                                                                                           |                                |                                  | 756,229 |

## TY 2014 Accounting Fees Schedule

**Name:** THE RESOURCE FOUNDATION INC

**EIN:** 22-2870501

| Category                       | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| ACCOUNTING AND TAX<br>SERVICES | 10,804 | 2,161                    |                        | 8,643                                       |

**TY 2014 Investments Corporate  
Bonds Schedule****Name:** THE RESOURCE FOUNDATION INC**EIN:** 22-2870501

| <b>Name of Bond</b>                       | <b>End of Year Book<br/>Value</b> | <b>End of Year Fair<br/>Market Value</b> |
|-------------------------------------------|-----------------------------------|------------------------------------------|
| \$50,000 STAR GAS PTNRS 8.875%, 12/1/17   | 52,125                            | 51,250                                   |
| \$50,000 CITIGROUP INC V/R 12/31/49       | 0                                 | 0                                        |
| \$50,000 CROWN CASTLE INTL 7.125% 11/1/19 | 0                                 | 0                                        |

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** THE RESOURCE FOUNDATION INC  
**EIN:** 22-2870501

| Name of Stock                          | End of Year Book Value | End of Year Fair Market Value |
|----------------------------------------|------------------------|-------------------------------|
| 143,401 SHS. BBH LIMITED DURATION FD   | 1,434,150              | 1,472,728                     |
| 127,314 BBH WEALTH STRATGEIES LLC LBC  | 121,012                | 127,315                       |
| 1,574 SHS. BED BATH & BEYOND           | 90,438                 | 119,892                       |
| 4,450 SHS. COMCAST CORP-CL A           | 105,843                | 258,145                       |
| 3,246 SHS. LIBERTY MEDIA INTERACTIVE A | 39,781                 | 95,497                        |
| 1,250 SHS. TARGET CORP                 | 60,421                 | 94,888                        |
| 850 SHS. DIAGEO PLC - SPONS ADR        | 47,578                 | 96,977                        |
| 1,250 SHS. GENERAL MILLS INC           | 48,377                 | 66,663                        |
| 2,150 SHS. NESTLE SA SPONS ADR         | 60,634                 | 156,843                       |
| 1,400 SHS UNILEVER                     | 53,565                 | 54,656                        |
| 650 SHS. WAL-MART STORES               | 29,158                 | 55,822                        |
| 440 SHS CALIFORNIA RESOURCES CORP      | 1,800                  | 2,424                         |
| 1,300 SHS. EOG RESOURCES INC.          | 63,091                 | 119,691                       |
| 1,100 SHS. OCCIDENTAL PETROLEUM        | 49,828                 | 88,671                        |
| 1,100 SHS. SCHLUMBERGER LTD            | 82,125                 | 93,951                        |
| 2,500 SHS. SOUTHWESTERN ENERGY         | 91,508                 | 68,225                        |
| 1,750 SHS. BERKSHIRE HATHAWAY - CL B   | 103,042                | 262,763                       |
| 1,500 SHS. CHUBB CORP.                 | 72,629                 | 155,205                       |
| 5,800 SHS. PROGRESSIVE CORP OHIO       | 102,828                | 156,542                       |
| 6,300 SHS. US BANCORP                  | 141,588                | 283,185                       |
| 3,950 SHS. WELLS FARGO & CO            | 116,589                | 216,539                       |
| 1,919 SHS. BAXTER INTL INC.            | 89,391                 | 140,644                       |
| 581 SHS. DENTSPLY INTL INC             | 14,454                 | 30,950                        |
| 1,850 SHS. NOVARTIS AG-ADR             | 99,799                 | 171,421                       |
| 300 SHS. HENRY SCHEIN INC              | 18,885                 | 40,845                        |
| 3201 SHS ZOETIS INC COM                | 96,725                 | 137,739                       |
| 1,462 SHS. WASTE MANAGEMENT            | 43,786                 | 75,030                        |
| 877 SHS. EBAY INC                      | 10,456                 | 49,217                        |
| 319 SHS. GOOGLE, INC - CL A            | 137,736                | 167,922                       |
| 3,550 SHS. MICROSOFT CORP              | 88,805                 | 164,898                       |

