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Form 990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation CLANEIL FOUNDATION INC		A Employer identification number 23-6445450	
Number and street (or P O box number if mail is not delivered to street address) 2250 HICKORY ROAD NO 450		B Telephone number (see instructions) (610) 828-6331	
City or town, state or province, country, and ZIP or foreign postal code PLYMOUTH MEETING, PA 19462		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 68,321,770		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	547	547		
	4 Dividends and interest from securities.	893,698	893,698		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	4,570,490			
	b Gross sales price for all assets on line 6a 4,766,107				
	7 Capital gain net income (from Part IV, line 2) . . .		4,570,401		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	134,092	143,958		
	12 Total. Add lines 1 through 11	5,598,827	5,608,604		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	7,428	7,428		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	107,510	0		0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	71	0		107
	24 Total operating and administrative expenses. Add lines 13 through 23	115,009	7,428		107
	25 Contributions, gifts, grants paid	2,796,208			2,496,700
	26 Total expenses and disbursements. Add lines 24 and 25	2,911,217	7,428		2,496,807
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	2,687,610			
	b Net investment income (if negative, enter -0-)		5,601,176		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	2,211	37,211	37,211
	2	Savings and temporary cash investments	12,189	1,892,336	1,892,336
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	1,000	1,000	1,000
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	2,224,600	2,224,600	3,798,087
	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)	60,507,643	61,321,977	62,553,090
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)	40,000	40,046	40,046	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	62,787,643	65,517,170	68,321,770	
Liabilities	17	Accounts payable and accrued expenses	13,065	13,075	
	18	Grants payable	1,360,725	1,660,233	
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)	55,379	31,443	
	23	Total liabilities (add lines 17 through 22)	1,429,169	1,704,751	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☒ and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	61,358,474	63,812,419	
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☐ and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	61,358,474	63,812,419	
	31	Total liabilities and net assets/fund balances (see instructions) . . .	62,787,643	65,517,170	

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 61,358,474
2	Enter amount from Part I, line 27a	2 2,687,610
3	Other increases not included in line 2 (itemize) ▶ _____	3 945,346
4	Add lines 1, 2, and 3	4 64,991,430
5	Decreases not included in line 2 (itemize) ▶ _____	5 1,179,011
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 63,812,419

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	4,570,401
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	2,905,955	65,258,814	0 044530
2012	3,221,780	60,793,014	0 052996
2011	2,674,256	61,507,739	0 043478
2010	3,645,709	59,915,040	0 060848
2009	3,476,350	54,311,659	0 064007

2	Total of line 1, column (d).	2	0 265859
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 053172
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	68,528,468
5	Multiply line 4 by line 3.	5	3,643,796
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	56,012
7	Add lines 5 and 6.	7	3,699,808
8	Enter qualifying distributions from Part XII, line 4.	8	2,496,807

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

1a		Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		1112,024	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		20	
3		Add lines 1 and 2.		3112,024	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		40	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5112,024	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	67,500	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	40,000	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7107,500	
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		94,524	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐		11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶WWW CLANEILFOUNDATION ORG				
14	The books are in care of ▶ROBERT D MCNEIL Telephone no ▶(610) 941-1131 Located at ▶2250 HICKORY RD SUITE 450 PLYMOUTH MEETING PA ZIP +4 ▶19462			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

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

5b

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

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

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

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

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

6b

No

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

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

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

2

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

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

Total

number of other employees paid over \$50,000.

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services.		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	
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	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	68,885,037
b	Average of monthly cash balances.	1b	646,008
c	Fair market value of all other assets (see instructions).	1c	41,004
d	Total (add lines 1a, b, and c).	1d	69,572,049
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	69,572,049
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,043,581
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	68,528,468
6	Minimum investment return. Enter 5% of line 5.	6	3,426,423

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	3,426,423
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	112,024
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	1,183
c	Add lines 2a and 2b.	2c	113,207
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,313,216
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,313,216
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . .	7	3,313,216

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	2,496,807
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,496,807
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	2,496,807
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					3,313,216
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only.				0	
b Total for prior years 20____, 20____, 20____			0		
3 Excess distributions carryover, if any, to 2014					
a From 2009. 776,657					
b From 2010. 685,258					
c From 2011.					
d From 2012. 226,371					
e From 2013.					
f Total of lines 3a through e.		1,688,286			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 2,496,807					
a Applied to 2013, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).			0		
c Treated as distributions out of corpus (Election required—see instructions).		0			
d Applied to 2014 distributable amount.					2,496,807
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).)		816,409			816,409
6 Enter the net total of each column as indicated below:					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		871,877			
b Prior years' undistributed income Subtract line 4b from line 2b.			0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				0	
d Subtract line 6c from line 6b Taxable amount—see instructions			0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).		0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .		0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a		871,877			
10 Analysis of line 9					
a Excess from 2010. . . . 645,506					
b Excess from 2011. . . .					
c Excess from 2012. . . . 226,371					
d Excess from 2013. . . .					
e Excess from 2014. . . .					

