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

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

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)
R E V E N U E	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.	18,880.	
	17 Interest				
	18 Taxes (attach schedule)(see instrs) SEE STM 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.	
O P E R A T I N G A N D E X P E N S E S	24 Total operating and administrative expenses. Add lines 13 through 23	72,206.	20,374.	72,206.	
	25 Contributions, gifts, grants paid	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.	

<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	<b>Beginning of year</b>	<b>End of year</b>	
			<b>(a) Book Value</b>	<b>(b) Book Value</b>	<b>(c) Fair Market Value</b>
<b>A S S E T S</b>	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	Land, buildings, and equipment basis			
		Less accumulated depreciation (attach schedule)			
	15	Other assets (describe	)		
	16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)		9,017,209.	11,717,273.
					15,791,797.
<b>L I A B I L I T I E S</b>	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	<b>Total liabilities</b> (add lines 17 through 22)		0.	0.
<b>N F E U T D A S B S A E T A S N C O E R S</b>	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	<b>Total net assets or fund balances</b> (see instructions)	9,017,209.	11,717,273.	
	31	<b>Total liabilities and net assets/fund balances</b> (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)	3	69,453.
4	Add lines 1, 2, and 3	4	11,760,695.
5	Decreases not included in line 2 (itemize)	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)
1a 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)		If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7		2	216,080.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)				3	-32,078.
If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8					

**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)	1	7,767.
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	2	0.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (b)	3	7,767.
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0.
3	Add lines 1 and 2	5	7,767.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	6	
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-	6a	25,600.
6	Credits/Payments	6b	
a	2014 estimated tax pmts and 2013 overpayment credited to 2014	6c	
b	Exempt foreign organizations – tax withheld at source	6d	
c	Tax paid with application for extension of time to file (Form 8868)	7	25,600.
d	Backup withholding erroneously withheld	8	
7	Total credits and payments Add lines 6a through 6d	9	0.
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	10	17,833.
9	Tax due If the total of lines 5 and 8 is more than line 7, enter amount owed	11	0.
10	Overpayment If line 7 is more than the total of lines 5 and 8, enter the amount overpaid		
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ► 17,833.   Refunded		

**Part VII-A Statements Regarding Activities**

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?	Yes	No
1 b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	X	
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			
1 c	Did the foundation file <b>Form 1120-POL</b> 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.	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? If 'Yes,' attach a detailed description of the activities	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? If 'Yes,' attach a conformed copy of the changes	X	
4 a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? b If 'Yes,' has it filed a tax return on <b>Form 990-T</b> for this year?	X	
4 b	Was there a liquidation, termination, dissolution, or substantial contraction during the year? If 'Yes,' attach the statement required by <i>General Instruction T</i>	N/A	
5	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	
6	Did the foundation have at least \$5,000 in assets at any time during the year? If 'Yes,' complete Part II, column (c), and Part XV	X	
7	8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► PA	X	
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 <i>General Instruction G</i> ? If 'No,' attach explanation	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)? If 'Yes,' complete Part XIV	X	
10	Did any persons become substantial contributors during the tax year? If 'Yes,' attach a schedule listing their names and addresses	X	

BAA

Form 990-PF (2014)

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

11		X
12		X
13	X	
14	Telephone no ► 610-964-8766	Website address ► N/A
15	ZIP + 4 ► 19422	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A
16	Yes X	No
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 ►		

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

	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
1 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 ►		N/A
1 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?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No
If 'Yes,' list the years ► 20 __ , 20 __ , 20 __ , 20 __		
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)		N/A
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► 20 __ , 20 __ , 20 __ , 20 __		
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)		N/A
4 a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X



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

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

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

**Total** number of others receiving over \$50,000 for professional services

0

**Part IX-A Summary of Direct Charitable Activities**

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

## Expenses

1	<u>N/A</u>	
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	<u>N/A</u>	
2		

All other program-related investments See instructions

3

**Total. Add lines 1 through 3**

0.

