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Form 990-PF

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.

2014

Open to Public
Inspection

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

Name of foundation THE LEEVER FOUNDATION		A Employer identification number 22-3115036
Number and street (or P O box number if mail is not delivered to street address) 900 SOUTH PARK PLACE		B Telephone number (see instructions) (828) 393-8512
City or town, state or province, country, and ZIP or foreign postal code HENDERSONVILLE, NC 28791		
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		C If exemption application is pending, check here ► <input type="checkbox"/> D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 15,105,571	J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	487,003			
	2 Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	244,604	244,604		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	738,433			
	b Gross sales price for all assets on line 6a 3,522,026				
	7 Capital gain net income (from Part IV, line 2)		1,243,929		
	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)	10	10		
	12 Total. Add lines 1 through 11	1,470,050	1,488,543		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	5,000	3,800		1,200
	c Other professional fees (attach schedule)	65,110	37,882		27,228
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	46,085	6,842		0
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	1,500	0		1,500
	22 Printing and publications				
	23 Other expenses (attach schedule)				
	24 Total operating and administrative expenses.	117,695	48,524		29,928
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid	824,091			824,091
	26 Total expenses and disbursements. Add lines 24 and 25	941,786	48,524		854,019
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	528,264			
	b Net investment income (if negative, enter -0-)		1,440,019		
	c Adjusted net income (if negative, enter -0-)				

Assets	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
	1 Cash—non-interest-bearing		1,308,645	144,756	144,756
	2 Savings and temporary cash investments				
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►				
	4 Pledges receivable ►				
	Less allowance for doubtful accounts ►				
	5 Grants receivable				
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)				
	7 Other notes and loans receivable (attach schedule) ►				
	Less allowance for doubtful accounts ►				
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)				
	c Investments—corporate bonds (attach schedule)				
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)		10,269,858	11,962,011	14,960,815
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		11,578,503	12,106,767	15,105,571
Liabilities	17 Accounts payable and accrued expenses				
	18 Grants payable				
	19 Deferred revenue				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule)				
	22 Other liabilities (describe ►)				
	23 Total liabilities (add lines 17 through 22)		0	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0	0	
	29 Retained earnings, accumulated income, endowment, or other funds		11,578,503	12,106,767	
	30 Total net assets or fund balances (see instructions)		11,578,503	12,106,767	
	31 Total liabilities and net assets/fund balances (see instructions)		11,578,503	12,106,767	

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	11,578,503
2	Enter amount from Part I, line 27a	2	528,264
3	Other increases not included in line 2 (itemize) ►	3	0
4	Add lines 1, 2, and 3	4	12,106,767
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	12,106,767

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	1,243,929
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	646,083	11,873,023	0 054416
2012	1,111,868	9,639,801	0 115341
2011	308,432	9,852,904	0 031304
2010	397,148	9,465,172	0 041959
2009	430,427	7,821,111	0 055034
2 Total of line 1, column (d).			2 0 298054
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 059611
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 14,433,989
5 Multiply line 4 by line 3.			5 860,425
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 14,400
7 Add lines 5 and 6.			7 874,825
8 Enter qualifying distributions from Part XII, line 4.			8 854,019

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		1	28,800
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2.	3	28,800
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	28,800
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	24,000
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	24,000
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	24
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	4,824
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/>	11	

Part VII-A Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	Yes	No
1a		Yes	No
1b	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		
1b		Yes	No
1c	Did the foundation file Form 1120-POL for this year?		
1c		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
(1)	On the foundation <input type="checkbox"/> \$ _____ 0	(2)	On foundation managers <input type="checkbox"/> \$ _____ 0
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2	No
2	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
5	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		
6	• By language in the governing instrument, or		
6	• 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)		
8a	<input type="checkbox"/> CT		
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 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 ► CONNECTICUT COMMUNITY FOUNDATION Located at ► 43 FIELD STREET WATERBURY CT	Telephone no ► (203) 753-1315 ZIP +4 ► 067021906
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15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► 15 and enter the amount of tax-exempt interest received or accrued during the year ►
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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
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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.

