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Form **990-PF**

Return of Private Foundation

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

OMB No 1545-0052

2014

Department of the Treasury
Internal Revenue Service

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation
TUA SIDNEY S HOAG MEM CTR FOR WOM

Number and street (or P O box number if mail is not delivered to street address) Room/suite
Wells Fargo Bank N A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town State ZIP code
Winston Salem NC 27101-3818

Foreign country name Foreign province/state/county Foreign postal code

A Employer identification number
22-6020074

B Telephone number (see instructions)
(888) 730-4933

C If exemption application is pending, check here

D 1. Foreign organizations, check here
2. Foreign organizations meeting the 85% test, check here and attach computation

E If private foundation status was terminated under section 507(b)(1)(A), check here

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here

G Check all that apply Initial return Initial return of a former public charity
 Final return Amended return
 Address change Name change

H Check type of organization Section 501(c)(3) exempt private foundation
 Section 4947(a)(1) nonexempt charitable trust Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ \$ 165,249

J Accounting method Cash Accrual
 Other (specify) -----

ENVELOPE MAY 0 5 2015
 POSTMARK DATE

SCANNED MAY 13 2015
 Revenue

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received (attach schedule)				
2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	3,647	3,427		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	5,847			
b	Gross sales price for all assets on line 6a 71,208				
7	Capital gain net income (from Part IV, line 2)		5,847		
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	Total. Add lines 1 through 11	9,494	9,274	0	
13	Compensation of officers, directors, trustees, etc	2,805	2,104		701
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)	1,271			1,271
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	123	47		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)				
24	Total operating and administrative expenses. Add lines 13 through 23	4,199	2,151	0	1,972
25	Contributions, gifts, grants paid	5,102			5,102
26	Total expenses and disbursements. Add lines 24 and 25	9,301	2,151	0	7,074
27	Subtract line 26 from line 12				
a	Excess of revenue over expenses and disbursements	193			
b	Net investment income (if negative, enter -0-)		7,123		
c	Adjusted net income (if negative, enter -0-)			0	

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For Paperwork Reduction Act Notice, see instructions.

HTA

Form 990-PF (2014)

812

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	6,145	6,239	6,239	
	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)	143,915	143,781	159,011		
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)	150,060	150,020	165,250		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable (attach schedule)				
	22	Other liabilities (describe ▶)				
	23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>					
	27	Capital stock, trust principal, or current funds	150,060	150,020		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds					
30	Total net assets or fund balances (see instructions)	150,060	150,020			
31	Total liabilities and net assets/fund balances (see instructions)	150,060	150,020			

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	150,060
2	Enter amount from Part I, line 27a	2	193
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	282
4	Add lines 1, 2, and 3	4	150,535
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	515
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	150,020

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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		
a			0	
b			0	
c			0	
d			0	
e			0	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	5,847
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }		3	0

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

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

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

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	5,909	161,450	0.036600
2012	5,893	153,715	0.038337
2011	4,684	155,885	0.030048
2010	6,300	146,380	0.043039
2009	7,385	128,987	0.057254
2	Total of line 1, column (d)		2 0.205278
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 0.041056
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4 167,356
5	Multiply line 4 by line 3		5 6,871
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 71
7	Add lines 5 and 6		7 6,942
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8 7,074

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/>			71
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-)			0
3	Add lines 1 and 2			71
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-			71
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	78	
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			78
8	Enter any penalty for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached			
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			7
11	Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded		7	0

Part VII-A Statements Regarding Activities

	Yes	No
1a		X
1b		X
1c		X
2		X
3		X
4a		X
4b	N/A	
5		X
6	X	
7	X	
8a		
8b		X
9		X
10		X

990PF, PART VII-A LINE 8b - EXPLANATION OF NON-FILING WITH A.G. STMT.

NJ does not require 990-PF if contributions are less than \$10,000

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ WELLS FARGO BANK N A Telephone no ▶ 888-730-4933 Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If "Yes," enter the name of the foreign country ▶	16	Yes	No X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly)		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaanda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

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

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

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? 6b X

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

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

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? 7b N/A

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
Wells Fargo Bank, N A 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, I	Trustee 4 00	2,805		

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		
.....		
.....		
.....		
.....		
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 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount	
1 NONE		
2		
All other program-related investments. See instructions		
3 NONE		
Total. Add lines 1 through 3		▶ 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	163,769
b	Average of monthly cash balances	1b	6,136
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	169,905
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	169,905
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	2,549
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	167,356
6	Minimum investment return. Enter 5% of line 5	6	8,368

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	8,368
2a	Tax on investment income for 2014 from Part VI, line 5	2a	71
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	71
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	8,297
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	8,297
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	8,297

