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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

Name of foundation: JOHN C WILLIAMS CHARITABLE TR 8024. A Employer identification number: 25-6024153. B Telephone number: (412) 762-2950. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$ 8,037,803. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Total expenses and disbursements of 375,334 and Excess of revenue over expenses of 276,554.

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

<b>Part II Balance Sheets</b>		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	<b>1</b>	Cash—non-interest-bearing . . . . .					
	<b>2</b>	Savings and temporary cash investments . . . . .	140,927	124,505		124,505	
	<b>3</b>	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			0		0
	<b>4</b>	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	<b>5</b>	Grants receivable . . . . .					
	<b>6</b>	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .					
	<b>7</b>	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0					
	<b>8</b>	Inventories for sale or use . . . . .					
	<b>9</b>	Prepaid expenses and deferred charges . . . . .					
	<b>10a</b>	Investments—U S and state government obligations (attach schedule)					
	<b>b</b>	Investments—corporate stock (attach schedule) . . . . .	2,336,983	2,300,038		3,290,529	
	<b>c</b>	Investments—corporate bonds (attach schedule) . . . . .					
	<b>11</b>	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	<b>12</b>	Investments—mortgage loans . . . . .					
	<b>13</b>	Investments—other (attach schedule) . . . . .	3,638,655	3,829,450		4,622,769	
	<b>14</b>	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
<b>15</b>	Other assets (describe ▶ _____)						
<b>16</b>	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	6,116,565	6,253,993		8,037,803		
<b>Liabilities</b>	<b>17</b>	Accounts payable and accrued expenses . . . . .					
	<b>18</b>	Grants payable . . . . .					
	<b>19</b>	Deferred revenue . . . . .					
	<b>20</b>	Loans from officers, directors, trustees, and other disqualified persons					
	<b>21</b>	Mortgages and other notes payable (attach schedule) . . . . .					
	<b>22</b>	Other liabilities (describe ▶ _____)					
	<b>23</b>	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			0		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	<b>24</b>	Unrestricted . . . . .					
	<b>25</b>	Temporarily restricted . . . . .					
	<b>26</b>	Permanently restricted . . . . .					
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>		<b>and complete lines 27 through 31.</b>				
	<b>27</b>	Capital stock, trust principal, or current funds . . . . .	5,990,356	6,121,762			
	<b>28</b>	Paid-in or capital surplus, or land, bldg, and equipment fund					
<b>29</b>	Retained earnings, accumulated income, endowment, or other funds	126,209	132,231				
<b>30</b>	<b>Total net assets or fund balances</b> (see instructions) . . . . .	6,116,565	6,253,993				
<b>31</b>	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	6,116,565	6,253,993				

**Part III Analysis of Changes in Net Assets or Fund Balances**

<b>1</b>	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) . . . . .	<b>1</b>	6,116,565
<b>2</b>	Enter amount from Part I, line 27a . . . . .	<b>2</b>	276,554
<b>3</b>	Other increases not included in line 2 (itemize) ▶ _____	<b>3</b>	0
<b>4</b>	Add lines 1, 2, and 3 . . . . .	<b>4</b>	6,393,119
<b>5</b>	Decreases not included in line 2 (itemize) ▶ _____	<b>5</b>	139,126
<b>6</b>	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	<b>6</b>	6,253,993

**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)
<b>1a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

(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)
<b>a</b> See Additional Data Table			
<b>b</b>			
<b>c</b>			
<b>d</b>			
<b>e</b>			

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

<b>2</b> 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 }	<b>2</b>	546,643
<b>3</b> 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		<b>3</b>	

**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	373,270	7,292,359	0.051186
2012	331,265	6,936,528	0.047757
2011	280,205	6,791,262	0.04126
2010	295,113	6,281,294	0.046983
2009	334,768	5,780,855	0.05791
<b>2</b> Total of line 1, column (d).			<b>2</b> 0.245096
<b>3</b> 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			<b>3</b> 0.049019
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			<b>4</b> 7,799,878
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 382,342
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 6,617
<b>7</b> Add lines 5 and 6.			<b>7</b> 388,959
<b>8</b> Enter qualifying distributions from Part XII, line 4.			<b>8</b> 375,334

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

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
<b>b</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 . . . . .	<b>1</b>	13,233
<b>c</b>	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0
<b>3</b>	Add lines 1 and 2. . . . .	<b>3</b>	13,233
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>	0
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	<b>5</b>	13,233
<b>6</b>	Credits/Payments		
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014	<b>6a</b>	6,564
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>	
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>	0
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>	
<b>7</b>	Total credits and payments Add lines 6a through 6d. . . . .	<b>7</b>	6,564
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>	0
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	6,669
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 0 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	0

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .	<b>1a</b>	No
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . . <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	<b>1b</b>	No
<b>c</b> Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<b>1c</b>	No
<b>d</b> Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year <b>(1)</b> On the foundation <input type="checkbox"/> \$ _____ <b>(2)</b> On foundation managers <input type="checkbox"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . . <i>If "Yes," attach a detailed description of the activities.</i>	<b>2</b>	No
<b>3</b> Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i> . . . . .	<b>3</b>	No
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<b>4a</b>	No
<b>b</b> If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<b>4b</b>	
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . <i>If "Yes," attach the statement required by General Instruction T.</i>	<b>5</b>	No
<b>6</b> 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? . . . . .	<b>6</b>	Yes
<b>7</b> Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i> . . . . .	<b>7</b>	Yes
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> PA _____		
<b>b</b> If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	<b>8b</b>	Yes
<b>9</b> Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i> . . . . .	<b>9</b>	No
<b>10</b> Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i> . . . . .	<b>10</b>	No

