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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](http://www.irs.gov/form990pf).

2014

Open to Public  
Inspection

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

Name of foundation BARBARA & GARY BRANDT FAMILY FOUNDATION		A Employer identification number 26-1396548		
Number and street (or P O box number if mail is not delivered to street address) CITRIN COOPerman 529 FIFTH AVE		B Telephone number (see instructions) (212) 697-1000		
C City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10017				
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>		
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 4,148,266		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>		
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
Revenue		(d) Disbursements for charitable purposes (cash basis only)		
1 Contributions, gifts, grants, etc , received (attach schedule)				
2 Check ► <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments	12,997	12,997		
4 Dividends and interest from securities.	99,196	99,196		
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	346,181			
b Gross sales price for all assets on line 6a 2,852,465				
7 Capital gain net income (from Part IV, line 2)		346,181		
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)	8,441	8,441		
12 Total. Add lines 1 through 11	466,815	466,815		
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)				
17 Interest				
18 Taxes (attach schedule) (see instructions)	5,078	3,337		250
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings				
22 Printing and publications				
23 Other expenses (attach schedule)	53,094	41,152		11,942
24 Total operating and administrative expenses.				
Add lines 13 through 23	58,172	44,489		12,192
25 Contributions, gifts, grants paid	171,360			171,360
26 Total expenses and disbursements. Add lines 24 and 25	229,532	44,489		183,552
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	237,283			
b Net investment income (if negative, enter -0-)		422,326		
c Adjusted net income (if negative, enter -0-)				

	Part III 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 . . . . .		-3,298	14,101	14,101
	2 Savings and temporary cash investments . . . . .		149,597	118,639	118,639
	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 . . . . .				
	10a Investments—U S and state government obligations (attach schedule)		28,446	53,159	55,825
	b Investments—corporate stock (attach schedule) . . . . .		2,818,389	3,206,025	3,649,190
	c Investments—corporate bonds (attach schedule) . . . . .		206,857	143,606	153,192
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans . . . . .				
	13 Investments—other (attach schedule) . . . . .		217,619	120,872	157,319
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	15 Other assets (describe ►) . . . . .				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		3,417,610	3,656,402	4,148,266
Liabilities	17 Accounts payable and accrued expenses . . . . .				
	18 Grants payable . . . . .				
	19 Deferred revenue . . . . .				
	20 Loans from officers, directors, trustees, and other disqualified persons				
	21 Mortgages and other notes payable (attach schedule) . . . . .				
	22 Other liabilities (describe ►) . . . . .				
	23 Total liabilities (add lines 17 through 22) . . . . .		0	0	
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here ►</b>				
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24 Unrestricted . . . . .				
	25 Temporarily restricted . . . . .				
	26 Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, check here ►</b>				
	<b>and complete lines 27 through 31.</b>				
	27 Capital stock, trust principal, or current funds . . . . .		0	0	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund		0	0	
	29 Retained earnings, accumulated income, endowment, or other funds		3,417,610	3,656,402	
	30 Total net assets or fund balances (see instructions) . . . . .		3,417,610	3,656,402	
	31 Total liabilities and net assets/fund balances (see instructions) . . . . .		3,417,610	3,656,402	

**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	3,417,610
2	Enter amount from Part I, line 27a . . . . .	2	237,283
3	Other increases not included in line 2 (itemize) ►	3	5,694
4	Add lines 1, 2, and 3 . . . . .	4	3,660,587
5	Decreases not included in line 2 (itemize) ►	5	4,185
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,656,402

**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>				
<b>(e) Gross sales price</b>	<b>(f) Depreciation allowed (or allowable)</b>	<b>(g) Cost or other basis plus expense of sale</b>	<b>(h) Gain or (loss) (e) plus (f) minus (g)</b>	
<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				<b>(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))</b>
<b>(i) F M V as of 12/31/69</b>	<b>(j) Adjusted basis as of 12/31/69</b>	<b>(k) Excess of col (i) over col (j), if any</b>		
<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)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		<b>2</b>	346,181
<b>3</b> Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right.$		<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

