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

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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning

, 2014, and ending

STRATTON FOUNDATION
PO BOX 100
BLUE BELL, PA 19422

A Employer identification number
23-2508658

B Telephone number (see instructions)

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

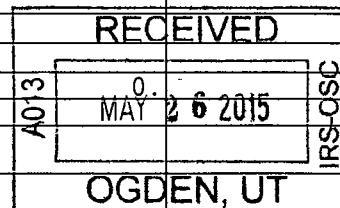
H Check type of organization ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16)
▶ \$ 15,791,797.

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)	2,853,441.			
2 Ck ▶ <input type="checkbox"/> if the foundn is not required to attach Sch B				
3 Interest on savings and temporary cash investments	72.	72.	72.	
4 Dividends and interest from securities	190,998.	190,998.	190,998.	
5 a Gross rents				
b Net rental income or (loss)				
6 a Net gain or (loss) from sale of assets not on line 10	216,080.			
b Gross sales price for all assets on line 6a	3,078,112.			
7 Capital gain net income (from Part IV, line 2)		216,080.		
8 Net short-term capital gain				
9 Income modifications				
10 a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)				
SEE STATEMENT 1	1,559.	1,559.	1,559.	
12 Total Add lines 1 through 11	3,262,150.	408,709.	192,629.	
13 Compensation of officers, directors, trustees, etc.	0.			
14 Other employee salaries and wages				
15 Pension plans, employee benefits				
16 a Legal fees (attach schedule)				
b Accounting fees (attach sch)	SEE ST 2	4,000.	4,000.	
c Other prof fees (attach sch)	SEE ST 3	18,880.	18,880.	
17 Interest				
18 Taxes (attach schedule)(see instrs)	SEE \$TM 4	48,594.	1,487.	48,594.
19 Depreciation (attach sch) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)				
SEE STATEMENT 5	732.	7.	732.	
24 Total operating and administrative expenses. Add lines 13 through 23	72,206.	20,374.	72,206.	
25 Contributions, gifts, grants paid	PART XV	515,911.		515,911.
26 Total expenses and disbursements. Add lines 24 and 25	588,117.	20,374.	72,206.	515,911.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	2,674,033.			
b Net investment income (if negative, enter 0-)		388,335.		
c Adjusted net income (if negative, enter 0-)			120,423.	



SCANNED MAY 28 2015

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	609,731.	1,545,757.	1,545,757.	
	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 sch)				
		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) STATEMENT 6	8,407,478.	10,171,516.	14,246,040.		
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)	9,017,209.	11,717,273.	15,791,797.		
LIABILITIES	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, & 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 checked="" type="checkbox"/>				
	24	Unrestricted	9,017,209.	11,717,273.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input type="checkbox"/>				
	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				
	30	Total net assets or fund balances (see instructions)	9,017,209.	11,717,273.		
	31	Total liabilities and net assets/fund balances (see instructions)	9,017,209.	11,717,273.		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year — Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	9,017,209.
2	Enter amount from Part I, line 27a	2	2,674,033.
3	Other increases not included in line 2 (itemize) <u>SEE STATEMENT 7</u>	3	69,453.
4	Add lines 1, 2, and 3	4	11,760,695.
5	Decreases not included in line 2 (itemize) <u>SEE STATEMENT 8</u>	5	43,422.
6	Total net assets or fund balances at end of year (line 4 minus line 5) — Part II, column (b), line 30	6	11,717,273.

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 shares MLC Company)		(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a SEE STATEMENT 9				
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			(i) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			
b			
c			
d			
e			

2 Capital gain net income or (net capital loss)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 </div>		2	216,080.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	<div style="border: 1px solid black; padding: 2px;"> If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 </div>		3	-32,078.

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 (column (b) divided by column (c))
2013	443,640.	11,114,070.	0.039917
2012	379,304.	8,784,476.	0.043179
2011	339,268.	7,831,143.	0.043323
2010	286,604.	6,322,540.	0.045331
2009	255,975.	4,701,859.	0.054441

2 Total of line 1, column (d)	2	0.226191
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	0.045238
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	14,198,450.
5 Multiply line 4 by line 3	5	642,309.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	3,883.
7 Add lines 5 and 6	7	646,192.
8 Enter qualifying distributions from Part XII, line 4	8	515,911.

