Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
Dexter F Baker and Dorothy H Baker Foundation

A Employer identification number
23-2453230

Number and street (or P O box number if mail is not delivered to street address) Room/suite
3440 Lehigh Street Box 290

B Telephone number (see instructions)

City or town, state or province, country, and ZIP or foreign postal code
Allentown, PA 18103

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 21,406,928

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) *(Part I, column (d) must be on cash basis.)*

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

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))*

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	563,242	563,242		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	1,337,050			
	b	Gross sales price for all assets on line 6a				
	7	Capital gain net income (from Part IV, line 2)		1,337,050		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	1,285	1,285		
	12	**Total.** Add lines 1 through 11	1,901,577	1,901,577		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	36,000			36,000
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	16,641			16,641
	b	Accounting fees (attach schedule)	12,644			12,644
	c	Other professional fees (attach schedule)	70,079	20,000		50,079
	17	Interest	20	20		
	18	Taxes (attach schedule) (see instructions)	5,605	5,605		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings	10,560			10,561
	22	Printing and publications				
	23	Other expenses (attach schedule)	15,423			15,423
	24	**Total operating and administrative expenses.** Add lines 13 through 23	166,972	25,625		141,348
	25	Contributions, gifts, grants paid	950,500			950,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,117,472	25,625		1,091,848
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	784,105			
	b	**Net investment income** (if negative, enter -0-)		1,875,952		
	c	**Adjusted net income** (if negative, enter -0-)			0	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	144,525	107,274	107,274
	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		12,500	12,500
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,778,010	2,008,967	6,436,264
	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)	10,567,249	12,114,360	14,850,890
	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)	13,489,784	14,243,101	21,406,928
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	13,489,784	14,243,101	
	30	**Total net assets or fund balances** (see instructions)	13,489,784	14,243,101	
	31	**Total liabilities and net assets/fund balances** (see instructions)	13,489,784	14,243,101	

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	13,489,784
2	Enter amount from Part I, line 27a	2	784,105
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	14,273,889
5	Decreases not included in line 2 (itemize) ▶	5	30,788
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	14,243,101

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)
1 a	schedule attached	P		
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				
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				
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	1,337,050
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	812,123	19,009,975	0 042721
2012	853,672	16,866,029	0 050615
2011	812,289	17,479,422	0 046471
2010	756,778	16,582,784	0 045636
2009	972,522	15,681,914	0 062016

2	**Total** of line 1, column (d).	2	0 247459
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 049492
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	20,752,932
5	Multiply line 4 by line 3.	5	1,027,104
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	18,760
7	Add lines 5 and 6.	7	1,045,864
8	Enter qualifying distributions from Part XII, line 4.	8	1,091,848

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 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 ▶ ☑ and enter 1% of Part I, line 27b	1	18,760
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	18,760
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	18,760
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a — 15,000		
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	15,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	3,760
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
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 ▶NA

14 The books are in care of ▶Dorothy H Baker Telephone no ▶(610) 437-4792

Located at ▶3440 Lehigh Street Box 290 Allentown PA ZIP+4 ▶18103

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 | |

			Yes	No
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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	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? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☐ **No**			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions). ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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		
Total number of others receiving over $50,000 for professional services		

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 N A	0
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 N A	0
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	20,669,391
b	Average of monthly cash balances	1b	399,576
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	21,068,967
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	0
3	Subtract line 2 from line 1d	3	21,068,967
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	316,035
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	20,752,932
6	**Minimum investment return.** Enter 5% of line 5	6	1,037,647

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	1,037,647
2a	Tax on investment income for 2014 from Part VI, line 5	2a	18,760		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	18,760
3	Distributable amount before adjustments Subtract line 2c from line 1			3	1,018,887
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	1,018,887
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	1,018,887

Part XII **Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26	1a	1,091,848
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	1,091,848
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	18,760
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,073,088

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				1,018,887
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			926,821	
b Total for prior years 20___, 20___, 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f **Total** of lines 3a through e.				
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 1,091,848				
a Applied to 2013, but not more than line 2a			926,821	
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.				165,027
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				853,860
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)

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling. . . . . . . ▶

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

	Tax year	Prior 3 years			
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	**(e) Total**
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))

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

Dexter and Dorothy Baker Foundation
3340 Lehigh Street - Box 290
Allentown, PA 18103
(610) 437-4792
manager@ddbakerfoundation org