1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?			1b
c	Organizations relying on a current notice regarding disaster assistance check here. ►			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?			1c
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
	If "Yes," list the years ► 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)			2b
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)			3b
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?			4a
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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

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

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

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

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

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

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.

<p>1 THE FOUNDATION AWARDS SCHOLARSHIP GRANTS TO CHILDREN OF MACDERMID'S EMPLOYEES MACDERMID, INC IS A PUBLICLY TRADE COMPANY LISTED ON THE NEW YORK STOCK EXCHANGE THE ADMINISTRATION OF THE SCHOLARSHIP PROGRAM IS HANDLED ENTIRELY BY THE CONNECTICUT COMMUNITY FOUNDATION, INC ,BASED IN WATERBURY, CONNECTICUT THE LEEVER FOUNDATION PAYS THE CONNECTICUT COMMUNITY FOUNDATION AN ADMINISTRATIVE FEE FOR THIS SERVICE FOR 2014, TWENTY THREE SCHOLARSHIPS WERE MADE RANGING BETWEEN \$2,000- \$5,200</p>	
	74,30
<p>2 THE FOUNDATION SUPPORTS PROGRAMS AND ORGANIZATIONS IN THE GREATER WATERBURY, CT AREA, AS WELL AS NC, THAT CREATE OPPORTUNITIES FOR PEOPLE, ESPECIALLY CHILDREN, TO BETTER THEIR LIVES PHYSICALLY, EMOTIONALLY, EDUCATIONALLY AND SPIRITUALLY, ENHANCE HEALTHCARE, AND PROMOTE THE ARTS IN ALL FORMS IN ORDER TO BROADEN SOCIETY'S APPRECIATION FOR AND UNDERSTANDING OF LIFE</p>	
	749,79
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.

1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	10,453,061
b	Average of monthly cash balances.	1b	968,150
c	Fair market value of all other assets (see instructions).	1c	3,232,585
d	Total (add lines 1a, b, and c).	1d	14,653,796
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	14,653,796
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	219,807
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	14,433,989
6	Minimum investment return. Enter 5% of line 5.	6	721,699

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	721,699
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	28,800
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	28,800
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	692,899
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	692,899
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	692,899

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	854,019
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	854,019
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	854,019
	Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years		

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				692,899
2 Undistributed income, if any, as of the end of 2014			0	
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.	43,586			
b From 2010.				
c From 2011.				
d From 2012.	639,078			
e From 2013.	72,475			
f Total of lines 3a through e.	755,139			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 854,019			0	
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.			692,899	
e Remaining amount distributed out of corpus	161,120			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	916,259			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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)	43,586			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	872,673			
10 Analysis of line 9				
a Excess from 2010.				
b Excess from 2011.				
c Excess from 2012.	639,078			
d Excess from 2013.	72,475			
e Excess from 2014.	161,120			

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

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling.			
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 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.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets.			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III).			
(3)	Largest amount of support from an exempt organization			
(4)	Gross investment income			

Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

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 e-mail address of the person to whom applications should be addressed

CAROL O'DONNELL
THE DUNCANNON GROUP 45 NEWBRIDGE
CIRCLE
CHESHIRE, CT 06410
(203) 927-5997

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

APPLICANT MUST FIRST SUBMIT A LETTER OF INQUIRY, PROGRAM OFFICER WILL REVIEW THE REQUEST TO DETERMINE WHETHER THE GRANT REQUEST MEETS THE FOUNDATION'S GUIDELINES IF IT DOES, THEN A FULL APPLICATION MAY BE SUBMITTED

c Any submission deadlines

TWO ROUNDS FOR 2014 LETTER OF INQUIRIES BY 3/1 AND 9/1, IF ACCEPTED APPLICATIONS BY 5/3 AND 10/19

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

APPLICANTS MUST BE PUBLIC INSTITUTIONS OR TAX EXEMPT ORGANIZATIONS UNDER SECTIONS 501(C)(3) OR 501(C)(4) OF THE INTERNAL REVENUE CODE, POLITICAL, LOBBYING OR RELIGIOUS ACTIVITIES ARE INELIGIBLE RELIGIOUS AFFILIATED ORGANIZATIONS MAY PROPOSE NONSECTARIAN PROJECTS