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

1a

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

b

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

☐ 4942(j)(3) ☐ 4942(j)(5)

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

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

1

Information Regarding Foundation Managers:

a

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

See Additional Data Table

b

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

2

Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

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

a

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

MAILEE WALKER
2250 HICKORY ROAD STE 450
PLYMOUTH MEETING, PA 19462
(610) 941-1131

b

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

ALL LETTERS OF INTENT AND PROPOSALS MUST BE SUBMITTED VIA THE FOUNDATION'S ONLINE PORTAL THE SUBMISSION INCLUDES A DESCRIPTION OF THE ORGANIZATION, ITS MISSION AND A PROJECT DESCRIPTION, PROJECT AND ORGANIZATIONAL BUDGETS, LIST OF CURRENT BOARD MEMBERS AND THEIR AFFILIATIONS, PROOF OF TAX-EXEMPT STATUS UNDER SECTION 501(C)(3), INCLUDING THE DETERMINATION THAT THE ORGANIZATION IS NOT A PRIVATE FOUNDATION UNDER SECTION 509(A)(1), (2), OR (3), A COPY OF THE MOST RECENTLY COMPLETED AUDIT OR IRS FORM 990

c

Any submission deadlines

LETTERS OF INTENT DECEMBER 1 AND JUNE 30 PROPOSALS MARCH 1 AND AUGUST 15

d

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

AWARDS SUPPORT ACTIVITIES IN EDUCATION, ENVIRONMENT, HEALTH/HUMAN SERVICES, HUNGER, NUTRITION AND FOOD SYSTEM THE COMMUNITY GRANT PROGRAM PROVIDES GENERAL OPERATING AND PROGRAM SUPPORT TO ORGANIZATIONS LOCATED IN CHESTER, DELAWARE, MONTGOMERY AND PHILADELPHIA COUNTIES IN PENNSYLVANIA THE SPECIAL PROJECT FUND SUPPORTS WORK IN THE MID-ATLANTIC STATES AND NEW ENGLAND ORGANIZATIONS MAY DIRECTLY APPLY TO THE COMMUNITY GRANT PROGRAM AND SPECIAL PROJECT FUND THE EMERGING LEADERS FUND AND THE PROACTIVE GRANT PROGRAM ARE INVITATION-ONLY GRANT PROGRAMS, AND UNSOLICITED INQUIRIES ARE NOT ACCEPTED

Form 990-PF (2014)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	2,496,700
b Approved for future payment See Additional Data Table				
Total			3b	785,700

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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?			Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of				
(1) Cash.		1a(1)		No
(2) Other assets.		1a(2)		No
b Other transactions				
(1) Sales of assets to a noncharitable exempt organization.		1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)		No
(3) Rental of facilities, equipment, or other assets.		1b(3)		No
(4) Reimbursement arrangements.		1b(4)		No
(5) Loans or loan guarantees.		1b(5)		No
(6) Performance of services or membership or fundraising solicitations.		1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c		No
d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received				

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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	*****	2015-11-03	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name MICHAEL J HARFF	Preparer's Signature	Date 2015-11-12	Check if self-employed ☒	PTIN P00024916
	Firm's name ☒ MAC CAPITAL PARTNERS INC			Firm's EIN ☒	20-3515796
	Firm's address ☒ 2250 HICKORY ROAD SUITE 450 PLYMOUTH MEETING, PA 19462			Phone no	(610) 828-6331

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SHORT-TERM CAPITAL GAIN - THE TIFF KEYSTONE FUND LP	P	2014-01-01	2014-12-31
LONG-TERM CAPITAL GAIN - THE TIFF KEYSTONE FUND LP	P	2014-01-01	2014-12-31
SEC 1231 GAIN - THE TIFF KEYSTONE FUND LP	P	2014-01-01	2014-12-31
SEC 1231 LOSS - THE TIFF KEYSTONE FUND LP - EAGLE ROCK PTP C/F ALLOWED	P	2014-01-01	2014-12-31
SEC 1256 GAIN - THE TIFF KEYSTONE FUND	P	2014-01-01	2014-12-31
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
431,728			431,728
3,421,959			3,421,959
6,209			6,209
		89	-89
		195,617	-195,617
906,211			906,211

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			431,728
			3,421,959
			6,209
			-89
			-195,617
			906,211

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MICHAEL H JORDAN	DIRECTOR/CHAIR 25 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
BARBARA M JORDAN	DIRECTOR/SECRETARY 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
ROBERT D MCNEIL	DIRECTOR/TREASURER 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
JENNIFER C MCNEIL	DIRECTOR/VICE CHAIR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
MARJORIE M FINDLAY	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
GEOFFREY T FREEMAN	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
GRETCHEN M MENZIES	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
PATRICIA D GRAY	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
KAREN GOWEN	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
JEFFREY MOLITOR	DIRECTOR 2 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				
MAILEE WALKER SEE STMT 19	EXECUTIVE DIRECTOR 40 00	0	0	0
C/O 2250 HICKORY RD SUITE 450 PLYMOUTH MEETING,PA 19462				

Form 990PF Part XV Line 1a - List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000).