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

2a Contact our Foundation Manager at manager@ddbakerfoundation org2b E mail or mail inquire to manager@ddakerfoundation org before applicants are invited to apply via online system

c Any submission deadlines

Letters of Intent by 5-15

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

The applicant should have filed at least 1 IRS 990,conduct programming in Arts and Culture, Entrepreneurship,Social Service Initiatives,or Youth Development We fund in the following regions Lehigh Valley,Greater Phila PA,Southwest FL,Greater Dallas/Forth Worth,TX and San Franscio area CA

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				950,500
b *Approved for future payment* See Additional Data Table				
Total . . . . ▶ **3b**				5,613,170

Part XVI-A Analysis of Income-Producing Activities

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. . . .	900001	563,242	14		
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.	523000	1,285	18		
8 Gain or (loss) from sales of assets other than inventory	523000	1,337,050	18		
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). .		1,901,577			

13 **Total.** Add line 12, columns (b), (d), and (e). 13 1,901,577

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
04	Provided funds for charitable grants
07	Provided funds for charitable grants
08	Provided funds for charitable grants

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.	1a(1)		No
(2) Other assets.	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.	1b(2)		No
(3) Rental of facilities, equipment, or other assets.	1b(3)		No
(4) Reimbursement arrangements.	1b(4)		No
(5) Loans or loan guarantees.	1b(5)		No
(6) Performance of services or membership or fundraising solicitations.	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c		No

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?. ☐ Yes ☑ No

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

****** | 2015-05-14 | ******

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instr)? ☑ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed	PTIN
Michael J Gallagher		2015-05-14	☑	P00844967

Firm's name ▶ Michael J Gallagher CPA

Firm's EIN ▶

Firm's address ▶ 2321 Fox Meadow Dr Allentown, PA 18104

Phone no (484) 553-4111

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
Dorothy H Baker 3440 Lehigh Street Box 290 Allentown, PA 18103	Trustee - Chairperson 10 00	6,000	0	0
Ellen Baker Ghelardi 3440 Lehigh Street Box 290 Allentown, PA 18103	Trustee 20 00	16,656	0	0
Susan B Royal 3440 Lehigh Box 290 Allentown, PA 18103	Trustee - Vice Chairman 20 00	6,000	0	0
Leslie Baker Boris 3440 Lehigh Street Box 290 Allentown, PA 18103	Trustee - Treasurer 20 00	6,000	0	0
Carolyn Baker 3440 Lehigh Steet Box 290 Allentown, PA 18103	Trustee 20 00	6,000	0	0
John L Daniel 3440 Lehigh St Box 290 Allentown, PA 18103	Trustee 10 00	6,000	0	0