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			► 3a	824,091
b Approved for future payment				
Total			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
g Fees and contracts from government agencies					
2 Membership dues and assessments.					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities.			14	244,604	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property.					
7 Other investment income.			14	10	
8 Gain or (loss) from sales of assets other than inventory			18	738,433	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory.					
11 Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
12 Subtotal Add columns (b), (d), and (e).		0		983,047	
13 Total. Add line 12, columns (b), (d), and (e).			13	983,047	

Part XII-B: Relationship of Activities to the Accomplishment of Exempt Purposes

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
S/T EINBEITA PARTNERS K-1S	P		
L/T EINBEITA PARTNERS K-1S	P		
S/T POWERSHARES DB COMMODITY K-1	P		
L/T POWERSHARES DB COMMODITY K-1	P		
POWERSHARES DB COMMODITY K-1 STRADDLES	P		
RUTH ANN AC 4076	P		
3000 SHS EXXON MOBIL CORP	D	1991-06-10	2014-05-05
1100 ILLINOIS TOOL WORKS INC	D	1991-06-10	2014-05-05
1500 MCGRAW-HILL FINANCIAL	D	1991-06-10	2014-05-05
1600 MICROSOFT CORP	D	1994-08-25	2014-05-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,639			2,639
295,540			295,540
		341	-341
232			232
		24,872	-24,872
305,174		6,497	298,677
93,522		1,897	91,625
110,284		6,739	103,545
63,270		5,713	57,557

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,639
			295,540
			-341
			232
			-24,872
			0
			298,677
			91,625
			103,545
			57,557

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
THOMAS AC 6269	P		
3 7 ABERDEEN SELECT	P	2013-12-20	2014-07-01
8260 873 ABERDEEN SELECT	P		2014-07-01
8435 SHS POWERSHARES EXCHANGE TRAD FD	P	2009-02-19	2014-07-01
DISCLAIMED 1347	P		
1 51 ABERDEEN SELECT INTL CL A	P	2013-12-20	2014-07-01
75 22 ABERDEEN SELECT INTL CL A	P	2012-12-27	2014-07-01
51 89 ABERDEEN SELECT INTL CL A	P	2011-12-28	2014-07-01
3265 59 ABERDEEN SELECT INTL CL A	P	2009-02-04	2014-07-01
98 22 ABERDEEN SELECT INTL CL I	P	2013-12-20	2014-07-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
			0
48		44	4
108,218		144,751	-36,533
163,898		72,309	91,589
			0
20		18	2
985		814	171
680		487	193
42,779		59,109	-16,330
1,288		1,158	130

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			0
			4
			-36,533
			91,589
			0
			2
			171
			193
			-16,330
			130

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1277 53 ABERDEEN SELECT INTL CL I	P	2013-12-27	2014-07-01
801 58 ABERDEEN SELECT INTL CL I	P	2010-01-21	2014-07-01
40448 74 ABERDEEN SELECT INTL CL I	P	2009-02-04	2014-07-01
1005 67 METROPOLITAN WEST TOTAL RETURN BOND	P		2014-05-05
2124 58 METROPOLITAN WEST TOTAL RETURN BOND	P		2014-05-05
21962 16 METROPOLITAN WEST TOTAL RETURN BOND	P		2014-05-05
29440 SHS POWERSHARES EXCH TRADE FD	P	2009-02-23	2014-07-01
A/C 9743	P		
444 SHS ISHARES MSCI UTD KINGDOM	P	2013-12-19	2014-10-09
1241 ISHARES TR BOND	P	2014-02-06	2014-06-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
16,749		13,810	2,939
10,509		8,882	1,627
530,283		705,929	-175,646
10,822		10,705	117
22,862		23,026	-164
236,316		217,075	19,241
572,009		245,395	326,614
			0
8,401		8,937	-536
130,910		131,001	-91