BARBARA M JORDAN
ROBERT D MCNEIL
MARJORIE M FINDLAY

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
AFRICAN FAMILY HEALTH ORGANIZATION 4415 CHESTNUT STREET SUITE 202 PHILADELPHIA,PA 19104		509(A)(1)	"COMMENCEMENTS SAINS" (HEALTHY BEGINNINGS) MATERNAL CHILD HEALTH PROGRAM	7,500
AMERICAN FARMLAND TRUST 1600 CONNECTICUT AVE SUITE 600 WASHINGTON,DC 20036		509(A)(1)	GAINING INSIGHTS, GAINING ACCESS	50,000
APPALACHIAN MOUNTAIN CLUB 5 JOY STREET BOSTON,MA 02108		509(A)(1)	MASTER WATERSHED STEWARDSHIP PROGRAM	5,000
AUGUSTINIAN DEFENDERS OF THE RIGHTS OF THE POOR 2130 SOUTH 21ST STREET PHILADELPHIA,PA 19145		509(A)(1)	UNITY CLINIC	7,500
AWBURY ARBORETUM THE FRANCIS COPE HOUSE 1 AWBURY RD PHILADELPHIA,PA 19138		509(A)(2)	TEEN LEADERSHIP CORPS (TLC) AT AWBURY ARBORETUM	7,500
BENEFITS DATA TRUST TWO LOGAN SQUARE SUITE 550 PHILADELPHIA,PA 19103		509(A)(2)	HUNGRY FOR HEALTH	1,000
BIG PICTURE PHILADELPHIA 126 W DAUPHIN ST PHILADELPHIA,PA 19133		509(A)(1)	GENERAL OPERATING	5,000
BOSTON FOUNDATION 54 WILDE ROAD WABAN,MA 02468		509(A)(1)	URBAN FOOD INITIATIVE DBA DAILY TABLE	50,000
BOYS & GIRLS CLUB OF CHESTER 201 EAST 7TH STREET CHESTER,PA 19013		509(A)(1)	AFTERSCHOOL ACADEMIC AND TECHNOLOGY PROGRAM	7,500
BRANDYWINE HEALTH FOUNDATION 50 SOUTH FIRST AVE COATESVILLE,PA 19320		509(A)(1)	FESTIVE 5K	5,000
BREAKTHROUGH OF GREATER PHILADELPHIA 34 WEST COULTER STREET PHILADELPHIA,PA 19144		509(A)(1)	GENERAL OPERATING	15,000
BRIDGE OF HOPE LCC 1516 OLIVE STREET COATESVILLE,PA 19320		509(A)(1)	GENERAL OPERATING FOR CHESTER COUNTY	9,000
CASA YOUTH ADVOCATES INC PO BOX 407 MEDIA,PA 19063		509(A)(1)	GENERAL OPERATING	8,000
CENTER FOR RURAL AFFAIRS 145 MAIN STREET LYONS,NE 68038		509(A)(1)	NATIONAL YOUNG FARMERS COALITION	50,000
CHESTER COUNTY COMMUNITY DENTAL CENTER 744 EAST LINCOLN HIGHWAY COATESVILLE,PA 19320		509(A)(1)	COMPREHENSIVE DENTAL CARE	9,000
Total  3a				2,496,700

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
CHESTER COUNTY COMMUNITY FOUNDATION 28 WEST MARKET STREET WEST CHESTER,PA 19382		509(A)(1)	KELLY FAMILY FOUNDATION	2,500
CHESTER COUNTY FOOD BANK 650 PENNSYLVANIA DRIVE EXTON,PA 19341		509(A)(1)	GENERAL OPERATING	72,000
CHESTER COUNTY FUND FOR WOMEN AND GIRLS 1025 ANDREW DRIVE SUITE 200 WEST CHESTER,PA 19380		509(A)(1)	GENERAL OPERATING	24,000
CHESTER COUNTY FUTURES 704 HAYWOOD DRIVE EXTON,PA 19341		509(A)(1)	GENERAL OPERATING	7,500
CHESTER RIDLEY CRUM WATERSHEDS ASSOCIATION PO BOX 227 GRADYVILLE,PA 19039		509(A)(2)	GENERAL OPERATING	5,000
CHILD ADVOCACY CENTER OF MONTGOMERY COUNTY DBA MISSION KIDS PO BOX 413 BLUE BELL,PA 19422		509(A)(1)	GENERAL OPERATING	8,000
CITIZEN ADVOCACY OF CHESTER COUNTY 205 CHURCH STREET PHOENIXVILLE,PA 19460		509(A)(1)	GENERAL OPERATING	10,000
COATESVILLE CENTER FOR COMMUNITY HEALTH 1001 EAST LINCOLN HIGHWAY COATESVILLE,PA 19320		509(A)(1)	COATESVILLE YOUTH INITIATIVE & GENERAL OPERATING	31,000
COATESVILLE YOUTH INITIATIVE 50 SOUTH 1ST AVENUE COATESVILLE,PA 19320		509(A)(1)	GENERAL OPERATING	37,000
COLLEGE POSSIBLE 540 FAIRVIEW AVE N SUITE 304 SAINT PAUL,MN 55104		509(A)(1)	COLLEGE POSSIBLE PHILADELPHIA	60,000
THE COMMUNITY COALITION 174 BRIDGE STREET PHOENIXVILLE,PA 19460		509(A)(1)	GENERAL OPERATING	10,000
COMMUNITY COLLEGE OF PHILADELPHIA FOUNDATION 1700 SPRING GARDEN STREET PHILADELPHIA,PA 19130		509(A)(1)	SINGLE STOP AT COMMUNITY COLLEGE OF PHILADELPHIA	50,000
COMMUNITY LEGAL SERVICES 1424 CHESTNUT STREET PHILADELPHIA,PA 19102		509(A)(1)	HUNGER ADVOCACY PROJECT - FIGHTING HUNGER IN PHILADELPHIA AND PENNSYLVANIA	9,000
COMMUNITY PARTNERSHIP SCHOOL 1936 N JUDSON ST PHILADELPHIA,PA 19121		509(A)(1)	GENERAL OPERATING	10,000
COMMUNITY VOLUNTEERS IN MEDICINE 300B LAWRENCE DRIVE WEST CHESTER,PA 19380		509(A)(1)	HEALTH FREE MEDICAL AND DENTAL CARE FOR UNSURED WOMEN AND CHILDREN	5,000
Total  3a				2,496,700