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	7,074
b	Program-related investments—total from Part IX-B	1b	
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	7,074
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	71
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	7,003

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				8,297
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			5,280	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4: \blacktriangleright \$ 7,074				
a Applied to 2013, but not more than line 2a			5,280	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				1,794
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				0
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				6,503
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

- 1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b** Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter:				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

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

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

NONE

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

NONE

- 2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
-
- 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)				
<p>a <i>Paid during the year</i> See Attached Statement</p>				
<p>Total</p>			▶ 3a	5,102
<p>b <i>Approved for future payment</i> NONE</p>				
<p>Total</p>			▶ 3b	0

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

Recipient(s) paid during the year

Name
GREEN HILL, INC

Street
103 PLEASANT VALLEY WAY

City WEST ORANGE	State NJ	Zip Code 07052	Foreign Country
Relationship NONE	Foundation Status PC		
Purpose of grant/contribution GENERAL SUPPORT GRANT			Amount 5,102

Name

Street

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

Name

Street

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

Name

Street

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

Name

Street

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

Name

Street

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

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Capital Gains/Losses		Totals				
								Gross Sales Price	Other sales	Gross Sales	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation
1	PIMCO TOTAL RET FD-INST #	693390700			5/10/2012		12/1/2014	215	225	71,208	0	65,361	0	5,847
2	PIMCO TOTAL RET FD-INST #	693390700			4/12/2014		6/18/2014	399	412					-13
3	PIMCO TOTAL RET FD-INST #	693390700			4/24/2014		6/18/2014	658	653					5
4	PIMCO TOTAL RET FD-INST #	693390700			4/24/2014		9/5/2014	203	201					2
5	PIMCO TOTAL RET FD-INST #	693390700			10/11/2013		9/30/2014	498	492					6
6	PIMCO TOTAL RET FD-INST #	693390700			12/1/2013		9/30/2014	9,644	9,147					497
7	PIMCO TOTAL RET FD-INST #	693390700			10/11/2013		9/30/2014	774	774					0
8	PIMCO FOREIGN BD FD USD	693390882			2/14/2012		10/22/2014	243	234					9
9	PIMCO FOREIGN BD FD USD	693390882			7/12/2013		10/22/2014	1	1					0
10	RIDGEWORTH SEIX HY BD-#	766287645			4/19/2011		12/1/2014	908	933					-25
11	RIDGEWORTH SEIX HY BD-#	766287645			7/12/2013		12/1/2014	1,228	1,251					-23
12	RIDGEWORTH SEIX HY BD-#	766287645			6/7/2011		12/1/2014	1,611	1,650					-39
13	RIDGEWORTH SEIX HY BD-#	766287645			6/7/2011		4/22/2014	1,763	1,790					-27
14	RIDGEWORTH SEIX HY BD-#	766287645			7/18/2011		4/22/2014	1,457	1,464					-7
15	RIDGEWORTH SEIX HY BD-#	766287645			10/24/2011		4/22/2014	997	945					52
16	T ROWE PRICE SHORT TERM	77957P105			2/11/2013		4/22/2014	1,624	1,641					-17
17	T ROWE PRICE SHORT TERM	77957P105			2/15/2012		6/18/2014	877	886					-9
18	T ROWE PRICE SHORT TERM	77957P105			2/15/2012		10/22/2014	334	338					-4
19	T ROWE PRICE SHORT TERM	77957P105			2/11/2013		10/22/2014	54	54					0