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

<b>11</b>	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).	<b>11</b>		<b>No</b>
<b>12</b>	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)	<b>12</b>		<b>No</b>
<b>13</b>	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address <b>pncsites.com/pncfoundation/charitable_trusts</b>	<b>13</b>	<b>Yes</b>	
<b>14</b>	The books are in care of <b>PNC BANK NA</b> Telephone no <b>(412) 762-2950</b> Located at <b>620 LIBERTY AVENUE 10TH FLOOR PITTSBURGH PA</b> ZIP+4 <b>15222</b>			
<b>15</b>	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year <b>15</b>			
<b>16</b>	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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	<b>16</b>	<b>Yes</b>	<b>No</b>

**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.			<b>Yes</b>	<b>No</b>
<b>1a</b>	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
<b>1b</b>	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	<b>1b</b>		<b>No</b>
<b>1c</b>	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?	<b>1c</b>		<b>No</b>
<b>2</b>	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))			
<b>a</b>	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 <b>20__ , 20__ , 20__ , 20__</b>			
<b>b</b>	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions).	<b>2b</b>		
<b>c</b>	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here <b>20__ , 20__ , 20__ , 20__</b>			
<b>3a</b>	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>b</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> )	<b>3b</b>		
<b>4a</b>	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>		<b>No</b>
<b>b</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?	<b>4b</b>		<b>No</b>

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

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

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
PNC BANK N A 620 LIBERTY AVE PITTSBURGH, PA 152222705	TRUSTEE 12	62,235		

**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		
<b>Total</b> 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
<b>1</b>	
<b>2</b>	
<b>3</b>	
<b>4</b>	

**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
<b>1</b>	
<b>2</b>	
All other program-related investments. See instructions.	
<b>3</b>	
<b>Total.</b> Add lines 1 through 3 . . . . .	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
<b>a</b>	Average monthly fair market value of securities. . . . .	<b>1a</b>	7,918,658
<b>b</b>	Average of monthly cash balances. . . . .	<b>1b</b>	0
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	0
<b>d</b>	<b>Total</b> (add lines 1a, b, and c). . . . .	<b>1d</b>	7,918,658
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	<b>1e</b>	0
<b>2</b>	Acquisition indebtedness applicable to line 1 assets. . . . .	<b>2</b>	0
<b>3</b>	Subtract line 2 from line 1d. . . . .	<b>3</b>	7,918,658
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	118,780
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	7,799,878
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	<b>6</b>	389,994

**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.)

<b>1</b>	Minimum investment return from Part X, line 6. . . . .	<b>1</b>	389,994
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5. . . . .	<b>2a</b>	13,233
<b>b</b>	Income tax for 2014 (This does not include the tax from Part VI). . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b. . . . .	<b>2c</b>	13,233
<b>3</b>	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	<b>3</b>	376,761
<b>4</b>	Recoveries of amounts treated as qualifying distributions. . . . .	<b>4</b>	0
<b>5</b>	Add lines 3 and 4. . . . .	<b>5</b>	376,761
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	0
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	<b>7</b>	376,761

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
<b>a</b>	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26. . . . .	<b>1a</b>	375,334
<b>b</b>	Program-related investments—total from Part IX-B. . . . .	<b>1b</b>	0
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	<b>2</b>	0
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the		
<b>a</b>	Suitability test (prior IRS approval required). . . . .	<b>3a</b>	0
<b>b</b>	Cash distribution test (attach the required schedule). . . . .	<b>3b</b>	0
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	375,334
<b>5</b>	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). . . . .	<b>5</b>	0
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	<b>6</b>	375,334

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				376,761
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only. . . . .			267,704	
<b>b</b> Total for prior years 20__ , 20__ , 20__		0		
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .	0			
<b>b</b> From 2010. . . . .	0			
<b>c</b> From 2011. . . . .	0			
<b>d</b> From 2012. . . . .	0			
<b>e</b> From 2013. . . . .	0			
<b>f</b> <b>Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>375,334</u>				
<b>a</b> Applied to 2013, but not more than line 2a			267,704	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2014 distributable amount. . . . .				107,630
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
<b>6</b> <b>Enter the net total of each column as indicated below:</b>				
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .		0		
<b>c</b> 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		
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .		0		
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				269,131
<b>7</b> 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			
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	0			
<b>9</b> <b>Excess distributions carryover to 2015.</b> Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .	0			
<b>b</b> Excess from 2011. . . . .	0			
<b>c</b> Excess from 2012. . . . .	0			
<b>d</b> Excess from 2013. . . . .	0			
<b>e</b> Excess from 2014. . . . .	0			

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

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

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

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

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

**1 Information Regarding Foundation Managers:**

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

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**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  
 pnc charitable trust grant review c  
 PNC BANK 249 FIFTH AVENUE 20TH FL  
 PITTSBURGH, PA 15222  
 (412) 762-2296