| Name of Stock                                | End of Year Book Value | End of Year Fair Market Value |
|----------------------------------------------|------------------------|-------------------------------|
| 3,050 SHS ORACLE                             | 119,828                | 137,159                       |
| 1,800 SHS. QUALCOMM INC                      | 107,701                | 133,794                       |
| 1,200 SHS. CELANESE CORP. SER A              | 51,868                 | 71,952                        |
| 700 SHS. PRAXAIR INC                         | 74,443                 | 90,692                        |
| 28,953 SHS BBH INTL EQUITY FD CL N           | 355,499                | 416,053                       |
| 46,806 SHS AIT GLOBAL EMERGING MARKETS FND   | 450,000                | 437,172                       |
| 14,886 SHS. T. ROWE PRICE NEW ASIA FUND      | 250,000                | 242,498                       |
| 62,722 SHD BBH WEALTH STRATEGIES LLC REMS    | 62,500                 | 62,723                        |
| 20,725 SHS. DOUBLELINE TOT RET BD FD         | 213,355                | 227,355                       |
| 8,754 SHS DOUBLELINE EMG MKTS INC-1          | 89,113                 | 90,257                        |
| 5,523 SHS FIDELITY FLOATING RATE HIGH INCOME | 55,069                 | 53,136                        |
| 14,831 SHS LOOMIS SAYLES BOND FUND           | 231,678                | 219,945                       |
| 19,979 SHS. PIMCO INCOME FD - INST           | 234,613                | 246,342                       |
| 20,447 SHS. PIMCO MTGE OPPORTUNITIES         | 223,766                | 226,557                       |
| 12,500 SHS. PIMCO DYNAMIC INCOME FUND        | 403,209                | 384,250                       |
| 485 SHS. WISDOMTREE EMERGING MKT CORP        | 35,126                 | 34,978                        |
| 6,500 SHS GOODYEAR TIRE & RUBBER             | 162,793                | 185,705                       |
| 2,000 SHS COLGATE PALMOLIVE CO               | 119,340                | 138,380                       |
| 2,000 SHS JOHNSON & JOHNSON                  | 189,178                | 209,140                       |
| 1,800 SHS WILLIAMS SONOMA                    | 99,168                 | 136,224                       |
| 1,250 SHS ROCKWELL AUTOMATION INC            | 112,475                | 139,000                       |
| 789 SHS GOOGLE INC-A                         | 411,256                | 418,691                       |
| 6,000 SHS YAHOO                              | 270,218                | 303,060                       |
| 6,000 SHS GOLUB CAPITAL                      | 110,589                | 107,580                       |
| 7,000 SHS CORNING INC                        | 93,166                 | 160,510                       |
| 1,250 SHS KANSAS CITY SOUTHN INDS INC        | 233,741                | 244,060                       |
| 3,000 MAGELLAN MIDSTREAM PARTNERS            | 196,073                | 247,980                       |
| 5,000 SHS AMERIGAS PARTNERS                  | 212,799                | 239,600                       |
| 6,000 SHS BLACKSTONE GROUP                   | 184,727                | 202,980                       |
| 3,000 SHS DISCOVER FINANCIAL SVC             | 183,731                | 196,470                       |