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COTTON BAY FOUNDATION 52 WATERFRONT CIRCLE BUFFALO, NY 14202		509(A)(1)	GENERAL OPERATING	3,500
DELAWARE RIVERKEEPER NETWORK 925 CANAL STREET SUITE 3701 BRISTOL, PA 19007		509(A)(1)	RIVER-FRIENDLY GARDENS/GENERAL OPERATING	9,000
DRUEDING CENTER 413 W MASTER ST PHILADELPHIA, PA 19122		509(A)(1)	GENERAL OPERATING	7,500
EDUCATION LAW CENTER 1315 WALNUT STREET SUITE 400 PHILADELPHIA, PA 19107		509(A)(1)	ENSURING EQUAL ACCESS TO EDUCATION FOR CHILDREN IN FOSTER CARE AND/OR EXPERIENCING HOMELESSNESS	6,500
EDUCATION PLUS INC 970 SPROUL ROAD BRYN MAWR PA, PA 19010		509(A)(2)	PHILADELPHIA SOCIAL INNOVATIONS LAB	5,000
ENVIRONMENTAL LEADERSHIP PROGRAM PO BOX 907 GREENBELT, MD 20768		509(A)(1)	EGA - PARTICIPATION, ENVIRONMENTAL LEADERSHIP PROGRAM	51,500
EQUITY TRUST PO BOX 746 AMHERST, MA 01004		509(A)(1)	SECURE LANDS FOR URBAN AGRICULTURE	38,000
FAIR FOOD 1315 WALNUT STREET SUITE 532 PHILADELPHIA, PA 19107		509(A)(2)	GENERAL OPERATING	10,000
FAMILY SERVICE OF CHESTER COUNTY 310 N MATLACK ST WEST CHESTER, PA 19380		509(A)(1)	GENERAL OPERATING	7,000
FARM COMMONS PO BOX 3050 MADISON, WI 53705		509(A)(1)	START-UP FUNDING	60,000
FEDERATION OF NEIGHBORHOOD CENTERS 1528 WALNUT STREET SUITE 200 PHILADELPHIA, PA 19102		509(A)(1)	TEENS 4 GOOD	12,000
FOOD & ENVIRONMENT REPORTING NETWORK 1133 BROADWAY SUITE 706 NEW YORK, NY 10010		509(A)(1)	GENERAL OPERATING	10,000
FOODCORPS 2544 NW UPSHUR STREET PORTLAND, OR 97210		509(A)(1)	EMERGING LEADERS FUND	50,000
FOODFIGHT 21 W 46TH STREET SUITE 1205 NEW YORK, NY 10036		509(A)(1)	FOODFIGHT	35,000
THE FOOD TRUST 1617 JOHN F KENNEDY BLVD SUITE 900 PHILADELPHIA, PA 19103		509(A)(1)	PHILADELPHIA SNAP ENROLLMENT TASK FORCE & INCREASING ACCESS TO HEALTHY, LOCALLY-GROWN FOODS	11,000
Total  3a				2,496,700

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FOUND IN TRANSLATION 45 PROSPECT ST CAMBRIDGE,MA 02176		509(A)(1)	START-UP FUNDING	60,000
FOUNDATION AT GREAT VALLEY 47 CHURCH ROAD MALVERN,PA 19355		509(A)(1)	GREAT VALLEY SCHOOL DISTRICT FOOD SERVICE DEPARTMENT	5,000
FREE LIBRARY OF PHILADELPHIA FOUNDATION 1901 VINE STREET SUITE 111 PHILADELPHIA,PA 19103		509(A)(1)	CULINARY LITERACY CENTER	12,000
FRIENDS OF FARMWORKERS 699 RANSTEAD STREET 4TH FLOOR PHILADELPHIA,PA 19106		509(A)(1)	VOICES FROM THE FIELDS BRINGING FARM LABOR TO THE FOOD JUSTICE TABLE	5,000
FULL FRAME INITIATIVE 308 MAIN STREET SUITE 2A GREENFIELD,MA 01301		509(A)(1)	KATYA FELS SMYTH	50,000
FUND FOR PHILADELPHIA ROOM 708 CITY HALL PHILADELPHIA,PA 19107		509(A)(2)	IMPROVING PHILADELPHIA'S FOOD SYSTEM	5,000
THE GARAGE COMMUNITY AND YOUTH CENTER 115 S UNION STREET KENNETT SQUARE,PA 19348		509(A)(1)	PREVENTION AND INTERVENTION PROGRAM FOR AT-RISK YOUTH	9,000
GEARING UP 1221 LOCUST STREET PHILADELPHIA,PA 19107		509(A)(1)	GEARING UP	5,000
GIRL TREK PO BOX 53175 WASHINGTON,DC 20009		509(A)(1)	GENERAL OPERATING	60,000
GREATER PHILADELPHIA COALITION AGAINST HUNGER 1725 FAIRMOUNT AVENUE UNIT 102 PHILADELPHIA,PA 19130		509(A)(1)	GREEN LIGHT PANTRY PROJECT & GENERAL OPERATING	16,000
HEADSTRONG FOUNDATION 232 GREEN AVENUE HOLMES,PA 19043		509(A)(2)	GENERAL OPERATING	2,500
HIAS AND COUNCIL DBA HIAS PENNSYLVANIA 2100 ARCH ST PHILADELPHIA,PA 19103		509(A)(1)	IMMIGRANT YOUTH ADVOCACY PROJECT	9,000
HOME OF THE SPARROW 969 E SWEDESFORD ROAD EXTON,PA 19341		509(A)(1)	HOUSING FIRST	9,000
HOPE FOR HELM 1246 CORNERSTONE BLVD DOWNINGTOWN,PA 19335		509(A)(1)	GENERAL OPERATING	10,000
HYDE SQUARE TASK FORCE INC 375 CENTRE STREET JAMAICA PLAIN,MA 02130		509(A)(1)	GENERAL OPERATING	20,000
Total  3a				2,496,700