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**b** The form in which applications should be submitted and information and materials they should include  
 SEE WEBSITE, PNC.COM FOR APPLICATION SUBMISSION GUIDELINES AND DEADLINES. ORGANIZATIONS INTERESTED IN SUBMITTING A GRANT PROPOSAL MUST SUBMIT A PRELIMINARY LETTER OF INQUIRY, OR MAY CALL

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**c** Any submission deadlines  
 SEE WEBSITE WWW.PNC.COM UNDER SPECIAL SEGMENTS "NON-PROFITS & GOVT INST "SELECT"CHAR TR GRANTS"

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**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors  
 SEE WEBSITE WWW.PNC.COM UNDER SPECIAL SEGMENTS "NON-PROFITS & GOVERNMENT INSTITUTIONS-SELECT "CHARITABLE TRUST GRANTS"

**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)				
<b>a</b> <i>Paid during the year</i> See Additional Data Table				
<b>Total . . . . .</b>				<b>3a</b> 345,797
<b>b</b> <i>Approved for future payment</i>				
<b>Total . . . . .</b>				<b>3b</b>





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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
490 BAXTER INTERNATIONAL INC		2013-08-08	2014-01-03
959 FORD MTR CO DEL COM PAR \$0 01		2013-07-22	2014-01-03
2071 FORD MTR CO DEL COM PAR \$0 01		2013-07-22	2014-01-03
1 LOCKHEED MARTIN CORP		2000-12-31	2014-01-08
190 BEST BUY INC		2013-09-19	2014-01-17
570 BEST BUY INC		2013-09-19	2014-01-17
640 EBAY INC		2011-02-15	2014-01-28
448 CITIGROUP INC		2010-05-04	2014-02-07
560 CITIGROUP INC		2010-05-12	2014-02-07
590 OMNICARE INC		2013-12-12	2014-02-20

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
33,864		35,960	-2,096
14,721		16,336	-1,615
31,643		34,360	-2,717
14		14	
4,750		7,419	-2,669
14,249		22,256	-8,007
33,926		22,023	11,903
21,934		19,129	2,805
27,521		22,108	5,413
35,051		34,840	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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-2,096
			-1,615
			-2,717
			-2,669
			-8,007
			11,903
			2,805
			5,413
			211

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
140 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-08-29	2014-02-20
240 NU SKIN ENTERPRISES INC		2013-12-17	2014-03-05
300 PROCTER & GAMBLE CO		2012-11-29	2014-03-05
10 PROCTER & GAMBLE CO		2012-11-29	2014-03-05
200 CELGENE CORP		2013-08-29	2014-03-12
110 PVH CORP		2012-10-17	2014-03-12
180 PVH CORP		2012-10-17	2014-03-13
50 PPG INDS INC COM		2013-10-29	2014-03-19
60 PPG INDS INC COM		2013-10-29	2014-03-19
120 CANADIAN PACIFIC RAILWAY LTD SEDOL 2793115		2013-11-07	2014-03-20

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
23,857		12,292	11,565
18,588		32,020	-13,432
23,320		22,131	1,189
777		696	81
31,550		28,479	3,071
13,414		10,776	2,638
20,985		17,629	3,356
9,865		9,209	656
11,714		11,051	663
18,155		17,471	684

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			11,565
			-13,432
			1,189
			81
			3,071
			2,638
			3,356
			656
			663
			684

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
323 CHUBB CORP COM		2007-11-02	2014-03-20
160 PPG INDS INC COM		2013-10-29	2014-03-20
80 CANADIAN PACIFIC RAILWAY LTD SEDOL 2793115		2013-11-07	2014-03-21
203 CHUBB CORP COM		2007-11-02	2014-03-21
710 HALLIBURTON CO		2013-05-01	2014-03-31
500 NIKE INC CL B		2013-03-13	2014-04-02
190 GOLDMAN SACHS GROUP INC COM		2013-01-22	2014-04-10
40 GOLDMAN SACHS GROUP INC COM		2013-01-22	2014-04-10
2150 FIFTH THIRD BANCORP		2012-07-26	2014-05-01
350 HERSHEY FOODS CORP COM		2010-05-28	2014-05-06

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
27,655		16,428	11,227
31,158		29,043	2,115
12,088		11,647	441
17,469		9,860	7,609
41,806		29,886	11,920
37,291		27,323	9,968
29,747		27,833	1,914
6,263		5,837	426
43,816		30,755	13,061
33,619		16,489	17,130

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			11,227
			2,115
			441
			7,609
			11,920
			9,968
			1,914
			426
			13,061
			17,130

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
200 HERSHEY FOODS CORP COM		2010-05-27	2014-05-07
130 ALLERGAN INC		2009-02-06	2014-05-13
180 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-08-30	2014-05-13
1100 COCACOLA CO		2010-08-13	2014-05-15
350 CHEVRON CORPORATION		2010-07-16	2014-05-22
247 METHANEX CORP SEDOL 2654416		2013-11-18	2014-06-03
243 METHANEX CORP SEDOL 2654416		2013-11-19	2014-06-04
460 B/E AEROSPACE INC		2013-05-01	2014-06-05
30 GOOGLE INC-CL C		2013-07-01	2014-06-05
47 GOOGLE INC-CL C		2009-01-27	2014-06-05