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Boys and Girls Club of Collier Cty 7500 Davis Blvd Naples, FL 34101	None	PC	Youth of the Year Scholarship 2014	2,000
Parlando Inc 2590 Walnut Street Boulder, CO 80302	None	PC	2014 Tuition Community Outreach	2,500
Community Music School 23 N 6th Street Fowler Education Allentown, PA 18101	None	PC	2014-15 Administrative Salary Support	3,000
Lehigh University 218 W Packer Avenue Bethlehem, PA 18015	None	PC	Baker Merit Scholar	3,000
Syracuse University 820 Comstock Avenue Syracuse, NY 13244	None	PC	Baker Merit Scholar	3,000
Community Music School 23 N 6th Street Fowler Education Allentown, PA 18101	None	PC	2014-15 Budding Musicians Scholarships	3,500
Allentown Symphony Association 23 N 6th Street Allentown, PA 18101	None	PC	2014-15 El Sistema LV	4,000
Lehigh U Zoellner Art Center 420 E Packer Avenue Allentown, PA 18105	None	PC	2014-15 Zoellner Outreach	4,000
Boys and Girls Club of Allentown 720 North Sixth Street Allentown, PA 18102	None	PC	2014-15 iStation	5,000
Community Action Development Corp 443 N 7th Street Allentown, PA 18101	None	PC	2014 Start Your Business Program	5,000
Community Bike Works 235 N Madison Street Allentown, PA 18102	None	PC	Earn a Bike and Beyond 2014	5,000
Meals on Wheels of Lehigh Cty Inc 4234 Dorney Park Road Allentown, PA 18104	None	PC	2013 and 2014 Meal Delivery	5,000
Satori 2985 Fairfield Drive North Allentown, PA 18103	None	PC	2014 Outreach	5,000
Cafe of Life PO Box 367794 Bonita Springs, FL 34136	None	PC	2014-15 Operations Funding	7,000
Repertory Dance Theatre 1402 Linden Street Allentown, PA 18102	None	PC	Educational Outreach Programs 2014-2015	7,000
Total . . . . ▶ **3a**				950,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Lehigh Valley Arts Council 840 Hamilton Street Suite 201 Allentown, PA 18101	None	PC	Arts and Access	7,500
Muhlenberg College 2400 Chew Street Allentown, PA 18104	None	PC	Three Baker Merit Scholars	9,000
Muhlenberg College 2400 Chew Street Allentown, PA 18104	None	PC	Three Baker Merit Scholars	9,000
Muhlenberg College 2400 Chew Street Allentown, PA 18104	None	PC	Three Baker Merit Scholars	9,000
Muhlenberg College 2400 Chew Street Allentown, PA 18104	None	PC	Three Baker Merit Scholars	9,000
Boys and Girls Club of Allentown 720 North Sixth Street Allentown, PA 18102	None	PC	2014-15 Make Your Mark	10,000
Koresh Dance Company 2002 Rittenhouse Square Philadelphia, PA 19103	None	PC	2014-15 Koresh Kids Dance	10,000
Lafayette College 730 High Street 307 Markle Hall Easton, PA 180421761	None	PC	2014-15 Dance Series	12,000
Boy S of America-Cradle of Liberty 1485 Valley Forge Road Wayne, PA 19087	None	PC	2014-15 Scoutreach	15,000
Good Shepherd Rehab Network 850 S 5th Street Center Valley, PA 18034	None	PC	2014-15 Pediatric Outpatient Program	15,000
Muhlenberg College 2400 Chew Street Allentown, PA 18104	None	PC	2014-15 Baker Artist-Residence	15,000
New Horizons of Southwest Florida PO Box 111833 Naples, FL 34108	None	PC	2014-15 Super Kids and Teens	15,000
Bach Choir of Bethlehem 440 Heckewelder Place Bethlehem, PA 18018	None	PC	2014-15 Bach Choir Outreach	20,000
Boy Scouts of America Minsi Trails 991 Postal Road Allentown, PA 18109	None	PC	2014 Scoutreach	15,000
Boys and Girls Club of Collier Cty 7500 Davis Blvd Naples, FL 34101	None	PC	2014-15 Performing Arts	25,000
Total . . . . ▶ **3a**				950,500

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
Boys and Girls Club of Collier Cty 7500 Davis Blvd Naples, FL 34101	None	PC	2014-15 Youth STEM Programs	25,000
Syracuse U College of V P Arts 200 Crouse College Syracuse, NY 13244	None	PC	2015-16 Baker Visiting Artists	25,000
Big Thought 1409 S Lamar Street Suite 1015 Dallas, TX 75215	None	PC	City of Learning	45,000
South County Family YMCA Inc 701 Center Road Venice, FL 34285	None	PC	Bonita Springs YMCA Giving Challenge	50,000
U of Texas FdnMD Anderson Cancer C 1515 Holcombe Blvd Unit 1373 Houston, TX 77030	None	PC	2012-2013 Therapy of Cancer Research Project	100,000
Lehigh Unviversity 27 Memorial Drive West Bethlehem, PA 18015	None	PC	Baker Inst-Creativity Prof 2012 - 2017	100,000
Lehigh University 27 Memorial Drive West Bethlehem, PA 18015	None	PC	BakerInst -2014Operating - Fall	125,000
Community Action Development Corp 443 N 7th Street Allentown, PA 18101	None	PC	2015-16 Start Your Own Business	5,000
First Presbyterian Church-Bonita Sp 9751 Bonita Beach Road Bonita Springs, FL 34136	None	PC	FAM Scholarships 2015	5,000
Boy Scouts of America-Minsi Trails 991 Postal Road Allentown, PA 18109	None	PC	2014 Summer Camperships	7,500
Koresh Dance Company 2002 Rittenhouse Square Philadelphia, PA 19103	None	PC	Capital Campaign Support	20,000
Lehigh University 27 Memorial Drive West Bethlehem, PA 18015	None	PC	Baker Inst-ProfCreativity-2012-2017	50,000
Lehigh University 27 Memorial Drive West Bethlehem, PA 18015	None	PC	Baker Inst-OperatingSpring 2014	125,000
Lehigh Valley Childrens Center 1501 Lehigh Street Suite 208 Allentown, PA 18103	None	PC	Summer Enrichment Activities at LVCC 2014	3,500
Muhlenberg College 2400 Chew Street Allentown, PA 18105	None	PC	2014 Muhlenberg College Summer Theatre	5,000
Total . . . . ▶ **3a**				950,500