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,939
			1,627
			-175,646
			117
			-164
			19,241
			326,614
			0
			-536
			-91

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
620 SHS PIMCO ETF	P	2014-02-06	2014-07-10
347 WISDOMTREE JPN HDGD EQTY	P	2013-12-19	2014-07-10
3013 SHS WISDOMTREE TRUST STRATEGY BRAZIL	P	2013-10-09	2014-01-27
868 SHS WISDOMTREE TRUST STRATEGY BRAZIL	P	2013-12-19	2014-01-27
357 EGSHARES ETF	P	2012-12-06	2014-04-16
779 ISHARES GOLD TRUST	P	2012-06-06	2014-03-17
262 SHS ISHARES MSCI GRMANY ETF	P	2012-10-03	2014-08-20
802 SHS ISHARES MSCI GRMANY ETF	P	2012-10-03	2014-08-20
941 SHS ISHARES MSCI GRMANY ETF	P	2012-10-03	2014-08-20
2906 SHS ISHARES MSCI UTD KINGDOM	P	2013-06-07	2014-10-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
65,872		65,674	198
17,072		17,322	-250
51,298		55,317	-4,019
14,778		15,073	-295
9,639		9,186	453
10,318		12,416	-2,098
7,523		6,015	1,508
23,029		18,414	4,615
27,021		21,605	5,416
54,988		54,552	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 Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			198
			-250
			-4,019
			-295
			453
			-2,098
			1,508
			4,615
			5,416
			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 P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
197 SHS ISHARES TR RUSSELL 2000	D	2012-02-02	2014-02-06
392 SHS ISHARES TR RUSSELL 2000	P	2012-02-02	2014-02-06
181 SHS POWERSHARES S&P ETF	P	2012-02-02	2014-10-23
87 SHS POWERSHARES QQQ TRUST SER 1	P	2012-02-02	2014-06-12
138 SHS POWERSHARES QQQ TRUST SER 1	P	2012-02-02	2014-10-23
332 SHS POWERSHARES QQQ TRUST SER 1	P	2012-02-02	2014-12-04
291 SHS VANGUARD DIV APPRECIATION	P	2010-12-08	2014-02-06
178 SHS VANGUARD DIV APPRECIATION	P	2011-01-07	2014-02-06
398 SHS VANGUARD DIV APPRECIATION	P	2011-02-01	2014-02-06
102 SHS VANGUARD DIV APPRECIATION	P	2011-02-01	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 (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
21,566		16,001	5,565
42,913		31,840	11,073
6,442		4,687	1,755
8,022		5,328	2,694
13,532		8,451	5,081
35,019		20,331	14,688
20,620		15,077	5,543
12,613		9,329	3,284
28,201		21,377	6,824
8,320		5,479	2,841

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,565
			11,073
			1,755
			2,694
			5,081
			14,688
			5,543
			3,284
			6,824
			2,841

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
146 SHS VANGUARD DIV APPRECIATION	P	2011-02-01	2014-12-04
235 SHS VANGUARD FTSE EMERGING MKTS	P	2011-05-31	2014-04-16
206 SHS VANGUARD REIT	P	2012-06-06	2014-12-04
53 SHS VANGUARD TOTAL STOCK MKT	D	2008-10-31	2014-10-23
17 SHS VANGUARD TOTAL STOCK MKT	D	2008-10-31	2014-12-04
45 SHS VANGUARD TOTAL STOCK MKT	D	2008-10-31	2014-12-04
374 SHS WISDOMTREE ASIA ETF	P	2011-05-31	2014-04-16
1074 SHS WISDOMTREE JAPAN HDGD EQTY	P	2013-01-18	2014-06-06
202 SHS WISDOMTREE JAPAN HDGD EQTY	P	2013-02-06	2014-06-06
1065 SHS WISDOMTREE JAPAN HDGD EQTY	P	2013-02-06	2014-07-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
11,910		7,842	4,068
9,637		11,531	-1,894
16,675		12,943	3,732
5,336		2,547	2,789
1,810		817	993
4,792		2,163	2,629
18,134		19,452	-1,318
52,258		41,865	10,393
9,829		8,318	1,511
52,396		43,857	8,539