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
INSTITUTE FOR LOCAL SELF-RELIANCE 2001 S STREET NW SUITE 570 WASHINGTON,DC 20009		509(A)(1)	SUPPORTING ZERO WASTE IN CHESTER, PA	8,000
INTERVALE CENTER 180 INTERVALE ROAD BURLINGTON,VT 05401		509(A)(1)	GROWING THE NEXT GENERATION OF AGRICULTURAL ENTREPRENEURS	40,000
IN OUR BACKYARDS 540 PRESIDENT STREET 3RD FLOOR BROOKLYN,NY 11215		509(A)(1)	GENERAL OPERATING & EMERGING LEADERS FUND	51,500
IRISH INTERNATIONAL IMMIGRANT CENTER 100 FRANKLIN STREET LL-1 BOSTON,MA 02110		509(A)(1)	GENERAL OPERATING	2,500
JOHN BARTRAM ASSOCIATION 54TH ST AND LINDBERGH BLVD PHILADELPHIA,PA 19143		509(A)(1)	GENERAL OPERATING	9,000
JUMPSTART 308 CONGRESS STREET 6TH FLOOR BOSTON,MA 02210		509(A)(1)	JUMPSTART PHILADELPHIA	7,500
JUST FOOD PO BOX 334 IRVINGTON,NY 10533		509(A)(1)	A NEW APPROACH TO FOOD JUSTICE IN NYC & GENERAL OPERATING	45,000
JUVENILE LAW CENTER 1315 WALNUT STREET 4TH FLOOR PHILADELPHIA,PA 19107		509(A)(1)	YOUTH ENGAGEMENT	10,000
KENNETT AFTER-SCHOOL ASSOCIATION PO BOX 1068 KENNETT SQUARE,PA 19348		509(A)(1)	AFTER-THE-BELL	7,500
KIDS SMILES 3751 ISLAND AVENUE 2ND FLOOR PHILADELPHIA,PA 19153		509(A)(2)	DELAWARE COUNTY OUTREACH EXPANSION	9,000
LA COMUNIDAD HISPANA 731 WEST CYPRESS STREET KENNETT SQUARE,PA 19348		509(A)(1)	PRENATAL PROGRAM	9,000
LAKE GEORGE ASSOCIATION PO BOX 408 LAKE GEORGE,NY 12845		509(A)(2)	FLOATING CLASSROOM	13,000
THE LAND CONSERVANCY FOR SOUTHERN CHESTER COUNTY 102 E STREET RD KENNETT SQUARE,PA 19348		509(A)(1)	GENERAL OPERATING	5,000
LEGAL AID OF SOUTHEASTERN PA 625 SWEDE STREET NORRISTOWN,PA 19401		509(A)(1)	GENERAL OPERATING	5,000
LIFT 800 7TH STREET NW WASHINGTON,DC 20001		509(A)(1)	MEETING OF THE MINDS TRANSFORMING HUMAN SERVICES CONVENING	2,000
Total  3a				2,496,700

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
LOVIN' SPOONFULS INC 418 COMMONWEALTH AVE BOSTON,MA 02215		509(A)(1)	START-UP FUNDING	60,000
MANNA ON MAIN STREET 713 W MAIN STREET LANSDALE,PA 19446		509(A)(1)	GENERAL OPERATING	5,000
MASSACHUSETTS INDIAN FOUNDATION 254 ROCKLAND ROAD CARLISLE,MA 01741		509(A)(1)	GENERAL OPERATING	19,000
MATERNITY CARE COALITION 2000 HAMILTON ST SUITE 205 PHILADELPHIA,PA 19130		509(A)(1)	MOMOBILE AT RIVERSIDE CORRECTIONAL FACILITY	5,000
METROPOLITAN AREA NEIGHBORHOOD NUTRITION ALLIANCE 2323 RANSTEAD ST PHILADELPHIA,PA 19103		509(A)(1)	COMPREHENSIVE NUTRITION SERVICES	12,000
MIGHTY WRITERS 1501 CHRISTIAN STREET PHILADELPHIA,PA 19146		509(A)(1)	MIGHTY SAT PREP WORKSHOPS	11,000
MOM'S HOUSE INC OF GREATER PHILADELPHIA 145 S MAIN ST PHOENIXVILLE,PA 19460		509(A)(1)	GENERAL OPERATING	5,000
NATIONAL AUDUBON SOCIETY 225 VARICK STREET NEWYORK,NY 10014		509(A)(1)	NEST (NEIGHBORHOOD ENVIRONMENTAL STEWARDSHIP)	9,000
NATIONAL PARKS CONSERVATION ASSOCIATION 777 SIXTH STREET NW SUITE 700 WASHINGTON,DC 20001		509(A)(1)	GENERAL OPERATING	4,000
NATURAL LANDS TRUST 1031 PALMERS MILL ROAD MEDIA,PA 19064		509(A)(1)	GENERAL OPERATING	12,000
NEED IN DEED 211 N 13TH STREET SUITE 501 PHILADELPHIA,PA 19107		509(A)(1)	GENERAL OPERATING	10,000
NORRIS SQUARE NEIGHBORHOOD PROJECT 2141 N HOWARD STREET PHILADELPHIA,PA 19122		509(A)(1)	URBAN GARDEN PROGRAM	5,000
NORTH LIGHT COMMUNITY CENTER 175 GREEN LANE PHILADELPHIA,PA 19127		509(A)(1)	GENERAL OPERATING	7,500
NORTH PENN VALLEY BOYS & GIRLS CLUB 16 SUSQUEHANNA AVENUE LANSDALE,PA 19446		509(A)(2)	PROJECT LEARN	9,500
NORTHERN WESTCHESTER HOSPITAL CENTER FOUNDATION INC 400 EAST MAIN STREET MOUNT KISCO,NY 10549		509(A)(2)	ANNUAL FUND	10,000
Total  3a				2,496,700