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 instructions)

1 a 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 instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	7,767.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	7,767.
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	7,767.
6 Credits/Payments			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a 25,600.		
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	25,600.	
8 Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	17,833.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax 17,833. Refunded	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is 'Yes' to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ 0. (2) On foundation managers \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If 'Yes,' attach a detailed description of the activities</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If 'Yes,' attach a conformed copy of the changes</i>		X
4 a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If 'Yes,' has it filed a tax return on Form 990-T for this year?		N/A
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If 'Yes,' attach the statement required by General Instruction T</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If 'Yes,' complete Part II, column (c), and Part XIV</i>	X	
8 a 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? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

BAA

Form 990-PF (2014)

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 <u>N/A</u>	13	X	
14	The books are in care of <u>CAROL BEERS</u> Telephone no <u>610-964-8766</u> Located at <u>PO BOX 100 BLUE BELL PA</u> ZIP + 4 <u>19422</u>			
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 <u>N/A</u>	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 <u></u>	16		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
1 a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here <u></u>	1 b	N/A
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?	1 c	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? If 'Yes,' list the years <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
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)	2 b	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 <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3 a 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)	3 b	N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5 a** 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)?

5 b 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)

6 a 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?

6 b X

If 'Yes' to 6b, file Form 8870

7 a 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?

N/A

7 b

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
CAROL S. BEERS 270 UPPER GULPH ROAD RADNOR, PA 19087	PRESIDENT 0	0.	0.	0.
SUSAN MCGINNIS 3130 WATER STREET ROAD EAGLEVILLE, PA 19403-4532	VICE PRESIDE 0	0.	0.	0.
JEANNE JENKINS 200 SPRING FALLS ROAD MILTON, GA 30004-8411	VICE PRESIDE 0	0.	0.	0.

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 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	1 a	13,205,494.
b	Average of monthly cash balances	1 b	1,209,176.
c	Fair market value of all other assets (see instructions)	1 c	
d	Total (add lines 1a, b, and c)	1 d	14,414,670.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1 e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	14,414,670.
4	Cash deemed held for charitable activities. Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	216,220.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	14,198,450.
6	Minimum investment return. Enter 5% of line 5	6	709,923.

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	709,923.
2a	Tax on investment income for 2014 from Part VI, line 5	2 a	7,767.
b	Income tax for 2014 (This does not include the tax from Part VI)	2 b	
c	Add lines 2a and 2b	2 c	7,767.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	702,156.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	702,156.
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	702,156.

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	1 a	515,911.
b	Program-related investments — total from Part IX-B	1 b	
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)	3 a	
b	Cash distribution test (attach the required schedule)	3 b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	515,911.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	515,911.

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				702,156.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			106,628.	
b Total for prior years 20____, 20____, 20____		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 515,911.				
a Applied to 2013, but not more than line 2a			106,628.	
b Applied to undistributed income of prior years (Election required – see instructions)		0.		
c Treated as distributions out of corpus (Election required – see instructions)	0.			
d Applied to 2014 distributable amount				409,283.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
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		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				292,873.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
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 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
<i>a</i> Paid during the year CASH GRANTS - SEE ATTACHED , STOCK GRANTS - SEE ATTACHED ,			SEE ATTACHED SEE ATTACHED	313,666. 202,245.
Total			3 a	515,911.
<i>b</i> Approved for future payment				
Total			3 b	

Schedule B
(Form 990, 990-EZ,
or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

► Attach to Form 990, Form 990-EZ, or Form 990-PF

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

OMB No 1545-0047

2014

Name of the organization

STRATTON FOUNDATION

Employer identification number

23-2508658

Organization type (check one)

Filers of:

Form 990 or 990-EZ

Section:

☐ 501(c)() (enter number) organization

☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation

☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation

☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation

☐ 501(c)(3) taxable private foundation

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

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

General Rule

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

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33-1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ► \$ _____

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

BAA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

STRATTON FOUNDATION

23-2508658

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 2,376,060.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
2	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 89,803.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
3	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 83,532.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
4	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 85,416.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
5	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 31,204.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
6	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 115,690.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

STRATTON FOUNDATION

23-2508658

Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed

(a) Number	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	ESTATE OF JAMES W STRATTON C/O TIMONEY KNOX, 400 MARYLAND FORT WASHINGTON, PA 19034	\$ 71,736.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Name of organization

Employer identification number

STRATTON FOUNDATION

23-2508658

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	700 SHS AIR PRODUCTS & CHEMICAL	\$ 89,803.	10/29/14
3	1,200 SHS CANADIAN NATIONAL RAILWAY	\$ 83,532.	10/29/14
4	1,200 SHS CONOCO PHILLIPS	\$ 85,416.	10/29/14
5	350 SHS OCCIDENTAL PETROLEUM	\$ 31,204.	10/29/14
6	1,000 SHS UNION PACIFIC CORP	\$ 115,690.	10/29/14
7	700 SHS UNITED PARCEL SERVICE	\$ 71,736.	10/29/14

BAA

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

STRATTON FOUNDATION

Employer identification number

23-2508658

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8) or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ▶ \$ _____ N/A