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
19,327		9,374	9,953
21,003		5,359	15,644
23,337		15,792	7,545
44,678		31,210	13,468
43,321		25,113	18,208
14,195		15,981	-1,786
13,887		15,557	-1,670
45,337		29,035	16,302
16,615		13,916	2,699
26,030		7,673	18,357

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			9,953
			15,644
			7,545
			13,468
			18,208
			-1,786
			-1,670
			16,302
			2,699
			18,357

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
320 YAHOO! INC COM		2013-07-22	2014-06-25
380 YAHOO! INC COM		2013-07-22	2014-06-25
300 YAHOO! INC COM		2013-07-22	2014-06-25
70 AETNA INC NEW		2013-05-30	2014-07-02
20 ALLERGAN INC		2009-02-06	2014-07-02
100 ALTRIA GROUP INC		2013-05-13	2014-07-02
40 AMERICAN EXPRESS CO		2009-11-18	2014-07-02
30 AMGEN INC		2014-01-17	2014-07-02
160 APPLE INC		2013-11-26	2014-07-02
30 BECTON DICKINSON & CO		2013-03-13	2014-07-02

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
10,631		8,959	1,672
12,594		10,639	1,955
9,973		8,399	1,574
5,756		4,379	1,377
3,393		824	2,569
4,187		3,698	489
3,817		1,658	2,159
3,619		3,573	46
14,992		12,227	2,765
3,594		2,722	872

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			1,672
			1,955
			1,574
			1,377
			2,569
			489
			2,159
			46
			2,765
			872

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
30 BOEING CO		2012-07-30	2014-07-02
60 CBS CORP CLASS B WI		2013-05-17	2014-07-02
70 CVS CAREMARK CORP		2013-02-21	2014-07-02
240 CISCO SYS INC COM		2014-06-25	2014-07-02
80 COCA COLA ENTERPRISES		2014-03-06	2014-07-02
90 COMCAST CORPORATION CL A		2011-10-12	2014-07-02
60 CONOCOPHILLIPS		2014-05-22	2014-07-02
50 CONSTELLATION BRANDS INC CL A		2014-05-16	2014-07-02
60 CROWN HOLDINGS INC		2014-06-09	2014-07-02
150 DELTA AIR LINES INC		2013-07-26	2014-07-02

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
3,825		2,243	1,582
3,847		3,065	782
5,359		3,631	1,728
5,984		5,940	44
3,845		3,819	26
4,891		2,132	2,759
5,146		4,717	429
4,474		4,109	365
3,005		3,032	-27
5,736		3,256	2,480

**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			<b>(l)</b> Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col. (i) over col. (j), if any	
			1,582
			782
			1,728
			44
			26
			2,759
			429
			365
			-27
			2,480

**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.)
80 DISNEY WALT CO		2014-02-20	2014-07-02
60 DISCOVER FINANCIAL W/I		2012-07-27	2014-07-02
50 EOG RES INC		2014-03-31	2014-07-02
30 EASTMAN CHEM CO		2014-06-04	2014-07-02
30 EXXON MOBIL CORP		1987-02-18	2014-07-02
70 FOOT LOCKER INC		2014-04-02	2014-07-02
60 FRANKLIN RES INC COM		2013-06-04	2014-07-02
290 GENERAL ELEC CO COM		2012-09-21	2014-07-02
50 GILEAD SCIENCES INC COM		2014-05-13	2014-07-02
10 GOOGLE INC CL A		2013-10-21	2014-07-02

**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)
6,917		6,335	582
3,769		2,155	1,614
5,824		4,903	921
2,631		2,706	-75
3,041		255	2,786
3,605		3,363	242
3,430		3,083	347
7,682		6,566	1,116
4,333		4,021	312
5,934		5,008	926

**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	
			582
			1,614
			921
			-75
			2,786
			242
			347
			1,116
			312
			926

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
40 HANESBRANDS INC - W/I		2014-03-14	2014-07-02
40 HELMERICH & PAYNE INC COM		2013-02-25	2014-07-02
40 HOME DEPOT INC COM		2012-01-09	2014-07-02
110 J P MORGAN CHASE & CO COM		2004-12-27	2014-07-02
70 JOHNSON & JOHNSON COM		2011-05-16	2014-07-02
110 KROGER CO		2014-05-06	2014-07-02
40 LAS VEGAS SANDS CORP		2013-10-22	2014-07-02
70 LINCOLN NATIONAL CORP		2013-12-18	2014-07-02
20 LOCKHEED MARTIN CORP		2013-11-25	2014-07-02
50 MAGNA INTERNATIONAL ISIN CA5592224011		2013-12-31	2014-07-02

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
3,952		2,987	965
4,740		2,581	2,159
3,284		1,728	1,556
6,266		4,301	1,965
7,409		4,654	2,755
5,434		5,106	328
3,129		2,904	225
3,647		3,540	107
3,186		2,835	351
5,436		4,102	1,334

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			965
			2,159
			1,556
			1,965
			2,755
			328
			225
			107
			351
			1,334