| Name of Stock                               | End of Year Book Value | End of Year Fair Market Value |
|---------------------------------------------|------------------------|-------------------------------|
| 7,500 SHS NEW MOUNTAIN FINANCE CORP         | 111,326                | 112,050                       |
| 2,500 SHS CROWN CASTLE REIT                 | 186,940                | 196,750                       |
| 7,500 SHS PUREFUNDS ISE CYBER SEC           | 203,799                | 198,675                       |
| 2,500 SHS MARKET VECTORS BIOTECH            | 102,960                | 144,225                       |
| 2,000 SHS AMERICAN INTL GROUP               | 211,060                | 246,200                       |
| 3,500 SHS AMERICAN AIRLINES GROUP INC       | 196,606                | 214,520                       |
| 3,000 SHS EQT MIDSTREAM PARTNERS LP         | 156,494                | 264,000                       |
| 6,169 SHS OUTFRONT MEADIA                   | 241,719                | 165,576                       |
| 1,000 SHS ACTAVIS PLC                       | 251,984                | 257,405                       |
| 3,445 SHS LIBERTY GLOBAL PLC                | 139,100                | 172,956                       |
| 3,500 SHS NXP SEMICONDUCTORS NV             | 248,607                | 267,400                       |
| 750 SHS. JOHNSON & JOHNSON                  | 0                      | 0                             |
| 13,799 SHS. PIMCO TOTAL RETURN FUND         | 0                      | 0                             |
| 5,000 SHS. GENERAL ELECTRIC                 | 0                      | 0                             |
| 1,000 SHS. CANADIAN PAC RY LTD              | 0                      | 0                             |
| 525 SHS. PEPSICO INC.                       | 0                      | 0                             |
| 1,500 SHS. HARLEY DAVIDSON INC              | 0                      | 0                             |
| 1,250 SHS. BED BATH & BEYOND                | 0                      | 0                             |
| 2,075 SHS AUTOMATIC DATA PROCESSING         | 0                      | 0                             |
| 1,250 SHS CROWN CASTLE INTERNATIONAL CORP   | 0                      | 0                             |
| 1,250 SHS DOVER CORP                        | 0                      | 0                             |
| 250 SHS APPLE INC                           | 0                      | 0                             |
| 1,750 SHS PHILLIPS 66                       | 0                      | 0                             |
| 2,000 SHS NUCOR CORP                        | 0                      | 0                             |
| 1,000 SHS FEDEX CORP                        | 0                      | 0                             |
| 500 SHS GOLDMAN SACHS GROUP INC             | 0                      | 0                             |
| 2,000 SHS AMERICAN TOWER CORP               | 0                      | 0                             |
| 2,500 SHS GOLAR LNG LTD BERMUDA             | 0                      | 0                             |
| 2,000 SHS LYONDELLBASELL INDUSTRIES NV-CL A | 0                      | 0                             |
| 2,000 SHS CHICAGO BRIDGE & IRON CO NV       | 0                      | 0                             |

| Name of Stock                        | End of Year Book Value | End of Year Fair Market Value |
|--------------------------------------|------------------------|-------------------------------|
| 1,500 SHS. OCCIDENTAL PETROLEUM CORP | 0                      | 0                             |

# TY 2014 Investments Government Obligations Schedule

**Name:** THE RESOURCE FOUNDATION INC

**EIN:** 22-2870501

**US Government Securities - End of**

**Year Book Value:**

0

**US Government Securities - End of**

**Year Fair Market Value:**

0

**State & Local Government  
Securities - End of Year Book**

**Value:**

203,900

**State & Local Government  
Securities - End of Year Fair**

**Market Value:**

227,781

**TY 2014 Other Expenses Schedule****Name:** THE RESOURCE FOUNDATION INC**EIN:** 22-2870501

| Description     | Revenue and Expenses<br>per Books | Net Investment<br>Income | Adjusted Net Income | Disbursements for<br>Charitable Purposes |
|-----------------|-----------------------------------|--------------------------|---------------------|------------------------------------------|
| BANK CHARGES    | 78                                | 10                       |                     | 68                                       |
| OFFICE EXPENSES | 885                               | 115                      |                     | 770                                      |
| CELL PHONE      | 750                               | 98                       |                     | 652                                      |
| AUTO EXPENSES   | 7,231                             | 940                      |                     | 6,291                                    |
| POSTAGE         | 81                                | 11                       |                     | 70                                       |
| CONSULTING      | 2,566                             | 334                      |                     | 2,232                                    |
| MISCELLANEOUS   | 2,824                             | 367                      |                     | 2,457                                    |

**TY 2014 Other Professional Fees Schedule****Name:** THE RESOURCE FOUNDATION INC**EIN:** 22-2870501

| Category                 | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| INVESTMENT ADVISORY FEES | 66,761 | 66,761                   |                        | 0                                           |
| CUSTODY FEES             | 3,342  | 3,342                    |                        | 0                                           |

# TY 2014 Substantial Contributors Schedule

**Name:** THE RESOURCE FOUNDATION INC

**EIN:** 22-2870501

| Name          | Address                               |
|---------------|---------------------------------------|
| ROY B SIMPSON | 50 VISTA DRIVE<br>GREENWICH, NY 06830 |