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	N/A		
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

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FEDERAL STATEMENTS

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STRATTON FOUNDATION

23-2508658

STATEMENT 1
FORM 990-PF, PART I, LINE 11
OTHER INCOME

	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
OTHER INVESTMENT INCOME	\$ 1,559.	\$ 1,559.	\$ 1,559.
TOTAL	<u>\$ 1,559.</u>	<u>\$ 1,559.</u>	<u>\$ 1,559.</u>

STATEMENT 2
FORM 990-PF, PART I, LINE 16B
ACCOUNTING FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BEUCLER KELLY & IRWIN, LTD	\$ 4,000.		\$ 4,000.	
TOTAL	<u>\$ 4,000.</u>	<u>\$ 0.</u>	<u>\$ 4,000.</u>	<u>\$ 0.</u>

STATEMENT 3
FORM 990-PF, PART I, LINE 16C
OTHER PROFESSIONAL FEES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MELLON INVESTMENT ADVISORY FEES	\$ 18,880.	\$ 18,880.	\$ 18,880.	
TOTAL	<u>\$ 18,880.</u>	<u>\$ 18,880.</u>	<u>\$ 18,880.</u>	<u>\$ 0.</u>

STATEMENT 4
FORM 990-PF, PART I, LINE 18
TAXES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL ES PAYMENTS	\$ 22,107.		\$ 22,107.	
FEDERAL PAID WITH EXTENSION	25,000.		25,000.	
FOREIGN TAX W/H	1,487.	\$ 1,487.	1,487.	
TOTAL	<u>\$ 48,594.</u>	<u>\$ 1,487.</u>	<u>\$ 48,594.</u>	<u>\$ 0.</u>

2014

FEDERAL STATEMENTS

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STRATTON FOUNDATION

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STATEMENT 5
FORM 990-PF, PART I, LINE 23
OTHER EXPENSES

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BANK FEES	\$ 7.	\$ 7.	\$ 7.	
MEMBERSHIP DUES	725.		725.	
TOTAL	\$ 732.	\$ 7.	\$ 732.	\$ 0.

STATEMENT 6
FORM 990-PF, PART II, LINE 13
INVESTMENTS - OTHER

	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
<u>OTHER INVESTMENTS</u>			
STOCKS AND MUTUAL FUNDS	COST	\$ 10,171,516.	\$ 14,246,040.
TOTAL		\$ 10,171,516.	\$ 14,246,040.

STATEMENT 7
FORM 990-PF, PART III, LINE 3
OTHER INCREASES

ADJ FOR DONATED STK	\$ 56,922.
BASIS ADJ ON SALE OF DONATED STOCKS	12,531.
TOTAL	\$ 69,453.

STATEMENT 8
FORM 990-PF, PART III, LINE 5
OTHER DECREASES

JWS ESTATE K-1 INCOME	\$ 43,421.
ROUNDING	1.
TOTAL	\$ 43,422.

STATEMENT 9
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
1	1,100 SHS APACHE CORP	DONATED	4/18/2012	1/03/2014
2	100 SHS GOOGLE INC CL C	PURCHASED	1/22/2013	2/11/2014
3	1,600 SHS DIRECTV GROUP INC	PURCHASED	2/01/2013	3/05/2014
4	1,000 SHS UGI CORP	DONATED	VARIOUS	3/05/2014
5	100 SHS APPLE INC	DONATED	4/18/2012	3/25/2014