**BAA**

**Form 990-PF (2014)**

**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	13,205,494.
b Average of monthly cash balances	1b	1,209,176.
c Fair market value of all other assets (see instructions)	1c	
d Total (add lines 1a, b, and c)	1d	14,414,670.
e Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2 Acquisition indebtedness applicable to line 1 assets	2	0.
3 Subtract line 2 from line 1d	3	14,414,670.
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	2a	7,767.
b Income tax for 2014 (This does not include the tax from Part VI)	2b	
c Add lines 2a and 2b	2c	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	1a	515,911.
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	3a	
a Suitability test (prior IRS approval required)	3b	
b Cash distribution test (attach the required schedule)	4	515,911.
4 Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	5	
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)	6	515,911.
6 Adjusted qualifying distributions. Subtract line 5 from line 4		

**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			106,628.	
a Enter amount for 2013 only		0.		
b Total for prior years 20 ____, 20 ____				
3 Excess distributions carryover, if any, to 2014				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e		0.		
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 515,911.			106,628.	
a Applied to 2013, but not more than line 2a				
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 XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

1 a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling				►
b	Check box to indicate whether the foundation is a private operating foundation described in section				<input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
2 a	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)(ii)				
(3)	Largest amount of support from an exempt organization				
(4)	Gross investment income				

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

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

NONE

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

NONE

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc, Programs:**

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

**SEE STATEMENT 10**

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

**SEE STATEMENT FOR LINE 2A**

c Any submission deadlines

**SEE STATEMENT FOR LINE 2A**

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

**SEE STATEMENT FOR LINE 2A**

**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 Paid during the year</i>				
CASH GRANTS - SEE ATTACHED			SEE ATTACHED	313,666.
STOCK GRANTS - SEE ATTACHED			SEE ATTACHED	202,245.
<b>Total</b>			► 3a	515,911.
<i>b Approved for future payment</i>				
<b>Total</b>			► 3b	

**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) Exclu- sion 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			14	72.	
4 Dividends and interest from securities			14	190,998.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			14	1,559.	
8 Gain or (loss) from sales of assets other than inventory			18	216,080.	
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)				408,709.	
13 Total. Add line 12, columns (b), (d), and (e)			13	408,709.	

(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 )
N/A	

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

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
- (2) Other assets

### **b Other transactions**

- (1) Sales of assets to a noncharitable exempt organization
- (2) Purchases of assets from a noncharitable exempt organization
- (3) Rental of facilities, equipment, or other assets
- (4) Reimbursement arrangements
- (5) Loans or loan guarantees
- (6) Performance of services or membership or fundraising solicitations

Sharing of facilities, equipment, mailing lists, other assets, or paid employees

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.

	Yes	No
1 a (1)		X
1 a (2)		X
1 b (1)		X
1 b (2)		X
1 b (3)		X
1 b (4)		X
1 b (5)		X
1 b (6)		X
1 c		X

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.

<b>(a) Line no</b>	<b>(b) Amount involved</b>	<b>(c) Name of noncharitable exempt organization</b>	<b>(d) Description of transfers, transactions, and sharing arrangements</b>
N/A			

**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

<b>(a) Name of organization</b>	<b>(b) Type of organization</b>	<b>(c) Description of relationship</b>
N/A		

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.

Sign  
Here

Carol Stratton Beers 5/13/15 ► PRESIDENT  
Date: 5/13/15  
Title: President

May the IRS discuss this return with the preparer shown below (see instructions)?

Signature of officer or trustee		Date	Title	X Yes	No	
<b>Paid Preparer Use Only</b>	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	DOROTHY A. LACY		Dorothy A. Lacy	5/11/15	P00317567	
	Firm's name	► BEUCLER KELLY & IRWIN LTD.			Firm's EIN	► 23-2371615
Firm's address	► 125 STRAFFORD AVE STE 116			Phone no. (610) 688-3200		
	WAYNE, PA 19087-3388					

**BAA**

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

Department of the Treasury  
Internal Revenue Service

OMB No 1545-0047

**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](http://www.irs.gov/form990)

**2014**

Name of the organization

Employer identification number

STRATTON FOUNDATION

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 <b>STRATTON FOUNDATION</b>	Employer identification number <b>23-2508658</b>
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**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.)
		\$	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