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
40 MANPOWER GROUP INC		2013-12-17	2014-07-02
30 MCKESSON HBOC INC COMMN		2013-12-17	2014-07-02
130 MICROSOFT CORP		2014-03-31	2014-07-02
140 ORACLE CORP		2013-11-26	2014-07-02
70 PACKAGING CORP OF AMERICA COM		2014-03-21	2014-07-02
30 POLARIS INDS INC		2012-05-02	2014-07-02
70 PROCTER & GAMBLE CO		2012-11-14	2014-07-02
60 QUALCOMM		2011-01-14	2014-07-02
80 QUANTA SVCS INC		2014-03-21	2014-07-02
260 REGIONS FINANCIAL CORP		2013-07-02	2014-07-02

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
3,421		3,349	72
5,709		4,754	955
5,405		5,375	30
5,765		4,911	854
4,971		5,049	-78
3,939		2,480	1,459
5,578		4,658	920
4,812		3,120	1,692
2,819		2,957	-138
2,782		2,571	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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			72
			955
			30
			854
			-78
			1,459
			920
			1,692
			-138
			211

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
50 ST JUDE MEDICAL INC		2014-02-20	2014-07-02
70 SCHLUMBERGER LTD COM		2014-03-31	2014-07-02
40 SHIRE PLC SPONSORED ADR		2013-08-20	2014-07-02
100 SKYWORKS SOLUTIONS INC COM		2014-03-20	2014-07-02
120 SOUTHWEST AIRLINES COM		2014-06-05	2014-07-02
70 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-07-02
70 SUNTRUST BANKS INC COM		2014-02-07	2014-07-02
40 THE TRAVELERS COS INC		2014-05-01	2014-07-02
40 UNION PAC CORP COM		2010-03-30	2014-07-02
40 UNITED TECHNOLOGIES CORP COM		1995-09-01	2014-07-02

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
3,506		3,392	114
8,242		6,836	1,406
9,368		4,568	4,800
4,770		3,908	862
3,291		3,279	12
3,013		2,733	280
2,802		2,661	141
3,788		3,630	158
4,020		1,474	2,546
4,598		421	4,177

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			114
			1,406
			4,800
			862
			12
			280
			141
			158
			2,546
			4,177

**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)
80 VERIZON COMMUNICATIONS COM		2013-05-15	2014-07-02
10 VISA INC CLASS A SHARES		2013-02-08	2014-07-02
150 WELLS FARGO & CO NEW COM		2009-08-13	2014-07-02
110 WISCONSIN ENERGY CORP		2009-02-26	2014-07-02
60 WYNDHAM WORLDWIDE CORP		2014-01-17	2014-07-02
30 ZIMMER HOLDINGS INC		2014-03-12	2014-07-02
90 INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76		2013-05-09	2014-07-02
30 ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6		2014-04-10	2014-07-02
80 TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN CH0102993182		2014-06-25	2014-07-02
70 NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7		2013-12-02	2014-07-02

**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)
3,960		4,278	-318
2,148		1,576	572
7,914		4,311	3,603
5,020		2,269	2,751
4,546		4,463	83
3,150		2,908	242
3,431		2,971	460
3,142		2,975	167
5,089		4,878	211
4,654		2,998	1,656

**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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-318
			572
			3,603
			2,751
			83
			242
			460
			167
			211
			1,656

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
80 SHIRE PLC SPONSORED ADR		2013-08-20	2014-07-11
100 SHIRE PLC SPONSORED ADR		2010-03-04	2014-07-11
210 SHIRE PLC SPONSORED ADR		2010-03-03	2014-07-18
182 ALLERGAN INC		2009-02-06	2014-07-22
660 FRANKLIN RES INC COM		2013-06-04	2014-08-05
290 ZIMMER HOLDINGS INC		2014-03-12	2014-08-07
390 LAS VEGAS SANDS CORP		2013-10-22	2014-08-12
460 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-08-12
227 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-08-13
93 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-08-13

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
19,861		9,107	10,754
24,827		7,325	17,502
54,059		14,006	40,053
31,149		7,502	23,647
35,162		33,908	1,254
27,673		28,114	-441
26,465		28,310	-1,845
17,891		17,957	-66
8,771		8,861	-90
3,594		3,630	-36

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			10,754
			17,502
			40,053
			23,647
			1,254
			-441
			-1,845
			-66
			-90
			-36

**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.)
50 HELMERICH & PAYNE INC COM		2013-02-25	2014-08-28
20 HELMERICH & PAYNE INC COM		2013-02-25	2014-08-28
185 MICROSOFT CORP		2014-02-07	2014-08-28
260 MICROSOFT CORP		2014-03-31	2014-08-28
85 MICROSOFT CORP		2014-02-07	2014-08-28
70 MICROSOFT CORP		2002-10-16	2014-08-28
680 DELTA AIR LINES INC		2013-07-25	2014-09-11
397 UNITED TECHNOLOGIES CORP COM		1995-09-01	2014-09-11
15 SUNTRUST BANKS INC COM		2014-02-07	2014-09-12
299 SUNTRUST BANKS INC COM		2014-02-07	2014-09-12

**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)
5,159		3,227	1,932
2,063		1,291	772
8,286		6,763	1,523
11,645		10,751	894
3,808		3,107	701
3,136		1,766	1,370
26,891		14,680	12,211
43,064		4,180	38,884
586		570	16
11,695		11,366	329

**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) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,932
			772
			1,523
			894
			701
			1,370
			12,211
			38,884
			16
			329