STRATTON FOUNDATION

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STATEMENT 9 (CONTINUED)
 FORM 990-PF, PART IV, LINE 1
 CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(A) DESCRIPTION	(B) HOW ACQUIRED	(C) DATE ACQUIRED	(D) DATE SOLD
6	100 SHS APPLE INC	PURCHASED	1/22/2013	3/25/2014
7	1,000 SHS CONOCOPHILLIPS	PURCHASED	7/18/2011	3/25/2014
8	1,000 SHS DEERE & CO	PURCHASED	2/04/2013	3/25/2014
9	2,150 SHS NUANCE COMMUNICATIONS	DONATED	4/18/2012	3/25/2014
10	1,150 SHS NUANCE COMMUNICATIONS	PURCHASED	1/23/2013	3/25/2014
11	1,200 SHS BED BATH & BEYOND	PURCHASED	1/22/2013	4/02/2014
12	500 SHS UNITED RENTALS	PURCHASED	VARIOUS	4/16/2014
13	2,000 SHS CONOCOPHILLIPS	PURCHASED	7/18/2011	6/04/2014
14	2,100 SHS NETAPP INC	PURCHASED	VARIOUS	6/11/2014
15	300 SHS WP GLIMCHER INC	PURCHASED	8/26/2013	6/18/2014
16	2,000 SHS VF CORPORATION	PURCHASED	1/22/2013	7/09/2014
17	1,200 SHS CATERPILLAR INC	PURCHASED	2/07/2013	7/16/2014
18	500 SHS LYONDELL BASELL INDUSTRIES	PURCHASED	VARIOUS	7/30/2014
19	1,400 SHS CHICAGO BRIDGE AND IRON COMPANY	PURCHASED	VARIOUS	7/30/2014
20	2,100 SHS ENSCO PLC CL A	PURCHASED	1/23/2013	8/20/2014
21	1,400 SHS DIGITAL REALTY TRUST INC	PURCHASED	1/31/2013	9/04/2014
22	700 SHS DIGITAL REALTY TRUST INC	PURCHASED	3/05/2014	9/04/2014
23	4,300 SHS HERTZ GLOBAL HOLDINGS	PURCHASED	VARIOUS	9/04/2014
24	4,000 SHS FREEPORT-MCMORAN INC	PURCHASED	7/18/2011	9/24/2014
25	1,300 SHS FREEPORT-MCMORAN INC	DONATED	10/18/2012	9/24/2014
26	2,400 SHS ROYAL CARIBBEAN CRUISES LTD	PURCHASED	5/03/2013	10/15/2014
27	1,300 SHS SM ENERGY COMPANY	PURCHASED	8/20/2014	10/15/2014
28	1,000 SHS THE MOSAIC CO	PURCHASED	7/18/2011	11/03/2014
29	1,300 SHS THE MOSAIC CO	DONATED	10/18/2012	11/03/2014
30	600 SHS SKYWORKS SOLUTIONS INC	PURCHASED	3/05/2014	11/19/2014
31	500 SHS UNION PACIFIC	PURCHASED	10/25/2013	11/26/2014
32	700 SHS UNION PACIFIC	DONATED	10/18/2012	11/26/2014
33	300 SHS AMGEN INC	PURCHASED	2/11/2013	11/26/2014
34	260 SHS CALIFORNIA RESOURCES CORP	DONATED	10/18/2012	12/03/2014
35	440 SHS CALIFORNIA RESOURCES CORP	PURCHASED	1/22/2013	12/03/2014
36	300 SHS INTERNATIONAL BUSINESS MACHINES	PURCHASED	2/11/2014	12/04/2014
37	400 SHS INTERNATIONAL BUSINESS MACHINES	PURCHASED	2/22/2013	12/04/2014
38	1,800 SHS DEVON ENERGY CORP	PURCHASED	1/03/2014	12/10/2014
39	1,700 SHS WHITING PETROLEUM CORP	PURCHASED	3/08/2013	12/10/2014
40	3,600 SHS VERIZON COMMUNICATIONS INC	PURCHASED	VARIOUS	12/17/2014
41	ESTATE OF JWS K-1	PURCHASED	VARIOUS	12/31/2014
42	L/T CAPITAL GAIN DISTRIBUTIONS	PURCHASED	VARIOUS	12/31/2014

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
1	94,466.		97,251.	-2,785.				\$ -2,785.
2	117,550.		70,409.	47,141.				47,141.
3	124,834.		82,341.	42,493.				42,493.
4	44,542.		6,777.	37,765.				37,765.
5	54,113.		63,603.	-9,490.				-9,490.
6	54,113.		50,220.	3,893.				3,893.
7	67,964.		57,779.	10,185.				10,185.
8	89,101.		93,430.	-4,329.				-4,329.
9	35,497.		49,278.	-13,781.				-13,781.
10	18,987.		26,370.	-7,383.				-7,383.
11	82,849.		67,842.	15,007.				15,007.
12	45,705.		37,556.	8,149.				8,149.
13	159,397.		115,557.	43,840.				43,840.
14	75,273.		88,358.	-13,085.				-13,085.

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STRATTON FOUNDATION

23-2508658

STATEMENT 9 (CONTINUED)
FORM 990-PF, PART IV, LINE 1
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