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,068
			-1,894
			3,732
			2,789
			993
			2,629
			-1,318
			10,393
			1,511
			8,539

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
32 SHS SPDR S&P 500ETF	P	2013-02-20	2014-06-12
124 SHS SPDR S&P 500ETF	P	2013-02-20	2014-12-04
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,204		4,878	1,326
25,748		18,901	6,847
101,073			101,073

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,326
			6,847
			101,073

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
THOMAS LEEVER	PRESIDENT AND TREASURER 1 00	0	0	0
245 FREIGHT STREET WATERBURY, CT 06702				
DANIEL LEEVER	VICE PRESIDENT 1 00	0	0	0
245 FREIGHT STREET WATERBURY, CT 06702				
ANDREW LEEVER	SECRETARY 1 00	0	0	0
245 FREIGHT STREET WATERBURY, CT 06702				
DAVID SFARA	ASSISTANT SECRETARY 1 00	0	0	0
39 SHERMAN HILL ROAD WOODBURY, CT 06798				
LORI HART	DIRECTOR 1 00	0	0	0
245 FREIGHT STREET WATERBURY, CT 06702				
M CATHERINE SMITH	DIRECTOR 1 00	0	0	0
245 FREIGHT STREET WATERBURY, CT 06702				
LYNN FRANKLIN HENRY	DIRECTOR 1 00	0	0	0
245 FREIGHT STREET WATERBURY, CT 06702				

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).

THOMAS LEEVER

DANIEL LEEVER

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACT 4 MINISTRY 1713 THOMASTON AVENUE WATERBURY, CT 06704	NONE	PC	GENERAL FUND	50
ALL OUR KIN 134 GRAND AVE 2 NEW HAVEN, CT 06513	NONE	PC	GENERAL FUND	6,250
AMERICAN RED CROSS 64 HOLMES AVENUE WATERBURY, CT 06710	NONE	PC	GENERAL FUND	3,000
ASHEVILLE SYMPHONY SOCIETY 87 HAYWOOD STREET ASHEVILLE, NC 28801	NONE	PC	GENERAL FUND	140,750
ASSOCIATION OF THE WOODBURY FIRE DEPARTMENT 25 QUASSUK ROAD WOODBURY, CT 06798	NONE	PC	GENERAL FUND	150
BEREA COLLEGE CPO 2182 LINCOLN ROOM 211 BEREAL, KY 40404	NONE	PC	SCHOLARSHIP FUND	2,500
BEST BUDDIES MARYLAND 3500 BOSTON STREET SUITE 210 BALTIMORE, MD 21224	NONE	EXEMPT	GENERAL FUND	100
BETHLEHEM AMBULANCE ASSOCIATION 83 MAIN ST BETHLEHEM, CT 06751	NONE	PC	GENERAL FUND	150
BETHLEHEM PUBLIC LIBRARY 32 MAIN STREET SOUTH BETHLEHEM, CT 06751	NONE	EXEMPT	GENERAL FUND	2,500
BETHLEHEM VOLUNTEER FIRE DEPARTMENT 26 MAIN ST BETHLEHEM, CT 06751	NONE	PC	GENERAL FUND	150
BOY SCOUT TROOP 406 310 NORTH LAKE DRIVE HILLSBORO, MO 63050	NONE	PC	GENERAL FUND	2,000
BOY SCOUTS OF AMERICA (CONNECTICUT RIVERS COUNCIL) 60 DARLIN STREET PO BOX 280098 EAST HARTFORD, CT 06128	NONE	PC	GENERAL FUND	8,625
BOYS AND GIRLS CLUB OF HENDERSON COUNTY 1304 ASHE STREET HENDERSONVILLE, NC 28792	NONE	PC	GENERAL FUND	5,000
BRASS CITY CHARTER SCHOOL 212 CHESTNUT AVE WATERBURY, CT 06710	NONE	PC	GENERAL FUND	4,500
COMMUNITY SERVICES COUNCIL OF WOODBURY PO BOX 585 WOODBURY, CT 06798	NONE	PC	GENERAL FUND	100
Total			► 3a	824,091