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NORTHWEST ATLANTIC MARINE ALLIANCE PO BOX 7066 GLOUCESTER, MA 01930		509(A)(1)	MAKING ROOM FOR THE NEXT GENERATIONS TO LEAD	45,000
PARTNERS FOR SACRED PLACES 1700 SANSOM STREET 10TH FLOOR PHILADELPHIA, PA 19103		509(A)(1)	FOOD IN SACRED PLACES	7,000
PENNENVIRONMENT RESEARCH & POLICY CENTER 1420 WALNUT STREET SUITE 650 PHILADELPHIA, PA 19102		509(A)(1)	PROTECT PENNSYLVANIAS DRINKING WATER FROM GAS DRILLING	45,000
PHILADELPHIA CHILDREN'S ALLIANCE 300 E HUNTING PARK AVENUE PHILADELPHIA, PA 19124		509(A)(1)	GENERAL OPERATING	10,000
PHILADELPHIA FUTURES 230 S BROAD STREET 7TH FLOOR PHILADELPHIA, PA 19102		509(A)(1)	SPONSOR-A-SCHOLAR	7,000
PHILADELPHIA ORCHARD PROJECT 4934 LARCHWOOD AVE PHILADELPHIA, PA 19143		509(A)(1)	RETURNED GRANT - PHILADELPHIA COMMUNITY ORCHARDS	-1,000
PHILADELPHIA VIP 1500 WALNUT STREET SUITE 400 PHILADELPHIA, PA 19102		509(A)(1)	LEGAL ASSISTANCE TO LOW-INCOME PHILADELPHIANS	5,000
PHILANTHROPY NETWORK GREATER PHILADELPHIA 230 S BROAD ST SUITE 402 PHILADELPHIA, PA 19102		509(A)(1)	GREATER PHILADELPHIA FOOD FUNDERS' CONVERGENCE PARTNERSHIP	5,000
PHYSICIANS SCIENTISTS AND ENGINEERS FOR HEALTH ENERGY 404 NORTH CAYUGA ST ITHACA, NY 14850		509(A)(1)	GENERAL OPERATING	60,000
PLAY ON PHILLY PO BOX 8662 PHILADELPHIA, PA 19101		509(A)(1)	GENERAL OPERATING	6,500
PLAYWORKS EDUCATION ENERGIZED DBA PLAYWORKS PHILADELPHIA 1518 WALNUT STREET PHILADELPHIA, PA 19102		509(A)(1)	GENERAL OPERATING	9,000
PLYMOUTH COMMUNITY AMBULANCE ASSOCIATION 902 GERMANTOWN PIKE PLYMOUTH MEETING, PA 19462		509(A)(2)	PROVIDER PROTECTION EQUIPMENT	10,000
POCONO HEALTH FOUNDATION 206 EAST BROWN STREET EAST STROUDSBURG, PA 18301		509(A)(3)	THE DR CLAUS G JORDAN ENDOWMENT FUND	3,000
PRESIDENT AND FELLOW OF HARVARD COLLEGE 1350 MASSACHUSETTS AVE SUITE 600 CAMBRIDGE, MA 02138		509(A)(1)	SUSTAINABLE WORKING LANDSCAPES	15,000
PSR PHILADELPHIA 1501 CHERRY STREET PHILADELPHIA, PA 19102		509(A)(1)	GENERAL OPERATING	10,000
Total  3a				2,496,700