ITEM	(E) GROSS SALES	(F) DEPREC. ALLOWED	(G) COST BASIS	(H) GAIN (LOSS)	(I) FMV 12/31/69	(J) ADJ. BAS. 12/31/69	(K) EXCESS (I) - (J)	(L) GAIN (LOSS)
15	5,904.		5,248.	656.				\$ 656.
16	126,130.		74,438.	51,692.				51,692.
17	132,758.		115,319.	17,439.				17,439.
18	54,070.		39,013.	15,057.				15,057.
19	84,521.		114,413.	-29,892.				-29,892.
20	104,770.		129,855.	-25,085.				-25,085.
21	92,401.		93,314.	-913.				-913.
22	46,201.		38,311.	7,890.				7,890.
23	122,277.		104,657.	17,620.				17,620.
24	132,167.		221,350.	-89,183.				-89,183.
25	42,954.		55,283.	-12,329.				-12,329.
26	130,204.		89,010.	41,194.				41,194.
27	70,853.		101,930.	-31,077.				-31,077.
28	43,747.		66,628.	-22,881.				-22,881.
29	56,871.		71,009.	-14,138.				-14,138.
30	38,120.		22,130.	15,990.				15,990.
31	61,405.		38,256.	23,149.				23,149.
32	85,967.		44,009.	41,958.				41,958.
33	48,968.		25,501.	23,467.				23,467.
34	1,802.		1,931.	-129.				-129.
35	3,049.		3,203.	-154.				-154.
36	49,210.		53,823.	-4,613.				-4,613.
37	65,613.		79,836.	-14,223.				-14,223.
38	97,293.		110,022.	-12,729.				-12,729.
39	51,654.		85,159.	-33,505.				-33,505.
40	165,569.		171,613.	-6,044.				-6,044.
41	25,598.		0.	25,598.				25,598.
42	73,645.		0.	73,645.				73,645.
							TOTAL	\$ 216,080.

STATEMENT 10
FORM 990-PF, PART XV, LINE 2A-D
APPLICATION SUBMISSION INFORMATION

NAME OF GRANT PROGRAM:

NAME:

CAROL BEERS

CARE OF:

STRATTON FOUNDATION

STREET ADDRESS:

PO BOX 100

CITY, STATE, ZIP CODE:

BLUE BELL, PA 19422

TELEPHONE:

E-MAIL ADDRESS:

FORM AND CONTENT:

WRITTEN REQUEST DESCRIBING NATURE OF PROGRAM

SUBMISSION DEADLINES:

NONE

RESTRICTIONS ON AWARDS:

NONE

Asset detail

Cash and cash equivalents

	Description	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,278,635 23	CRA4 (BNY Mellon, N.A., Member FDIC) (Principal Holding)	\$ 1,278,635 23	\$ 1,278,635 23		\$ 0 00	0 0%	8 2%
219 89	CRA4 (BNY Mellon, N.A., Member FDIC) (Income Holding)	219 89	219 89		0 00	0 0	0 0
	Principal Cash						
	Income Cash						
Total cash and cash equivalents		\$ 1,278,855 12	\$ 1,278,855 12	\$ 0 00	\$ 0 00		8 2%

Equities

U.S. large cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
800	Activis PLC (ACT)	\$ 257 4100	\$ 205,928 00	\$ 125,434.00		\$ 0 00	0 0%	1 3%
2,000	Eaton Corp PLC (ETN)	67 9600	135,920 00	143,685 58	-7,765 58	3,920 00	2 9	0 9
2,600	T E Connectivity Limited (TEL)	63 2500	164,450 00	161,286 35	3,163 65	3,016 00	1 8	1 1
1,300	Lyondellbasell Industries NV (LYB)	79 3900	103,207 00	103,577 13	-370 13	3,640 00	3 5	0 7
700	Affiliated Managers Group Inc (AMG)	212 2400	148,568 00	105,492 24	43,075 76	0 00	0 0	1 0
3,100	American Airlines Group Inc (AAL)	53 6300	166,253 00	123,347 45	42,905 55	1,240 00	0 8	1 1
1,300	Ameriprise Financial Inc (AMP)	132 2500	171,925 00	104,658 80	67,266 20	3,016 00	1 8	1 1
900	Amgen Inc (AMGN)	159 2900	143,361 00	92,709 89	50,651 11	2,844 00	2 0	0 9
3,800	C D W Corporation (CDW)	35 1700	133,646 00	130,938 50	2,707 50	1,026 00	0 8	0 9
550	CF Industries Holdings Inc (CF)	272 5400	149,897 00	138,135 32	11,761 68	3,300 00	2 2	1 0
2,100	CVS Caremark Corporation (CVS)	96 3100	202,251 00	122,493 92	79,757 08	2,940 00	1 5	1 3
1,800	Capital One Financial Corporation (COF)	82 5500	148,590 00	101,563 56	47,026 44	2,160 00	1 5	1 0
1,200	Conocophillips (COP)	69 0600	179,556 00	173,855.26		7,592 00	4 2	1 2
1,400	D R Horton Inc (DHI)	25 2900	177,030 00	152,005 79	25,024 21	1,750 00	1 0	1 1