**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.)
212 SUNTRUST BANKS INC COM		2014-02-07	2014-09-12
47 SUNTRUST BANKS INC COM		2014-02-10	2014-09-15
47 SUNTRUST BANKS INC COM		2014-02-10	2014-09-15
130 SUNTRUST BANKS INC COM		2014-02-10	2014-09-15
10 CROWN HOLDINGS INC		2014-06-09	2014-09-19
120 CROWN HOLDINGS INC		2014-06-09	2014-09-19
520 CROWN HOLDINGS INC		2014-06-05	2014-09-22
112 CBS CORP CLASS B WI		2013-05-15	2014-09-25
458 CBS CORP CLASS B WI		2013-05-15	2014-09-25
560 ORACLE CORP		2013-10-21	2014-09-30

**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)
8,305		8,020	285
1,840		1,777	63
1,835		1,777	58
5,089		4,914	175
470		505	-35
5,592		6,063	-471
23,944		26,000	-2,056
6,057		5,643	414
24,743		23,005	1,738
21,419		19,103	2,316

**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	
			285
			63
			58
			175
			-35
			-471
			-2,056
			414
			1,738
			2,316

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
321 ORACLE CORP		2005-05-04	2014-09-30
548 ORACLE CORP		2005-05-04	2014-09-30
310 COCA COLA ENTERPRISES		2014-03-05	2014-10-13
50 EOG RES INC		2014-04-04	2014-10-13
130 EOG RES INC		2013-07-25	2014-10-13
50 MANPOWER GROUP INC		2013-11-04	2014-10-13
100 MANPOWER GROUP INC		2014-07-22	2014-10-13
500 COCA COLA ENTERPRISES		2014-03-05	2014-10-14
360 MANPOWER GROUP INC		2013-11-01	2014-10-14
46 749 BLACKROCK S&P 500 STOCK MA		2010-07-23	2014-11-03

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
12,278		3,781	8,497
20,988		6,455	14,533
12,678		14,741	-2,063
4,286		4,903	-617
11,144		9,541	1,603
3,069		4,148	-1,079
6,139		8,247	-2,108
20,056		23,703	-3,647
21,795		28,779	-6,984
11,346		7,977	3,369

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			8,497
			14,533
			-2,063
			-617
			1,603
			-1,079
			-2,108
			-3,647
			-6,984
			3,369

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
22 267 BLACKROCK S&P 500 STOCK MA		2013-12-12	2014-11-03
23 262 BLACKROCK S&P 500 STOCK MA		2014-07-01	2014-11-03
234 882 BLACKROCK S&P 500 STOCK MA		2010-01-28	2014-11-03
598 187 GOLDMAN SACHS GRTH OPPOR INSTIT CLASS		2012-11-09	2014-11-03
303 166 ROWE T PRICE MID CAP VALUE F COM		2013-12-16	2014-11-03
307 568 ROWE T PRICE MID CAP VALUE F COM		2002-10-16	2014-11-03
20 AETNA INC NEW		2013-05-30	2014-11-06
20 ALLSTATE CORP		2014-10-14	2014-11-06
30 ALTRIA GROUP INC		2013-05-13	2014-11-06
10 AMERICAN EXPRESS CO		2009-11-18	2014-11-06

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
5,404		4,882	522
5,645		5,495	150
57,004		32,062	24,942
19,800		14,925	4,875
9,829		8,755	1,074
9,971		4,318	5,653
1,693		1,251	442
1,322		1,235	87
1,486		1,110	376
915		415	500

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			522
			150
			24,942
			4,875
			1,074
			5,653
			442
			87
			376
			500

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
10 AMGEN INC		2014-08-07	2014-11-06
40 APPLE INC		2013-11-26	2014-11-06
10 BECTON DICKINSON & CO		2013-03-13	2014-11-06
10 BOEING CO		2012-07-30	2014-11-06
10 CIGNA CORP		2014-07-18	2014-11-06
20 CVS CAREMARK CORP		2013-02-21	2014-11-06
60 CISCO SYS INC COM		2014-06-25	2014-11-06
30 COMCAST CORPORATION CL A		2014-07-22	2014-11-06
20 CONOCOPHILLIPS		2014-08-12	2014-11-06
20 CONSTELLATION BRANDS INC CL A		2014-07-22	2014-11-06

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
1,601		1,263	338
4,346		3,057	1,289
1,279		907	372
1,245		747	498
1,013		962	51
1,769		1,037	732
1,514		1,485	29
1,660		1,642	18
1,425		1,608	-183
1,869		1,753	116

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			338
			1,289
			372
			498
			51
			732
			29
			18
			-183
			116

**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)
20 DELTA AIR LINES INC		2013-07-25	2014-11-06
20 DISNEY WALT CO		2014-02-20	2014-11-06
20 DISCOVER FINANCIAL W/I		2014-09-30	2014-11-06
10 DR PEPPER SNAPPLE GROUP INC		2014-10-14	2014-11-06
10 EOG RES INC		2013-07-25	2014-11-06
10 EASTMAN CHEM CO		2014-06-04	2014-11-06
10 EXXON MOBIL CORP		1987-02-18	2014-11-06
20 FOOT LOCKER INC		2014-04-02	2014-11-06
70 GENERAL ELEC CO COM		2012-09-21	2014-11-06
10 GILEAD SCIENCES INC COM		2014-07-18	2014-11-06