TY 2014 Accounting Fees Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Accounting	12,644	0	0	12,644

TY 2014 Compensation Explanation

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Person Name	Explanation
Ellen Baker Ghelardi	Compensation paid on hourly basis approved by the Board

TY 2014 Investments Corporate Stock Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Name of Stock	End of Year Book Value	End of Year Fair Market Value
Air Products and Chemicals	2,008,967	6,436,264

TY 2014 Investments - Other Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
Bay Resourses Partners		1,715,214	3,401,620
Exchange Traded		2,164,966	2,127,479
Mutual Funds		7,034,180	7,937,460
Radcliff Internat'l Ultra St Fund		700,000	811,116
Tiger Legatus		500,000	573,215

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TY 2014 Legal Fees Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Legal	16,641	0	0	16,641

TY 2014 Other Decreases Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Description	Amount
Federal excise tax	30,788

TY 2014 Other Expenses Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Bookkeeping	1,460	0	0	1,460
Dues	2,275	0	0	2,275
Insurance	1,900	0	0	1,900
Technology expenses	5,836	0	0	5,836
Administrative expenses	2,489	0	0	2,489
Meeting expenses	1,463	0	0	1,463

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TY 2014 Other Income Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
Miscellaneous	1,285	1,285	0

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TY 2014 Other Professional Fees Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Investment management fees	20,000	20,000	0	0
Consulting	50,079	0	0	50,079

TY 2014 Taxes Schedule

Name: Dexter F Baker and Dorothy H Baker Foundation

EIN: 23-2453230

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
Foreign taxes paid	5,605	5,605	0	0

Recipient's Name and Address

[illegible] BAKER [illegible] BAKER FOUNDATION
[illegible]

Account Number H2R 010107

2014 TAX and YEAR-END STATEMENT
As of 02/09/2015

2014 Form 1099-B — Proceeds From Broker and Barter Exchange Transactions — OMB No. 1545-0715

(For individuals, report details on Form 8949)

This is important tax information and is being furnished to the Internal Revenue Service (except as indicated). If you are required to file a return, a negligence penalty or other sanction may be imposed on you if this income is taxable and the IRS determines that it has not been reported.

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D: Market Discount O: Option Premium W: Wash Sale Loss	Realized Gain or (Loss)
Short-Term Transactions for Which Basis Is Reported to the IRS - Report on Form 8949, Part I, with Box A checked								
Covered (Box 3)								
Description (Box 1a) [illegible]					CUSIP [illegible]			
[illegible]	[illegible]	[illegible]						[illegible]
[illegible]	[illegible]	[illegible]			[illegible]			[illegible]
SALE DATE TOTAL		19,608.449	VARIOUS	1[illegible]/2014	1,33[illegible]	[illegible]		[illegible]
Description (Box 1a) [illegible]					CUSIP [illegible]			
	[illegible]							[illegible]
Description (Box 1a) [illegible]					CUSIP [illegible]			
[illegible]	[illegible]	[illegible]						
[illegible]	[illegible]	[illegible]						
[illegible]	[illegible]	[illegible]						
[illegible]	[illegible]	[illegible]						
[illegible]	[illegible]							
[illegible]	[illegible]	[illegible]						
[illegible]	[illegible]							
[illegible]	[illegible]							
[illegible]	[illegible]	[illegible]						[illegible]

Recipient's Name and Address

[illegible] BAKER FOUNDATION
[illegible]

Account Number H2R 010107

2014 TAX and
YEAR-END STATEMENT
As of 02/09/2015

2014 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No 1545-0715 [illegible]