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

2014

## 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.	\$ 0.	\$ 4,000.	\$ 0.
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.	\$ 0.
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.	\$ 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

23-2508658

**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.	
<b>TOTAL</b>	<b>\$ 732.</b>	<b>\$ 7.</b>	<b>\$ 732.</b>	<b>\$ 0.</b>

**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.
		<b>\$ 10,171,516.</b>	<b>\$ 14,246,040.</b>

**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.
<b>TOTAL</b>	<b>\$ 69,453.</b>

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

JWS ESTATE K-1 INCOME	\$ 43,421.
ROUNDING	1.
<b>TOTAL</b>	<b>\$ 43,422.</b>

**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

**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.

**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						
<b>Total cash and cash equivalents</b>	<b>\$ 1,278,855.12</b>	<b>\$ 1,278,855.12</b>		<b>\$ 0.00</b>	<b>\$ 0.00</b>	<b>8.2%</b>

## 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	Actavis PLC ( ACT )	\$ 257.4100	\$ 205,928.00	\$ (25,934.00)		\$ 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 )	36.3100	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

## 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	37	12
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	32	11
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	73,290.25		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 > 1,750	Occidental Petroleum Corp ( OXY )	80.6100	141,067.50	140,837.60		5,040.00	3.6	0.9
1,100	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	126,777.03	53,072.97	5,000.00	2.8	1.2
1,800	Prudential Financial Inc ( PRU )	90.4600	162,828.00	158,936.50	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 ( UPN )	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	130,685.00		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

**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	142,085.51	28,064.49	1,320.00	0.8	1.1
<b>Total U.S. large cap</b>			<b>\$ 6,257,960.00</b>			<b>\$ 104,856.00</b>		<b>40.3%</b>

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	\$ 22,760.00		\$ 1,305.00	2.3%	0.4%
<b>Total U.S. mid cap</b>			<b>\$ 56,970.00</b>			<b>\$ 1,305.00</b>		<b>0.4%</b>

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
* 3.63 > 27,809.012	Stratton Small Cap Value Fund ( STSCX )	\$ 74.0500	\$ 2,059,257.34	\$ 851,840.81		\$ 641.28	0.0%	13.3%
<b>Total U.S. small cap</b>			<b>\$ 2,059,257.34</b>			<b>\$ 641.28</b>		<b>13.3%</b>

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

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 Fts/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

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
<b>Total emerging markets</b>			<b>\$ 1,617,500.00</b>	<b>\$ 1,332,994.00</b>	<b>\$ 284,506.00</b>	<b>\$ 41,595.00</b>		<b>10.4%</b>

## 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	\$ 145,668.00	\$ 119,524.21	\$ 26,163.79	\$ 4,160.00	2.9%	0.9%
17,171	Stratton Real Estate Fund ( STMDX )	36.4400	625,722.28	<b>336,022.43</b>		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
			<b>\$ 929,326.28</b>	<b>\$</b>		<b>\$ 19,658.69</b>		<b>6.0%</b>

## Total equity reits

Shares/par value	Description	Market price	Market value	Tax cost	Unrealized gain (or loss)	Estimated annual income	Current yield	Pct of holdings
54,303	Stratton Mid-Cap Value Fund ( STRGX )	\$ 55.5000	\$ 3,013,829.93	\$ 1,867,291.57		\$ 1,191.96	0.0%	19.4%
<b>Total other equity</b>			<b>\$ 3,013,829.93</b>			<b>\$ 1,191.96</b>		<b>19.4%</b>
<b>Total equities</b>			<b>\$ 14,246,039.55</b>	<b>\$ 10,171,516.45</b>	<b>\$ 178,270.73</b>	<b>\$ 178,270.73</b>		<b>91.8%</b>

**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 Kempton, 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-Harbst 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 30009	5,000	Social Service General Program Support
 <b>TOTAL GRANTS:</b>	 <b>\$ <u>515,911</u></b>	
<b>CASH GRANTS</b>	313,666	
<b>NON-CASH GRANTS</b>	202,245	