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CONNECTICUT JUNIOR REPUBLIC ASSOCIATION INC 550 GOSHEN RD PO BOX 161 LITCHFIELD, CT 06759	NONE	PC	GENERAL FUND	2,000
CONNECTICUT SCIENCE CENTER 250 COLUMBUS BLVD HARTFORD, CT 06103	NONE	PC	GENERAL FUND	79,900
CT COUNCIL FOR PHILANTHROPY 221 MAIN STREET HARTFORD, CT 06106	NONE	PC	GENERAL FUND	2,150
DANA-FARBER CANCER INSTITUE 450 BROOKLINE AVE BOSTON, MA 02215	NONE	PC	GENERAL FUND	350
EASTER SEALS REHABILITATION CENTER 22 TOMPKINS STREET WATERBURY, CT 06708	NONE	PC	GENERAL FUND	20,203
FAMILY SERVICES OF GREATER WATERBURY 34 MURRAY STREET WATERBURY, CT 06710	NONE	PC	GENERAL FUND	4,000
FIRST CHURCH OF BETHLEHEM 21 MAIN STREET SOUTH BETHLEHEM, CT 06710	NONE	EXEMPT	GENERAL FUND	15,330
FLANDERS NATURE CENTER & LAND TRUST 5 CHURCH HILL ROAD WOODBURY, CT 06798	NONE	PC	GENERAL FUND	1,700
GLOBAL VOLUNTEER NETWORK (GVN) FOUNDATION PO BOX 602 BELLEFONTAINE, OH 43311	NONE	PC	GENERAL FUND	100
HAROLD LEEVER REGIONAL CANCER CENTER 1075 CHASE PARKWAY WATERBURY, CT 06708	NONE	PC	GENERAL FUND	5,000
HENDERSON COUNTY HABITAT FOR HUMANITY 1111 KEITH STREET HENDERSONVILLE, NC 28792	NONE	EXEMPT	GENERAL FUND	2,500
HENDERSONVILLE RESCUE MISSION PO BOX 1512 HENDERSONVILLE, NC 28793	NONE	EXEMPT	GENERAL FUND	10,000
HENDERSONVILLE SYMPHONY ORCHESTRA 228 6TH AVE EAST SUITE A HENDERSONVILLE, NC 28792	NONE	PC	GENERAL FUND	2,000
INSTITUTE FOR AMERICAN INDIAN STUDIES 38 CURTIS ROAD PO BOX 1260 WASHINGTON DEPOT, CT 06793	NONE	PC	GENERAL FUND	3,000
JANE DOE NO MORE 203 CHURCH STREET NAUGATUCK, CT 06770	NONE	PC	GENERAL FUND	50
Total				824,091
► 3a				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
LITERACY VOLUNTEERS OF GREATER WATERBURY 267 GRAND STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	9,425
MAINSTAY INC 133 FIFTH AVE WEST HENDERSONVILLE, NC 28792	NONE	PC	GENERAL FUND	5,000
MATTATUCK MUSEUM 144 WEST MAIN STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	4,000
MEALS AND WHEELS OF GREATER SPRINGFIELD 139 MAIN STREET SPRINGFIELD, VT 05156	NONE	PC	GENERAL FUND	2,000
ONLY HOPE WNC 851 CASE ST HENDERSONVILLE, NC 28792	NONE	PC	GENERAL FUND	5,000
PALACE THEATER 100 EAST MAIN STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	2,000
PINEY WOODS SCHOOL 5096 HIGHWAY 49 SOUTH PINEY WOODS, MS 39148	NONE	PF	GENERAL FUND	5,750
POLICE ACTIVITY LEAGUE OF WATERBURY 64 DIVISION STREET WATERBURY, CT 06704	NONE	PC	GENERAL FUND	50
POMPERAUG RIVER WATERSHED COALITION INC 39 SHERMAN HILL ROAD SUITE C103 WOODBURY, CT 06798	NONE	PC	GENERAL FUND	50
RIVER VALLEY TECHNICAL SCHOOL DISTRICT 307 SOUTH STREET SPRINGFIELD, VT 05156	NONE	EXEMPT	GENERAL FUND	10,000
SALVATION ARMY 74 CENTRAL AVENUE WATERBURY, CT 067021207	NONE	PC	GENERAL FUND	5,000
SHAKESPERIENCE PRODUCTIONS INC 117 BANK STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	5,000
ST MARGARET'S WILLOW PLAZA 60 ELMWOOD AVE WATERBURY, CT 06702	NONE	EXEMPT	GENERAL FUND	200
ST MARY'S HOSPITAL 56 FRANKLIN STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	7,500
ST VINCENT DE PAUL SOCIETY 34 WILLOW STREET WATERBURY, CT 06710	NONE	PC	GENERAL FUND	6,000
Total				824,091
			► 3a	