(For individuals report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis Box [illegible]	Adjustments D- Market Discount O- Option Premium W- Wash Sale Loss	Realized Gain or (Loss)
Short-Term Transactions for Which Basis Is Reported to the IRS Report on Form 8949 Part I with Box A checked								
Covered (Box 3) [illegible]								
Description (Box 1a) [illegible]					CUSIP [illegible]			
[illegible]	FIRST IN FIRST [illegible]				[illegible]			
[illegible]	FIRST IN FIRST [illegible]							
[illegible]	FIRST IN FIRST [illegible]		[illegible]			[illegible]		
[illegible]	FIRST IN FIRST [illegible]				[illegible]	[illegible]		[illegible]
[illegible]	FIRST IN FIRST [illegible]							
SALE DATE TOTAL		49 018 139	VARIOUS	[illegible] 2014	503 893 88	393 69		(4 912 [illegible])
SECURITY TOTAL					803 866 65	[illegible] 363 59		[illegible]
Description (Box 1a) [illegible]					CUSIP [illegible]			
SELL	FIRST IN FIRST [illegible]	[illegible]			[illegible]	[illegible]		[illegible]
Description (Box 1a) [illegible] INTERNAT [illegible]		[illegible]			CUSIP [illegible]			
SELL	FIRST IN FIRST OUT	[illegible]		[illegible]		[illegible]		[illegible]
[illegible]	FIRST IN FIRST OUT	[illegible]						[illegible]
[illegible]	FIRST IN FIRST OUT				[illegible]	[illegible]		[illegible]
[illegible]	FIRST IN FIRST OUT	[illegible]	[illegible]		[illegible]			[illegible]
SALE DATE TOTAL		13 273 258	VARIOUS	[illegible] 2014	434 718 25	[illegible] 414 [illegible]		[illegible]
Short Term Covered Total					2 64[illegible] 589 41	[illegible] 34 90		117 655 4[illegible]

Recipient's Name and Address

L [illegible] BAKER & D H BAKER FOUNDATION [illegible]

Account Number B2R 010101

2014 TAX and YEAR-END STATEMENT

As of 02/09/2015

2014 Form 1099-B — Proceeds From Broker and Barter Exchange Transactions

OMB No 1545-0715

(For individuals report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D Market Discount O Option Premium W Wash Sale Loss	Realized Gain or (Loss)

Long-Term Transactions for Which Basis Is Reported to the IRS Report on Form 8949, Part II with Box D checked

Covered (Box 3)

Description (Box 1a) [illegible] CUSIP [illegible]

[illegible]	[illegible]	[illegible]						[illegible]
[illegible]	[illegible]	[illegible]						
SALE DATE TOTAL		15 525.186	VARIOUS	[illegible] 10 2014	319 617.97	[illegible] 224.19		[illegible]

Description (Box 1a) [illegible] CUSIP [illegible]

[illegible]	FIRST IN FIRST OUT	[illegible]				[illegible]	[illegible]	
[illegible]	[illegible]	[illegible]				[illegible]		
[illegible]	FIRST IN FIRST OUT	[illegible]						
[illegible]	FIRST IN FIRST OUT	[illegible]				[illegible]		[illegible]
	[illegible]							
SALE DATE TOTAL		35 0[illegible]	VARIOUS	1 10 2014	[illegible] 111.30	[illegible] 737.80	54 W	[illegible]

Description (Box 1a) [illegible] CUSIP [illegible]

[illegible]	[illegible]	[illegible]	[illegible]	[illegible]	[illegible]			
[illegible]	FIRST IN FIRST OUT				[illegible]			[illegible]
[illegible]	FIRST IN FIRST OUT	[illegible]		[illegible]		[illegible]		
[illegible]	FIRST IN FIRST OUT		[illegible]		[illegible]			[illegible]
[illegible]	FIRST IN FIRST OUT	[illegible]			[illegible]			

Recipient's Name and Address

[illegible]

Account Number [illegible]