December 1 - December 31, 2014

Stratton Foundation-Cust
Account number 108445E7780

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Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
3,900	Dow Chemical Co (DOW)	45 6100	177,879 00	143,228 66	34,650 34	6,552 00	3 7	1 2
2,300	Express Scripts Holdings, Inc. (ESRX)	84 6700	194,741 00	158,385 19	36,355 81	0 00	0 0	1 3
10,500	Ford Motor Company (F)	15 5000	162,750 00	163,566 30	-816 30	5,250 00	3 2	1 1
1,000	Gilead Sciences Inc (GILD)	94 2600	94,260 00	102,020 90	-7,760 90	0 00	0 0	0 6
* 2,150	Halliburton Co (HAL)	39 3300	84,559 50	73,390 25		1,548 00	1 8	0 5
1,400	Honeywell Intl Inc (HON)	99 9200	139,888 00	133,654 76	6,233 24	2,898 00	2 1	0 9
2,400	Macy's Inc (M)	65 7500	157,800 00	93,078 96	64,721 04	3,000 00	1 9	1 0
2,800	MetLife Inc (MET)	54 0900	151,452 00	150,288 04	1,163 96	3,920 00	2 6	1 0
1,000	Mohawk Inds Inc (MHK)	155 3600	155,360 00	145,403 70	9,956 30	0 00	0 0	1 0
4,200	Morgan Stanley (MS)	38 8000	162,960 00	147,784 98	15,175 02	1,680 00	1 0	1 1
3,500	Mylan Laboratories Inc (MYL)	56 3700	197,295 00	122,446 00	74,849 00	0 00	0 0	1 3
1,300	Norfolk Southern Corporation (NSC)	109 6100	142,493 00	143,853 71	-1,360 71	2,964 00	2 1	0 9
* 650 > 1,100	Occidental Petroleum Corp (OXY)	80 6100	141,067 50	140,837 60		5,040 00	3 6	0 9
2,900	Oracle Corp (ORCL)	44 9700	130,413 00	110,897 00	19,516 00	1,392 00	1 1	0 8
2,500	Phillips 66 (PSX)	71 7000	179,250 00	126,177 03	53,072 97	5,000 00	2 8	1 2
1,800	Prudential Financial Inc (PRU)	90 4600	162,828 00	158,836 50	3,991 50	4,176 00	2 6	1 1
2,100	Qualcomm Inc (QCOM)	74 3300	156,093 00	157,572 90	-1,479 90	3,528 00	2 3	1 0
2,700	Skyworks Solutions Inc (SWKS)	72 7100	196,317 00	85,735 23	110,581 77	1,404 00	0 7	1 3
1,700	Stanley Black & Decker Inc (SWK)	96 0800	163,336 00	136,526 99	26,809 01	3,536 00	2 2	1 1
1,400	The Travelers Companies Inc (TRV)	105 8500	148,190 00	125,606 00	22,584 00	3,080 00	2 1	1 0
* 1,200	Union Pac Corp (UNP)	119 1300	142,956 00	128,188 50		2,400 00	1 7	0 9
* 1,500	United Parcel Service Cl B (UPS)	111 1700	166,755 00	130,698 00		4,020 00	2 4	1 1
1,300	United Rentals Inc (URI)	102 0100	132,613 00	96,312 97	36,300 03	0 00	0 0	0 9
1,400	United Technologies Corp (UTX)	115 0000	161,000 00	158,701 52	2,298 48	3,304 00	2 1	1 0
800	Whirlpool Corp (WHR)	193 7400	154,992 00	120,440 84	34,551 16	2,400 00	1 6	1 0

* ~ donated

Stratton Foundation

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Equities

U.S. large cap
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
1,500	Zimmer Holdings Inc (ZMH)	113 4200	170,130 00	142,065 51	28,064 49	1,320 00	0 8	1 1
Total U.S. large cap			\$ 6,257,960 00			\$ 104,856 00		40 3%

U.S. mid cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
* 1,500	UGI Corp New (UGI)	\$ 37 9800	\$ 56,970 00	\$ 27,760 .00		\$ 1,305 00	2 3%	0 4%
Total U.S. mid cap			\$ 56,970 00			\$ 1,305 00		0 4%

U.S. small cap

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
43,317 65,645 > 27,809 012	Stratton Small Cap Value Fund (STSCX)	\$ 74 0500	\$ 2,059,257 34	\$ 851,840 .81		\$ 641 28	0 0%	13 3%
Total U.S. small cap			\$ 2,059,257 34			\$ 641 28		13 3%

Developed international

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
* 1,000	Agrium Inc (AGU)	\$ 94 7200	\$ 94,720 00	\$ 87,865 .00		\$ 3,120 00	3 3%	0 6%
* 1,200	Canadian National Railway Company (CNI)	68 9100	82,692 00	83,532 .00		1,071 60	1 3	0 5
2,800	Toronto Dominion Bank (TD)	47 7800	133,784 00	139,709 72	-5,925 72	4,631 20	3 5	0 9
Total developed international			\$ 311,196 00	\$		\$ 8,822 80		2 0%