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
THE CT COMMUNITY FOUNDATION 43 FIELD ST WATERBURY, CT 06702	NONE	PC	GENERAL FUND/SCHOLARSHIP FUND	105,300
THREE RIVER VALLEY REGIONAL BUSINESS 307 SOUTH STREET SPRINGFIELD, VT 05156	NONE	PC	GENERAL FUND	2,500
TRIPS FOR KIDS 89 THOMPSON ST UNIT F ASHEVILLE, NC 28803	NONE	PC	GENERAL FUND	8,300
UNITED WAY OF GREATER WATERBURY 60 NORTH MAIN ST PO BOX 2688 WATERBURY, CT 06723	NONE	PC	GENERAL FUND	50,000
VNA HEALTHCARE-HARTFORD 103 WOODLAND ST HARTFORD, CT 06105	NONE	EXEMPT	GENERAL FUND	3,000
VNA NORTHWEST 607 BANTAM ROAD BANTAM, CT 067501635	NONE	PC	GENERAL FUND	3,533
WATERBURY HOSPITAL HEALTH CENTER 64 ROBBINS STREET WATERBURY, CT 06708	NONE	PC	GENERAL FUND	7,500
WATERBURY OPPORTUNITIES INDUSTRIALIZATION 232 NORTH ELM STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	2,500
WATERBURY SYMPHONY ORCHESTRA INC PO BOX 1762 WATERBURY, CT 06721	NONE	PC	GENERAL FUND	236,025
WATERBURY YOUTH SERVICE SYSTEM 83 PROSPECT STREET WATERBURY, CT 06702	NONE	PC	GENERAL FUND	50
WATERBURY'S CORPORAL COYLE POST #1-AMERICAN LEGION 670 WATERTOWN AVE WATERBURY, CT 06708	NONE	EOF	GENERAL FUND	500
WELLMORE BEHAVIORAL HEALTH 141 EAST MAIN STREET 3 WATERBURY, CT 06702	NONE	PC	GENERAL FUND	6,050
WESTWOOD LAND TRUST INC PO BOX 2616 WESTWOOD, MA 02090	NONE	PC	GENERAL FUND	250
YMCA OF GREATER WATERBURY 136 W MAIN ST WATERBURY, CT 06702	NONE	PC	GENERAL FUND	7,500
Total			► 3a	824,091

Schedule of Contributors

OMB No 1545-0047

2014

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

Name of the organization
THE LEEVER FOUNDATION

Employer identification number

22-3115036

Organization type (check one)

Filers of:

Section:

Form 990 or 990-EZ

- 501(c)() (enter number) organization
- 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
- 527 political organization