20	T ROWE PRICE SHORT TERM	77957P105			2/11/2013		10/28/2014	886	905					-9
21	SPDR DJ WILSHIRE INTERNA	78463X863			6/3/2011		10/28/2014	212	204					8
22	VANGUARD TOTAL BOND MA	921937835			9/30/2014		10/22/2014	331	328					3
23	VANGUARD TOTAL BOND MA	921937835			9/30/2014		10/28/2014	991	984					7
24	VANGUARD FTSE EMERGING	922042858			2/7/2013		12/1/2014	1,297	1,451					-154
25	VANGUARD FTSE EMERGING	922042858			12/28/2010		12/1/2014	1,139	1,362					-223
26	VANGUARD FTSE EMERGING	922042858			12/28/2010		6/18/2014	217	235					-18
27	VANGUARD FTSE EMERGING	922042858			10/9/2013		4/22/2014	360	350					33
28	VANGUARD REIT VIPER	922908553			10/9/2013		10/22/2014	77	65					12
29	OPPENHEIMER DEVELOPING	683974505			4/19/2011		6/18/2014	416	378					38
30	OPPENHEIMER DEVELOPING	683974505			6/7/2011		6/18/2014	19	17					2
31	VANGUARD REIT VIPER	922908553			12/28/2010		10/22/2014	363	261					122
32	CREDIT SUISSE COMM RET S	22544R305			4/19/2011		6/18/2014	5	6					-1
33	CREDIT SUISSE COMM RET S	22544R305			4/19/2011		12/1/2014	303	230					73
34	CREDIT SUISSE COMM RET S	22544R305			6/7/2011		6/18/2014	2,247	2,807					-560
35	CREDIT SUISSE COMM RET S	22544R305			2/11/2013		4/22/2014	847	708					138
36	CREDIT SUISSE COMM RET S	22544R305			7/18/2011		6/18/2014	30	37					-7
37	CREDIT SUISSE COMM RET S	22544R305			4/19/2011		4/22/2014	651	823					-172
38	DIAMOND HILL LONG-SHORT	25264S833			4/19/2011		10/22/2014	58	43					15
39	DIAMOND HILL LONG-SHORT	25264S833			6/7/2011		10/22/2014	1,692	1,241					451
40	DIAMOND HILL LONG-SHORT	25264S833			7/18/2011		10/22/2014	779	571					208
41	DIAMOND HILL LONG-SHORT	25264S833			8/10/2012		10/22/2014	976	761					215
42	DODGE & COX INTL STOCK F	25920E103			7/30/2008		12/1/2014	346	323					23
43	DODGE & COX INCOME FD C	25920E103			2/11/2013		12/1/2014	396	402					-6
44	DODGE & COX INCOME FD C	25920E103			2/11/2013		6/18/2014	1,114	1,110					4
45	DODGE & COX INCOME FD C	25920E103			2/11/2013		9/5/2014	655	652					3
46	DODGE & COX INCOME FD C	25920E103			2/11/2013		10/22/2014	474	472					2
47	DODGE & COX INCOME FD C	25920E103			2/11/2013		10/28/2014	132	131					1
48	DODGE & COX INCOME FD C	25920E103			4/24/2014		10/28/2014	832	825					7
49	DODGE & COX INCOME FD C	25920E103			10/11/2013		10/28/2014	65	63					2
50	DREYFUS EMG MKT DEBT LO	261980494			8/10/2012		6/18/2014	167	169					-2
51	DREYFUS EMG MKT DEBT LO	261980494			12/28/2010		6/18/2014	983	970					13
52	DREYFUS EMG MKT DEBT LO	262028855			2/11/2013		12/1/2014	632	828					-4
53	DREYFUS EMG MKT DEBT LO	262028855			2/14/2012		6/18/2014	729	724					5
54	DREYFUS EMG MKT DEBT LO	262028855			7/12/2013		12/1/2014	744	740					4
55	DREYFUS EMG MKT DEBT LO	262028855			7/12/2013		6/18/2014	2,463	2,448					14
56	DREYFUS EMG MKT DEBT LO	262028855			10/11/2013		6/18/2014	786	790					-35
57	EATON VANCE GLOBAL MACH	277923728			7/12/2013		10/22/2014	1,538	1,574					0
58	EATON VANCE GLOBAL MACH	277923728			12/3/2014		10/22/2014	941	947					-6
59	JP MORGAN MID CAP VALUE	339128100			12/28/2010		12/1/2014	210	210					69
60	HARBOR CAPITAL APRCTN	411511504			6/7/2011		12/1/2014	883	573					290
61	HARBOR CAPITAL APRCTN	411511504			2/11/2013		6/18/2014	102	78					24
62	HARBOR CAPITAL APRCTN	411511504			4/24/2014		6/18/2014	346	332					14
63	HARBOR CAPITAL APRCTN	411511504			6/7/2011		6/18/2014	1,013	662					351
64	KALMAR GR W VAL SM CAP	485436305			2/11/2013		12/1/2014	449	345					104
65	KEELEY SMALL CAP VAL FD C	487300808			5/10/2012		12/1/2014	270	177					93
66	KEELEY SMALL CAP VAL FD C	487300808			12/28/2010		6/18/2014	1,260	805					455
67	KEELEY SMALL CAP VAL FD C	487300808			8/12/2011		6/18/2014	1,894	1,083					811
68	KEELEY SMALL CAP VAL FD C	487300808			5/10/2012		6/18/2014	80	51					29
69	LAUDS MONDRIAN INTL F-FH	51655G655			4/19/2011		4/22/2014	2,865	2,936					-71