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Name and address (home or business)				
a Paid during the year				
PUBLIC CITIZENS FOR CHILDREN AND YOUTH 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA,PA 19103		509(A)(1)	IMPROVING FAMILY HEALTH & WELL-BEING BY CLOSING THE GAPS IN HEALTH CARE SERVICES FOR SOUTHEASTERN PENNSYLVANIA CHILDREN	8,000
PUBLIC INTEREST LAW CENTER OF PHILADELPHIA 1709 BENJAMIN FRANKLIN PARKWAY PHILADELPHIA,PA 19103		509(A)(1)	GARDEN JUSTICE LEGAL INITIATIVE	15,000
PUENTES DE SALUD 2029 S 8TH STREET PHILADELPHIA,PA 19148		509(A)(1)	EMERGING LEADERS FUND	50,000
THE RESOURCE EXCHANGE 1701 N 2ND STREET PHILADELPHIA,PA 19122		509(A)(2)	GENERAL OPERATING	7,000
RIVERKEEPER INC 20 SECOR ROAD OSSINING,NY 10562		509(A)(1)	CAMPAIGN TO ADDRESS THE ENVIRONMENTAL AND HEALTH IMPACTS OF FRACKING	50,000
ROCK TO THE FUTURE 219 MERCER STREET PHILADELPHIA,PA 19125		509(A)(1)	MUSIC EDUCATION PROGRAMMING	7,000
SEA ISLAND HABITAT FOR HUMANITY 2545 BOHICKET RD JOHNS ISLAND,SC 29455		509(A)(1)	HERITAGE OAKS NEIGHBORHOOD	7,500
SENIORLAW CENTER 100 SOUTH BROAD STREET SUITE 1810 PHILADELPHIA,PA 19110		509(A)(1)	FAMILIES IN CRISIS KEEPING GRANDPARENTS AND GRANDCHILDREN TOGETHER	8,000
SETTLEMENT MUSIC SCHOOL 416 QUEEN STREET PHILADELPHIA,PA 19147		509(A)(1)	KALEIDOSCOPE--ARTS-INTEGRATED PRE-SCHOOL	5,000
SHARE FOOD PROGRAM INC 2901 HUNTING PARK AVENUE PHILADELPHIA,PA 19129		509(A)(1)	GENERAL OPERATING	15,000
THE SHIPLEY SCHOOL 814 YARROW STREET BRYN MAWR,PA 19010		509(A)(1)	GENERAL OPERATING	7,500
SMITH MEMORIAL PLAYGROUND AND PLAYHOUSE 3500 RESERVOIR DRIVE PHILADELPHIA,PA 19121		509(A)(1)	BUILDING STRONGER AND HEALTHIER FAMILIES THROUGH PLAY	9,000
SOCIAL AND ENVIRONMENTAL ENTREPRENEURS 2175 LAKE SHORE ROAD ESSEX,NY 12936		509(A)(2)	THE GREENHORNS	5,000
SPARK PROGRAM INC 1501 CHERRY STREET PHILADELPHIA,PA 19102		509(A)(1)	SPARK PHILADELPHIA YOUTH APPRENTICESHIPS	9,000
SPRINGBOARD COLLABORATIVE 1701 WALNUT STREET 7TH FLOOR PHILADELPHIA,PA 19103		509(A)(1)	GENERAL OPERATING	50,000
Total  3a				2,496,700

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a Paid during the year				
SQUASHSMARTS INC 3890 N 10TH STREET PHILADELPHIA,PA 19140		509(A)(1)	GENERAL OPERATING	5,000
ST CHRISTOPHER'S FOUNDATION FOR CHILDREN 1800 JFK BLVD SUITE 1550 PHILADELPHIA,PA 19103		509(A)(2)	FARM TO FAMILIES	12,000
STARFINDER FOUNDATION 4015 MAIN STREET PHILADELPHIA,PA 19127		509(A)(1)	GENERAL OPERATING	9,000
STEPPINGSTONE SCHOLARS INC 4112 STATION STREET UNIT D PHILADELPHIA,PA 19127		509(A)(1)	GENERAL OPERATING	7,000
STUDENT CONSERVATION ASSOCIATION 4245 N FAIRFAX DR SUITE 825 ARLINGTON,VA 22203		509(A)(1)	PHILADELPHIA CONSERVATION CREW PROGRAM	10,000
SUPPORTIVE OLDER WOMEN'S NETWORK 4100 MAIN STREET SUITE 200 PHILADELPHIA,PA 19127		509(A)(1)	PHILLYFAMILIES EAT SMART	10,000
TECH IMPACT 417 N 8TH STREET SUITE 203 PHILADELPHIA,PA 19123		509(A)(1)	ITWORKS TECHNOLOGY TRAINING PROGRAM FOR AT-RISK YOUNG ADULTS	10,000
TEMPLE UNIVERSITY 1115 POLLETT WAY PHILADELPHIA,PA 19122		509(A)(1)	UNIVERSITY COMMUNITY COLLABORATIVE'S YOUTH LEADERSHIP DEVELOPMENT CONTINUUM	5,000
THE MISSION CONTINUES 1141 S 7TH STREET ST LOUIS,MO 63104		509(A)(1)	GENERAL OPERATING	5,000
TOOKANYTACONY-FRANKFORD WATERSHED PARTNERSHIP INC 4500 WORTH STREET PHILADELPHIA,PA 19124		509(A)(1)	GENERAL OPERATING	9,000
TRISKELES INC 707 EAGLEVIEW BOULEVARD SUITE 105 EXTON,PA 19341		509(A)(1)	FOOD FOR THOUGHT	5,500
TRUST FOR CONSERVATION INNOVATION 150 POST STREET SUITE 342 SAN FRANCISCO,CA 94108		509(A)(1)	START-UP FUNDING - HEALTHY FOOD ACTION	55,000
THE TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 3451 WALNUT STREET ROOM P-221 PHILADELPHIA,PA 19104		509(A)(1)	OVARIAN CANCER RESEARCH CENTER	100,000
TUFTS UNIVERSITY 169 HOLLAND STREET SOMERVILLE,MA 02144		509(A)(1)	NEW ENTRY SUSTAINABLE FARMING PROJECT	15,000
UNIVERSITY OF NEW HAMPSHIRE FOUNDATION 9 EDGEWOOD ROAD DURHAM,NH 03824		509(A)(1)	NASDA SPONSORSHIP	5,000
Total  3a				2,496,700