Form 990-PF

- 501(c)(3) exempt private foundation
- 4947(a)(1) nonexempt charitable trust treated as a private foundation
- 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

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

Special Rules

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

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

Name of organization THE LEEVER FOUNDATION	Employer identification number 22-3115036
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	HAROLD LEEVER CLUT 32597 C/O THOMAS LEEVER TRUSTEE 900 SO PA HENDERSONVILLE, NC 28791	\$ 8,555	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	HAROLD LEEVER CLUT 32597 C/O THOMAS LEEVER TRUSTEE 900 SO PA HENDERSONVILLE, NC 28791	\$ 233,692	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	DANIEL LEEVER C/O US TRUST 114 WEST 47TH ST NEW YORK, NY 10036	\$ 244,756	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$ _____	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization
THE LEEVER FOUNDATION

Employer identification number

22-3115036

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	SHS 271 EWG,66 IEF,77 IWM,335 SPLV,519 QQQ,177 SPY,432 VIG,284 VEA,109 VNQI,321 VNQ,150 VTI,462 EPI	\$ 233,692	2014-12-03
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization THE LEEVER FOUNDATION		Employer identification number 22-3115036	
Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	_____	_____	_____
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	_____	_____	_____
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	_____	_____	_____
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
—	_____	_____	_____

TY 2014 Accounting Fees Schedule

Name: THE LEEVER FOUNDATION

EIN: 22-3115036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BLUM SHAPIRO	5,000	3,800		1,200

TY 2014 Investments - Other Schedule

Name: THE LEEVER FOUNDATION**EIN:** 22-3115036

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
EINBEITA PARTNERS-RAL ADVISED FUNDS	AT COST	0	0
EINBEITA PARTNERS-TL ADVISED FUNDS	AT COST	306,579	424,214
EINBEITA PARTNERS-DISCLAIMED FUNDS	AT COST	0	0
EINBEITA PARTNERS-MAIN ACCOUNT	AT COST	1,357,254	1,878,723
SCHWAB 3704-9743/WINDHAVEN INV MGT	AT COST	1,761,149	1,891,641
SCHWAB 7799-3774/GENERAL ACCT	AT COST	0	0
SCHWAB 5856-6269/TL ADVISED FUNDS	AT COST	1,469,074	1,626,188
SCHWAB 4699-4076/RAL ADVISED FUNDS	AT COST	0	0
SCHWAB 4770-1347/DISCLAIMED FUNDS	AT COST	6,426,563	7,649,194
TARTAN HOLDINGS LLC	AT COST	517,325	1,370,855
SCHWAB 4187-9340/AL ADVISED FUNDS	AT COST	124,067	120,000

TY 2014 Other Income Schedule

Name: THE LEEVER FOUNDATION**EIN:** 22-3115036

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME	10	10	10

TY 2014 Other Professional Fees Schedule

Name: THE LEEVER FOUNDATION**EIN:** 22-3115036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EINBETA PARTNERS MGT & PROF FEES	21,835	21,835		0
POWERSHARES DB COMMODITY INDEX TRACKING FUND	603	603		0
DUNCANNON GROUP	27,228	0		27,228
BROKER FEES	15,444	15,444		0

TY 2014 Substantial Contributors Schedule

Name: THE LEEVER FOUNDATION

EIN: 22-3115036

Name	Address
HAROLD LEEVER CLUT 32597	C/O THOMAS LEEVER TRUSTEE 900 SO PARK PL HENDERSONVILLE, NC 28791
THOMAS LEEVER	900 SO PARK PL HENDERSONVILLE, NC 28791
RUTH ANN LEEVER	366 GUILDS HOLLOW ROAD BETHLEHEM, CT 06751
DANIEL LEEVER	245 FREIGHT STREET WATERBURY, CT 06702

TY 2014 Taxes Schedule

Name: THE LEEVER FOUNDATION**EIN:** 22-3115036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES PAID	6,842	6,842		0
2013 BALANCE DUE	17,200	0		0
2014 FEDERAL ESTIMATES	22,043	0		0