**TY 2014 Taxes Schedule****Name:** THE RESOURCE FOUNDATION INC**EIN:** 22-2870501

| Category                 | Amount | Net Investment<br>Income | Adjusted Net<br>Income | Disbursements for<br>Charitable<br>Purposes |
|--------------------------|--------|--------------------------|------------------------|---------------------------------------------|
| PAYROLL TAXES            | 12,081 | 1,571                    |                        | 10,510                                      |
| TAXES WITHHELD AT SOURCE | 3,515  | 3,515                    |                        | 0                                           |
| US EXCISE TAX            | 7,122  | 0                        |                        | 0                                           |

|                                                                                                                                   |                                                                                                                                                                                                                                                          |                             |
|-----------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------|
| <div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury<br/>Internal Revenue Service</div> | <div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <a href="http://www.irs.gov/form990">www.irs.gov/form990</a>.</div> | <div>OMB No 1545-0047</div> |
|                                                                                                                                   |                                                                                                                                                                                                                                                          | <div>2014</div>             |

|                                                                            |                                                                 |
|----------------------------------------------------------------------------|-----------------------------------------------------------------|
| <div>Name of the organization</div> <div>THE RESOURCE FOUNDATION INC</div> | <div>Employer identification number</div> <div>22-2870501</div> |
|----------------------------------------------------------------------------|-----------------------------------------------------------------|

Organization type (check one)

|                                                     |                                                                                                                                                                                                                                                                                            |
|-----------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <div>Filers of:</div> <div>Form 990 or 990-EZ</div> | <div>Section:</div> <div><div><input type="checkbox"/> 501(c)( ) (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div></div> |
| <div>Form 990-PF</div>                              | <div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>             |

Check if your organization is covered by the **General Rule** or a **Special Rule**.  
**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

**Employer identification number**  
22-2870501

| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|------------|-----------------------------------------------------------------------------------|----------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1          | <div>ROY B SIMPSON</div> <div>50 VISTA DRIVE</div> <div>GREENWICH, CT 06830</div> | \$ 2,557,395               | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input checked="" type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div> |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|            |                                                                                   | \$                         | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div>            |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|            |                                                                                   | \$                         | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div>            |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|            |                                                                                   | \$                         | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div>            |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|            |                                                                                   | \$                         | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div>            |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|            |                                                                                   | \$                         | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div>            |
| (a)<br>No. | (b)<br>Name, address, and ZIP + 4                                                 | (c)<br>Total contributions | (d)<br>Type of contribution                                                                                                                                                                            |
|            |                                                                                   | \$                         | <div>Person <input type="checkbox"/></div> <div>Payroll <input type="checkbox"/></div> <div>Noncash <input type="checkbox"/></div> <div>(Complete Part II for noncash contributions )</div>            |

THE RESOURCE FOUNDATION INC

Employer identification number

22-2870501

**Part II** **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received            |
|---------------------------|----------------------------------------------|------------------------------------------------|---------------------------------|
| <u>1</u>                  | VARIOUS STOCK VALUED AT FAIR MARKET VALUE    | <u>\$ 2,557,395</u>                            | <u>2014-07-31</u>               |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received            |
| <u>    </u>               | _____<br>_____<br>_____<br>_____             | <u>                \$</u>                      | <u>                        </u> |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received            |
| <u>    </u>               | _____<br>_____<br>_____<br>_____             | <u>                \$</u>                      | <u>                        </u> |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received            |
| <u>    </u>               | _____<br>_____<br>_____<br>_____             | <u>                \$</u>                      | <u>                        </u> |
| (a) No.<br>from<br>Part I | (b)<br>Description of noncash property given | (c)<br>FMV (or estimate)<br>(see instructions) | (d)<br>Date received            |
| <u>    </u>               | _____<br>_____<br>_____<br>_____             | <u>                \$</u>                      | <u>                        </u> |

|                                                            |                                                     |
|------------------------------------------------------------|-----------------------------------------------------|
| <b>Name of organization</b><br>THE RESOURCE FOUNDATION INC | <b>Employer identification number</b><br>22-2870501 |
|------------------------------------------------------------|-----------------------------------------------------|

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.<br>from<br>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.<br>from<br>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.<br>from<br>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.<br>from<br>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 |                                     |
| _____                                 |                     | _____                                    |                                     |
| _____                                 |                     | _____                                    |                                     |
| _____                                 |                     | _____                                    |                                     |