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a <i>Paid during the year</i>				
UNION OF CONCERNED SCIENTISTS TWO BRATTLE SQUARE CAMBRIDGE,MA 02138		509(A)(1)	SCIENCE-BASED SOLUTIONS FOR HEALTHY FOOD AND SUSTAINABLE FARMS	50,000
URBAN AFFAIRS COALITION 207 CHESTNUT STREET 3RD FLOOR PHILADELPHIA,PA 19107		509(A)(1)	YOACAP - PROJECT BUILD	6,000
URBAN TREE CONNECTION 5125 WOODBINE AVENUE PHILADELPHIA,PA 19131		509(A)(1)	GENERAL OPERATING	13,000
WAGNER FREE INSTITUTE OF SCIENCE 1700 W MONTGOMERY AVENUE PHILADELPHIA,PA 19121		509(A)(1)	CHILDREN'S EDUCATION AND NEIGHBORHOOD OUTREACH	9,000
WEST PHILADELPHIA ALLIANCE FOR CHILDREN 3603 HAMILTON STREET PHILADELPHIA,PA 19104		509(A)(1)	OPEN BOOKS OPEN MINDS	10,000
WHY NOT PROSPER INC P O BOX 949 NORRISTOWN,PA 19404		509(A)(2)	GENERAL OPERATING	7,000
WILLISTOWN CONSERVATION TRUST 925 PROVIDENCE ROAD NEWTOWN SQUARE,PA 19073		509(A)(1)	RUSHTON WOODS FARM & PRESERVE SUSTAINABLE FARMING AND COMMUNITY BUILDING ON CONSERVED LAND	12,700
WISSAHICKON VALLEY WATERSHED ASSOCIATION 12 MORRIS ROAD AMBLER,PA 19002		509(A)(1)	RESTORING THE SURBURBAN WILDERNESS	7,500
WOMEN IN TRANSITION 21 SOUTH 12TH STREET 6TH FLOOR PHILADELPHIA,PA 19107		509(A)(1)	EMPOWERMENT PROGRAM FOR WOMEN ENDANGERED BY DOMESTIC VIOLENCE AND/OR SUBSTANCE ABUSE	5,000
YALE UNIVERSITY PO BOX 208047 NEW HAVEN,CT 06520		509(A)(1)	FEEDING AMERICA WELL THE ROLE OF NUTRITION IN FOOD BANKS	45,000
Total			3a	2,496,700

TY 2014 General Explanation Attachment**Name:** CLANEIL FOUNDATION INC**EIN:** 23-6445450

Identifier	Return Reference	Explanation
LIST OF OFFICERS - ADDENDUM	PART VIII	MAILEE WALKER - SALARY FROM CONTRIBUTED SERVICES - \$176,129 ADDITIONAL AMOUNTS OF CONTRIBUTED SERVICES RECEIVED FROM A RELATED PARTY - \$591,353

**TY 2014 Investments Corporate
Stock Schedule****Name:** CLANEIL FOUNDATION INC**EIN:** 23-6445450

Name of Stock	End of Year Book Value	End of Year Fair Market Value
36,321 SH JOHNSON & JOHNSON	2,224,600	3,798,087

TY 2014 Investments - Other Schedule**Name:** CLANEIL FOUNDATION INC**EIN:** 23-6445450

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MORGAN STANLEY PRIVATE MARKETS FUND I, LP	AT COST	3,134,858	765,958
GOLDMAN SACHS CASH	AT COST	794,353	794,353
1,241,808.900 SH TIFF MULTI-ASSET FUND	AT COST	19,555,815	19,012,094
THE TIFF KEYSTONE FUND, L.P.	AT COST	37,836,951	41,980,685

TY 2014 Other Assets Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DONATED PROPERTY	40,000	40,000	40,000
OTHER RECEIVABLE	0	46	46

TY 2014 Other Decreases Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Amount
2014 BOOK/TAX DIFFERENCE - INCOME FROM THE TIFF KEYSTONE FUND LP	1,179,011

TY 2014 Other Expenses Schedule**Name:** CLANEIL FOUNDATION INC**EIN:** 23-6445450

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
BANK CHARGES	0	0		46
FILING FEES	10	0		0
INTEREST EXPENSE	61	0		61

TY 2014 Other Income Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PASSTHROUGH K-1 INCOME	125,203	143,958	125,203
PARTNERSHIP UBTI	8,889	0	8,889

TY 2014 Other Increases Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Amount
2013 BOOK/TAX DIFFERENCE CORRECTED (INCOME FROM THE TIFF KEYSTONE FUND LP)	945,346

TY 2014 Other Liabilities Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Description	Beginning of Year - Book Value	End of Year - Book Value
FEDERAL EXCISE TAX PAYABLE	55,379	31,443

TY 2014 Other Professional Fees Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES - MORGAN STANLEY PRIV MKTS	7,428	7,428		0

TY 2014 Taxes Schedule

Name: CLANEIL FOUNDATION INC

EIN: 23-6445450

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	107,510	0		0