Emerging markets

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
15,000	ISHARES Fise/Xinhua China 25 (FXI) Index FD	\$ 41 6200	\$ 624,300 00	\$ 645,934 50	\$ -21,634 50	\$ 15,690 00	2 5%	4 0%
10,000	ISHARES MSCI Emerging Markets Index (EEM) Fund	39 2900	392,900 00	351,610 00	41,290 00	8,760 00	2 2	2 5



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WEALTH MANAGEMENT

Account officer Carole Anderson 1948
855 630 4901

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* = Donated

Emerging markets
continued

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
15,000	Vanguard Emerging Markets ETF (VWO)	40.0200	600,300.00	335,449.50	264,850.50	17,145.00	2.9	3.9
Total emerging markets			\$ 1,617,500.00	\$ 1,332,994.00	\$ 284,506.00	\$ 41,595.00		10.4%

Equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
800	Simon Property Group Inc Reit (SPG)	\$ 182.1100	\$ 145,688.00	\$ 119,524.21	\$ 26,163.79	\$ 4,160.00	2.9%	0.9%
17,171.303	Stratton Real Estate Fund (STMDX)	36.4400	625,722.28	336,022.43		10,594.69	1.7	4.0
4,400	Weyerhaeuser Company (WY)	35.8900	157,916.00	150,104.88	7,811.12	5,104.00	3.2	1.0
Total equity reits			\$ 929,326.28	\$		\$ 19,858.69		6.0%

Other equity

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
54,303.242	Stratton Mid-Cap Value Fund (STRGX)	\$ 55.5000	\$ 3,013,829.93	\$ 1,867,291.57		\$ 1,191.96	0.0%	19.4%
Total other equity			\$ 3,013,829.93			\$ 1,191.96		19.4%
Total equities			\$ 14,246,039.55	\$ 10,171,516.45		\$ 178,270.73		91.8%

STRATTON FOUNDATION
 EIN 23-2508658
 Form 990-PF year-ended 12/31/2014

<u>Contribution</u>	<u>Amount</u>	<u>Purpose</u>
Ambler Theater, Inc. P.O. Box 676, 108 E. Butler Avenue Ambler, PA 19002	\$ 2,500	Cultural Arts General Program Support
Boca Grande Health Clinic Foundation P.O. Box 2340, 280 Park Avenue Boca Grande, FL 33921-2340	2,500	Social Services General Program Support
Brandywine Valley Summer Series 340 E. Hillendale Road Kennett Square, PA 19348	1,000	Social Services General Program Support
CASA of Philadelphia 1501 Cherry Street Philadelphia, PA 19101	5,000	Social Services General Program Support
Central Schwenkfelder Church 2111 Valley Forge Road Lansdale, PA 19446	10,000	Social Services Mission & Outreach Program Support
Chester County SPCA 1212 Phoenixville Pike West Chester, PA 19380	5,000	Social Services General Program Support
The Children's Hospital of Philadelphia 34th Street & Civic Center Boulevard Philadelphia, PA 19104-4399	10,000	Health Care Buerger Center Fund
Christ's Home 800 N York Road Warminster, PA 18974	5,000	Social Services General Program Support
Community Partnership School 1936 North Judson Street Philadelphia, PA 19121	13,500	Education Art Program & Teacher Salary Support
The Drake House 10500 Clara Drive Roswell, GA 30075	5,000	Social Services General Program Support
Elmwood Park (Norristown Zoological) 1661 Harding Boulevard Norristown, PA 19401	4,000	Conservation Annual Fund Raiser Gala Support
Episcopal Community Services 225 S Third Street Philadelphia, PA 19106	5,000	Social Services Annual Fund