2014 TAX and
YEAR-END STATEMENT
As of 02/09/2015

2014 Form 1099-B Proceeds From Broker and Barter Exchange Transactions

OMB No 1545-0715

(For individuals, report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D Market Discount O Option Premium W Wash Sale Loss	Realized Gain or (Loss)
Long-Term Transactions for Which Basis Is Reported to the IRS Report on Form 8949 Part II with Box D checked								
Covered (Box 3) [illegible]								
Description (Box 1a) [illegible]					CUSIP			
SALE DATE TOTAL		17 492.099	VARIOUS	[illegible]	378 167.93	347 [illegible]		[illegible]
Description (Box 1a) [illegible]					CUSIP			
[illegible]	[illegible]							
	[illegible]				[illegible]			[illegible]
[illegible]	[illegible]		[illegible]		[illegible]			
[illegible]	[illegible]	[illegible]		[illegible]				[illegible]
SALE DATE TOTAL		436 812	VARIOUS	06 12 [illegible]	13 650.10	[illegible] 36		[illegible]
Long Term Covered Total					1 070 947.30	988 [illegible] 25	[illegible]94 *	81 958.99
Covered Total					3 714 [illegible] 71	[illegible] 750 [illegible]	[illegible]94 *	135 696.50
Long-Term Transactions for Which Basis Is Not Reported to the IRS Report on Form 8949 Part II with Box E checked								
Noncovered (Box 5)								
Description (Box 1a) [illegible]					CUSIP			
[illegible]	[illegible]				[illegible]			
[illegible]	[illegible]	[illegible]	[illegible]		[illegible]			
[illegible]	[illegible]	[illegible]		[illegible]	[illegible]			[illegible]
SALE DATE TOTAL		[illegible] 700	VARIOUS	[illegible] 18 [illegible]	[illegible] 18 [illegible]	[illegible]		459 [illegible]

Recipient's Name and Address

[illegible]

Account Number [illegible]2R 010107

2014 TAX and YEAR-END STATEMENT

As of 02/09/2015

2014 Form 1099-B — Proceeds From Broker and Barter Exchange Transactions

OMB No. 1545-0715

(For individuals, report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments: D Market Discount, O Option Premium, W Wash Sale Loss	Realized Gain or (Loss)

Long-Term Transactions for Which Basis Is Not Reported to the IRS - Report on Form 8949, Part II, with Box E checked

Noncovered (Box 5) *(Continued)*

Description (Box 1a) [illegible] — CUSIP [illegible]

[illegible]	[illegible]	[illegible]		[illegible]	[illegible]	[illegible]		
SECURITY TOTAL					[illegible]091 932.46	[illegible]		[illegible]

Description (Box 1a) [illegible] — CUSIP [illegible]

[illegible]	[illegible]				[illegible]			[illegible]
[illegible]	[illegible]				[illegible]	[illegible]		[illegible]
[illegible]	[illegible]	[illegible]		[illegible]				[illegible]
[illegible]	[illegible]	[illegible]			[illegible]	[illegible]		
SALE DATE TOTAL		17 680.236	VARIOUS	[illegible]/2014	[illegible]	[illegible]		[illegible]

Description (Box 1a) [illegible] — CUSIP [illegible]

	[illegible]	[illegible]		[illegible]		[illegible]		
[illegible]	[illegible]	[illegible]	[illegible]		[illegible]	[illegible]		[illegible]
[illegible]	[illegible]	[illegible]			[illegible]			[illegible]
[illegible]	[illegible]	[illegible]		[illegible]		[illegible]		
	[illegible]				[illegible]			
[illegible]	[illegible]			[illegible]				[illegible]
[illegible]	[illegible]	[illegible]						

Recipient's Name and Address

[illegible]

Account Number H2R 010107

2014 TAX and
YEAR-END STATEMENT
As of 02/09/2015

2014 Form 1099-B Proceeds From Broker and Barter Exchange Transactions OMB No. 1545-0715 (continued)

(For individuals, report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustment D Market Discount O Option Premium W Wash Sale Loss	Realized Gain or (Loss)
Long-Term Transactions for Which Basis Is Not Reported to the IRS - Report on Form 8949, Part II, with Box E checked								
Noncovered (Box 5) [illegible]								
Description (Box 1a) [illegible]					CUSIP [illegible]			
SALE DATE TOTAL		25 030 736	VARIOUS	06 1? 2014	787 178 71	437 4 8 89		34 [illegible] 82
Long Term Noncovered Total					3 256 346 51	863 600 38		2 372 746 13
Noncovered Total					3 256 346 51	[illegible]		1 372 [illegible]
Total					[illegible]	[illegible]	[illegible]	[illegible]

IRS Form 1099-B - Proceeds from Broker and Barter Exchange Transactions

[illegible]

Type of Gain or Loss (Box 2) [illegible]

Covered (Box 3) or Noncovered (Box 5) Security [illegible]

Description and Quantity (Box 1a) [illegible]

CUSIP [illegible]

Disposition Transaction [illegible]

Disposition Method [illegible]

Date Acquired (Box 1b) [illegible]

Date Sold or Disposed (Box 1c) [illegible]

Proceeds (Box 1d) [illegible]

Cost or Other Basis (Box 1e) [illegible]