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss	Totals		
															Capital Gains/Losses	Other sales	
	Long Term CG Distributions	Amount 2,984													Gross Sales 71,208	Cost, Other Basis and Expenses 65,361	Net Gain or Loss 5,847
	Short Term CG Distributions														0	0	0
70	X LAUDUS MONDRIAN INTL F-I-I	51855Q655			2/14/2012		4/22/2014	289	289					0			20
71	X LAUDUS MONDRIAN INTL F-I-I	51855Q655			7/12/2013		4/22/2014	397	387					0			10
72	X LAUDUS MONDRIAN INTL F-I-I	51855Q655			1/23/2014		4/22/2014	522	512					0			10
73	X MFS VALUE FUND-CLASS I #4	552936394			2/14/2012		1/21/2014	431	313					0			118
74	X MERGER FD SH BEN INT #260	589509108			6/7/2011		6/19/2014	387	381					0			6
75	X MERGER FD SH BEN INT #260	589509108			4/19/2011		6/19/2014	454	446					0			8
76	X MERGER FD SH BEN INT #260	589509108			4/19/2011		8/6/2014	962	954					0			8
77	X MERGER FD SH BEN INT #260	589509108			7/18/2011		8/6/2014	584	576					0			8
78	X MERGER FD SH BEN INT #260	589509108			7/12/2013		8/6/2014	169	166					0			3
79	X ASG GLOBAL ALTERNATIVES	638721885			7/12/2013		1/21/2014	563	566					0			-3
80	X ASG GLOBAL ALTERNATIVES	638721885			7/12/2013		6/19/2014	701	713					0			-12
81	X NUVEEN HIGH YIELD MUNI B	67065Q772			4/24/2014		10/22/2014	189	181					0			8
82	X NUVEEN HIGH YIELD MUNI B	67065Q772			4/24/2014		12/19/2014	2,798	2,669					0			129

Part I, Line 16b (990-PF) - Accounting Fees

		1,271	0	0	1,271
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,271			1,271

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

		123	47	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES PAID	47	47		
2	ESTIMATED EXCISE TAXES PAID	76			

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

		143,915	143,781	159,011
Asset Description		Book Value	Book Value	FMV
		End of Year	End of Year	End of Year
1		0	0	
2	ARTISAN INTERNATIONAL FUND 661	0	6,735	8,498
3	DODGE & COX INCOME FD COM 147	0	7,959	8,894
4	HARBOR CAPITAL APRCTION-INST 2012	0	8,913	12,449
5	PIMCO FOREIGN BD FD USD H-INST 103	0	3,476	3,594
6	T ROWE PRICE SHORT TERM BD FD 55	0	6,996	6,929
7	PRINCIPAL GL MULT STRAT-INST #4684	0	1,691	1,691
8	MERTER FUND-INST #301	0	2,483	2,434
9	ARTISAN MID CAP FUND-INSTL 1333	0	5,331	6,191
10	FID ADV EMER MKTS INC- CLI 607	0	2,459	2,385
11	ISHARES S & P 500 INDEX FUND	0	3,330	4,551
12	DREYFUS INTERNATL BOND FD CL I 6094	0	3,781	3,625
13	DODGE & COX INTL STOCK FD 1048	0	5,140	8,051
14	MFS VALUE FUND-CLASS I 893	0	10,541	13,171
15	DREYFUS EMG MKT DEBT LOC C-I 6083	0	4,182	3,666
16	DRIEHAUS ACTIVE INCOME FUND	0	3,332	3,307
17	JP MORGAN MID CAP VALUE-I 758	0	4,708	6,478
18	ASG GLOBAL ALTERNATIVES-Y 1993	0	3,496	3,420
19	VANGUARD REIT VIPER	0	4,015	6,156
20	AQR MANAGED FUTURES STR-I	0	2,464	2,521
21	STRATTON SM-CAP VALUE FD 37	0	3,240	3,070
22	VANGUARD EMERGING MARKETS ETF	0	2,722	2,601
23	JPMORGAN HIGH YIELD FUND SS 3580	0	5,957	5,774
24	T ROWE PRICE INST FLOAT RATE 170	0	2,532	2,467
25	OPPENHEIMER DEVELOPING MKT-I 799	0	7,541	7,530
26	VANGUARD TOTAL BOND MARKET ETF	0	8,939	8,978
27	SPDR DJ WILSHIRE INTERNATIONAL REA	0	5,578	5,778
28	NEUBERGER BERMAN LONG SH-INS #183	0	6,004	6,023
29	KALMAR GR W/VAL SM CAP-INS #4	0	2,689	3,016
30	CREDIT SUISSE COMM RT ST-CO 2156	0	7,547	5,763

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

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

1	Cost Basis Adjustment	1	53
2	Mutual Fund & CTF Income Additions	2	229
3	Total	3	282

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

1	Mutual Fund & CTF Income Subtraction	1	432
2	PY Return of Capital Adjustment	2	83
3	Total	3	515

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

		2,805		0		0					
Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1 Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4 00	2,805		

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

	Date		Amount
1		1	2
2	5/7/2014	2	76
3		3	
4		4	
5		5	
6		6	
7		7	78

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	5,280
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	5,280