STRATTON FOUNDATION
 EIN· 23-2508658
 Form 990-PF year-ended 12/31/2014

<u>Contribution</u>	<u>Amount</u>	<u>Purpose</u>
European Christian Mission (NA) Inc P.O. Box 1006 Pt. Roberts, WA 98281	5,000	Religious General Program Support
Friends of the Boca Grande Community Center P.O. Box 1222, 131 First Street West Boca Grande, FL 33921	2,500	Social Services General Program Support
Gasparilla Island Conservation P.O. Box 446, 131 First Street Boca Grande, FL 33921	2,500	Conservation General Program Support
Germantown Academy P. O. Box 287, 340 Morris Road Fort Washington, PA 19034-0287	3,500 5,665	Education Annual Fund New Bleachers
Hawk Mountain Sanctuary 1700 Hawk Mountain Road Kempston, PA 19529-9379	700 shs Air Product 12/9/2014 100,945	Education Amphitheater & Trail Project Support
HEART (Humane Equine Aid & Rapid Transport) 179 Acorn Hill Drive Madison, VA 22727	2,501	Animal Rescue General Program Support
Highland Historical Society 7001 Sheaff Lane Fort Washington, PA 19034	2,000	Conservation General Program Support
Inter-Faith Housing Alliance P.O. Box 141, 31 S. Spring Garden Street Ambler, PA 19002	4,000	Social Service General Program Support
The Jefferson Foundation 925 Chestnut Street, Suite 110 Philadelphia, PA 19107-4216	2,000 shs UGI Corp 7/22/2014 101,300	Educational The Paul C. Brucker Scholarship Fund
Jesse's House PO Box 3318 Cumming, GA 30028	5,000	Social Service General Program Support
Johann Fust Community Library PO Box 309, 1040 W Tenth Street Boca Grande, FL 33921	5,000	Education Annual Fund
Living Hope Farm 461 Indian Creek Road Harleysville, PA 19438	5,000	Social Service General Program Support

STRATTON FOUNDATION
 EIN 23-2508658
 Form 990-PF year-ended 12/31/2014

<u>Contribution</u>	<u>Amount</u>	<u>Purpose</u>
Lyric Fest 1013 Westview Street, 3rd Floor Philadelphia, PA 19119	5,000	Cultural Arts General Program Support
Manna On Main Street 713 West Main Street Lansdale, PA 19446	10,000	Social Services General Program Support
Meadowood Retirement Community 3205 Skippack Pike, P.O. Box 670 Worcester, PA 19490-0670	5,000	Health Care Health Center Annual Fund
Murphy-Harpst Children's Center 740 Fletcher Street Cedartown, GA 30125-3249	5,000	Social Services General Program Support
North Penn Commons c/o Univest Foundation 2506 North Broad Street, Suite 206 Colmar, PA 18915	25,000	Social Service Capital Campaign - North Penn Commons
Penn Wissahickon Hospice 3535 Market Street, Suite 750 Philadelphia, PA 19104	5,000	Social Services David Bradley Program
Schwenkfelder Library & Heritage Center 105 Seminary Street Pennsburg, PA 18073-1898	3,000	Education Annual Fund
Sebastian Riding Associates, Inc. 3589 Water Street Road Collegeville, PA 19426	3,500	Social Services Computer System Replacement
Senior Services of North Fulton 3060 Royal Blvd, Suite 130 Alpharetta, GA 30022	5,000	Social Services General Program Support
Settlement Music School P.O. Box 63966 Philadelphia, PA 19147-3966	5,000	Education General Program Support
Silver Springs - Martin Luther School 512 W. Township Line Road Plymouth Meeting, PA 19462-1001	25,000	Education Mt. Airy & Plymouth Meeting Outpatient Mental Health Clinics - furniture & equipment
Stand Up For Kids - North Fulton 83 Walton Street NW, Suite 100 Atlanta, GA 30303	5,000	Education North Fulton Initiative "Dream Trust"

STRATTON FOUNDATION
EIN 23-2508658
Form 990-PF year-ended 12/31/2014

<u>Contribution</u>	<u>Amount</u>	<u>Purpose</u>
Storybook Farm 300 Cusseta Road Opelika, AL 36801	1,000	Social Services General Program Support
Theatre Horizon 401 DeKalb Street Norristown, PA 19401	10,000	Cultural Arts General Program Support
Trinity Church 966 Trinity Lane King of Prussia, PA 19406	5,000	Religious Accessibility Fund
West Philadelphia Alliance for Children 3603 Hamilton Street Philadelphia, PA 19104	5,000	Education General Program Support
Whitemarsh Foundation PO Box 538 Lafayette Hill, PA 19444	25,000	Conservation Parking Lot construction
WHYY, Inc. Independence Mall West, 150 North Sixth Street Philadelphia, PA 19106	15,000	Cultural Arts <i>On Stage at Curtis</i> Program Support
The Will to Live Foundation Inc. 5805 State Bridge Rd., #G212 Johns Creek, GA 30097	5,000	Social Service General Program Support
Wissahickon Valley Watershed Association 12 Morris Road Ambler, PA 19002-5499	25,000	Conservation Staff Naturalist Salary Support
Woodmere Art Museum 9201 Germantown Avenue Philadelphia, PA 19118	5,000	Cultural Arts Education Program Support
Young Life North Fulton PO Box 619 Alpharetta, GA 60009	5,000	Social Service General Program Support
TOTAL GRANTS:	\$ 515,911	
CASH GRANTS	313,666	
NON-CASH GRANTS	202,245	