**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)
858		427	431
1,838		1,584	254
1,313		1,289	24
699		644	55
988		734	254
824		902	-78
961		85	876
1,089		961	128
1,844		1,585	259
1,069		888	181

**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
			254
			24
			55
			254
			-78
			876
			128
			259
			181

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
20 HCA HOLDINGS INC		2014-08-07	2014-11-06
10 HANESBRANDS INC - W/I		2014-03-14	2014-11-06
10 HELMERICH & PAYNE INC COM		2013-02-25	2014-11-06
10 HOME DEPOT INC COM		2012-01-09	2014-11-06
30 J P MORGAN CHASE & CO COM		2014-09-30	2014-11-06
20 JOHNSON & JOHNSON COM		2011-05-16	2014-11-06
30 KROGER CO		2014-05-06	2014-11-06
10 L BRANDS INC		2014-09-25	2014-11-06
20 LINCOLN NATIONAL CORP		2014-09-12	2014-11-06
10 MAGNA INTERNATIONAL ISIN CA5592224011		2013-12-31	2014-11-06

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
1,378		1,352	26
1,095		747	348
856		645	211
974		432	542
1,836		1,812	24
2,178		1,330	848
1,732		1,393	339
763		679	84
1,119		1,096	23
1,049		820	229

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			26
			348
			211
			542
			24
			848
			339
			84
			23
			229

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
10 MCKESSON HBOC INC COMMN		2013-10-29	2014-11-06
20 MICROSOFT CORP		2002-10-16	2014-11-06
20 MICRON TECHNOLOGY INC		2014-09-30	2014-11-06
20 PACKAGING CORP OF AMERICA COM		2014-03-21	2014-11-06
10 POLARIS INDS INC		2012-05-02	2014-11-06
20 PRINCIPAL FINANCIAL GROUP COM		2014-08-12	2014-11-06
20 PROCTER & GAMBLE CO		2012-11-14	2014-11-06
10 QUALCOMM		2011-01-14	2014-11-06
20 QUANTA SVCS INC		2014-03-21	2014-11-06
40 REGIONS FINANCIAL CORP		2013-07-02	2014-11-06

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
2,026		1,551	475
973		505	468
667		689	-22
1,444		1,443	1
1,564		827	737
1,048		1,014	34
1,777		1,331	446
706		520	186
678		739	-61
409		395	14

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			475
			468
			-22
			1
			737
			34
			446
			186
			-61
			14

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo., day, yr.)	<b>(d)</b> Date sold (mo., day, yr.)
10 ST JUDE MEDICAL INC		2014-02-20	2014-11-06
20 SCHLUMBERGER LTD COM		2014-03-31	2014-11-06
30 SKYWORKS SOLUTIONS INC COM		2014-03-20	2014-11-06
30 SOUTHWEST AIRLINES COM		2014-06-05	2014-11-06
10 THE TRAVELERS COS INC		2014-05-01	2014-11-06
10 UNION PAC CORP COM		2010-03-30	2014-11-06
10 UNITED RENTALS INC COM		2014-09-12	2014-11-06
20 VERIZON COMMUNICATIONS COM		2013-05-15	2014-11-06
40 WELLS FARGO & CO NEW COM		2009-08-13	2014-11-06
30 WISCONSIN ENERGY CORP		2009-02-26	2014-11-06

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
660		678	-18
1,940		1,953	-13
1,862		1,172	690
1,138		820	318
1,019		907	112
1,189		369	820
1,137		1,162	-25
1,005		1,070	-65
2,160		1,108	1,052
1,476		619	857

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
<b>(i)</b> FMV as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-18
			-13
			690
			318
			112
			820
			-25
			-65
			1,052
			857

**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)
10 WYNDHAM WORLDWIDE CORP		2014-01-17	2014-11-06
30 INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76		2014-09-12	2014-11-06
10 ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6		2014-04-10	2014-11-06
20 TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN CH0102993182		2014-06-25	2014-11-06
10 CHECK POINT SOFTWARE COM		2014-08-29	2014-11-06
10 LYONDELLBASELL INDUSTRIES N V ISIN NL0009434992 SEDOL B3SPXZ3		2014-09-19	2014-11-06
20 NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7		2013-12-02	2014-11-06
10 ROYAL CARRIBEAN CRUISES LTD SEDOL 2754907 ISIN LR0008862868		2014-08-14	2014-11-06
370 HELMERICH & PAYNE INC COM		2013-02-25	2014-11-17
771 QUANTA SVCS INC		2014-03-20	2014-12-12

**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)
769		744	25
1,229		1,223	6
1,107		992	115
1,242		1,219	23
744		707	37
862		1,142	-280
1,470		857	613
677		624	53
28,863		23,777	5,086
20,699		28,333	-7,634

**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	
			25
			6
			115
			23
			37
			-280
			613
			53
			5,086
			-7,634

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

<b>(a)</b> 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>(b)</b> How acquired P—Purchase D—Donation	<b>(c)</b> Date acquired (mo , day, yr )	<b>(d)</b> Date sold (mo , day, yr )
19 QUANTA SVCS INC		2014-03-20	2014-12-12
CAPITAL GAIN DIVIDENDS	P		

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

<b>(e)</b> Gross sales price	<b>(f)</b> Depreciation allowed (or allowable)	<b>(g)</b> Cost or other basis plus expense of sale	<b>(h)</b> Gain or (loss) (e) plus (f) minus (g)
515		691	-176
			68,183

**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			<b>(l)</b> Gains (Col (h) gain minus col (k), but not less than -0-) <b>or</b> Losses (from col (h))
<b>(i)</b> F M V as of 12/31/69	<b>(j)</b> Adjusted basis as of 12/31/69	<b>(k)</b> Excess of col (i) over col (j), if any	
			-176

**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)				
<b>a</b> <i>Paid during the year</i>				
THE SALVATION ARMY 796 COVE RD WEIRTON, WV 26062	NONE	PC	2014 EMERGENCY & RENT	15,000
JEFFERSON COUNTY FOURTH STREET HEALTH CENTER ONE ROSS PARK SUITE 2020 STEUBENVILLE, OH 43952	NONE	PC	FREE & HEALTHY DIABETIC	15,000
JEFFERSON COUNTY HISTORICAL SOCIETY 172 MAIN STREET BROOKVILLE, PA 15825	NONE	PC	MTG THE FUTURE, PRESERVING	25,400
JEFFERSON COUNTY SENIOR CENTER 1 ROSS PARK STEUBENVILLE, OH 43952	NONE	PC	PROGRAMS FOR SENIOR CENTER	5,000
EASTERN GATEWAY COMMUNITY COLLEGE 4000 SUNSET BLVD STEUBENVILLE, OH 43952	NONE	PC	ENTRY PORTAL/ELECT MESSAGE	35,000
THE NEIGHBORHOOD HOUSE 1000 ATCHESON ST COLUMBUS, OH 43203	NONE	PC	ZAP THE GAPS	5,000
YOUNGSTOWN HEARING & SPEECH 6614 SOUTHERN BLVD BOARDMAN, OH 44512	NONE	PC	STEUBENVILLE COMMUNITY	5,000
OLD FORT STEUBENVILLE PROJECT 120 S 3RD ST STEUBENVILLE, OH 43952	NONE	PC	FLAG POLE PROJECT -	14,440
JEFFERSON COUNTY HUMANE SOCIETY 200 AIRPARK DRIVE STEUBENVILLE, OH 43952	NONE	PC	TWO OUTSIDE DOG RUNS	22,600
PUBLIC LIBRARY OF STEUBENVILLE 407 S 4TH STREET STEUBENVILLE, OH 43952	NONE	PC	MOVING THE STEELWORKER	10,000
THE URBAN MISSION 301 N 5TH STREET STEUBENVILLE, OH 43952	NONE	PC	YOUTH & FAMILY WELLNESS	15,000
WEIRTON MEDICAL CENTER FOUNDATION 601 COLLIERS WAY WEIRTON, WV 26062	NONE	PC	WMC - CANCER CENTER	100,000
HANCOCK COUNTY SHELTERED WORKSHOP 1100 PENNSYLVANIA AVE WEIRTON, WV 26062	NONE	PC	ROOF REPLACEMENT	40,000
CRITTENTON FOUNDATION INC 2606 NATIONAL ROAD WHEELING, WV 26003	NONC	PC	BRING FAMILY TOGETHER	9,543
GREATER WEIRTON SENIOR CENTER 3425 MAIN STREET WEIRTON, WV 26062	NONE	PC	ADA RESTROOM COMPLIANT	20,000
<b>Total . . . . .</b>				<b>345,797</b>

**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)				
<b>a</b> <i>Paid during the year</i>				
A CHILD'S PLACE CASA LTD 613 MAIN STREET FOLLANSBEE, WV 26037	NONE	PC	SERVING CHILDREN OF WEIRTON	8,814
<b>Total . . . . .</b>				<b>3a</b> 345,797

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** JOHN C WILLIAMS CHARITABLE TR 8024

**EIN:** 25-6024153

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK	2,300,038	3,290,529

## TY 2014 Investments - Other Schedule

**Name:** JOHN C WILLIAMS CHARITABLE TR 8024

**EIN:** 25-6024153

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS - FIXED	AT COST	2,501,666	2,528,689
MUTUAL FUNDS - EQUITY	AT COST	1,327,784	2,094,080

## TY 2014 Other Decreases Schedule

**Name:** JOHN C WILLIAMS CHARITABLE TR 8024

**EIN:** 25-6024153

Description	Amount
DIFF BETWEEN CARRYING VALUE AND TAX COST	139,118
ROUNDING ADJ FOR SALES AND TRANSACTIONS	8

## TY 2014 Other Expenses Schedule

**Name:** JOHN C WILLIAMS CHARITABLE TR 8024

**EIN:** 25-6024153

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
GRANTMAKING FEES	23,313	0		23,313
ACCOUNT MAINTENANCE FEES	250	250		0

## TY 2014 Taxes Schedule

**Name:** JOHN C WILLIAMS CHARITABLE TR 8024

**EIN:** 25-6024153

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	309	309		0
FEDERAL TAX PAYMENT - PRIOR YE	3,202	0		0
FEDERAL ESTIMATES - PRINCIPAL	6,564	0		0