<b>(a)</b> Base period years Calendar year (or tax year beginning in)	<b>(b)</b> Adjusted qualifying distributions	<b>(c)</b> Net value of noncharitable-use assets	<b>(d)</b> Distribution ratio (col (b) divided by col (c))
2013	169,042	3,824,519	0 044200
2012	172,217	3,528,345	0 048810
2011	159,918	3,478,998	0 045967
2010	143,229	3,360,382	0 042623
2009	310,817	3,052,704	0 101817
<b>2</b> Total of line 1, column (d).			<b>2</b> 0 283417
<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 056683
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			<b>4</b> 4,144,985
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 234,950
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 4,223
<b>7</b> Add lines 5 and 6.			<b>7</b> 239,173
<b>8</b> Enter qualifying distributions from Part XII, line 4.			<b>8</b> 183,552

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
	Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</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 . . . . .	1	8,447
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	2	0
3	Add lines 1 and 2. . . . .	3	8,447
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	8,447
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	7,200
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	7,200
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	69
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	1,316
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> <b>Refunded</b> <input type="checkbox"/>	11	

**Part VII-A Statements 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? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<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>		
1c	Did the foundation file <b>Form 1120-POL</b> for this year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year		
	(1) On the foundation <input type="checkbox"/> \$ _____ 0 (2) On foundation managers <input type="checkbox"/> \$ _____ 0		
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____ 0		
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach a detailed description of the activities.</i>		
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	<input type="checkbox"/> Yes	<input type="checkbox"/> No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
b	If "Yes," has it filed a tax return on <b>Form 990-T</b> for this year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> No
	<i>If "Yes," attach the statement required by General Instruction T.</i>		
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? . . . . .		
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. . . . .	<input type="checkbox"/> Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)		
	<input type="checkbox"/> NY		
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 .	<input type="checkbox"/> 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)?		
	<i>If "Yes," complete Part XIV</i>		
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . . .	<input type="checkbox"/> Yes	<input type="checkbox"/> 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 ► N/A

14 The books are in care of ► CITRIN COOPerman CO LLP Telephone no ► (212) 697-1000  
Located at ► 529 FIFTH AVENUE NEW YORK NY ZIP +4 ► 10017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . . . ► 15 and enter the amount of tax-exempt interest received or accrued during the year . . . . .

16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . .

See 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 ►

16	Yes	No
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**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.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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 <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)? . . . . .		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 <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) . . . . .		2b	
c	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 ► 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	► Yes	✓ No	
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) . . . . .		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? . . . . .		4b	No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) 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		
	(3) Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) 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		
	(5) 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		
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)? . . . . .		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? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i>			
6a	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	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			
	<i>If "Yes" to 6b, file Form 8870.</i>			
7a	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		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

**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 <b>(If not paid, enter -0-)</b>	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
BARBARA BRANDT 3 MITTMAN ROAD RYE, NY 10580	TRUSTEE AS NEEDED 0 00	0	0	0
GARY BRANDT 3 MITTMAN ROAD RYE, NY 10580	TRUSTEE AS NEEDED 0 00	0	0	0

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

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

## **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	<b>Expenses</b>
<b>1</b> <hr/>	
<b>2</b> <hr/>	
<b>3</b> <hr/>	
<b>4</b> <hr/>	

**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

**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	4,072,227
b	Average of monthly cash balances. . . . .	1b	135,880
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	4,208,107
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	4,208,107
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	63,122
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	4,144,985
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	207,249

**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	207,249
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	8,447
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	8,447
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	198,802
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	198,802
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	198,802

**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	183,552
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	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	183,552
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	183,552

**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				198,802
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only. . . . .			180,448	
<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. . . . .				
<b>b</b> From 2010. . . . .				
<b>c</b> From 2011. . . . .				
<b>d</b> From 2012. . . . .				
<b>e</b> From 2013. . . . .				
<b>f Total</b> of lines 3a through e. . . . .	0			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 183,552			180,448	
<b>a</b> Applied to 2013, but not more than line 2a		0		
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2014 distributable amount. . . . .			3,104	
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
<b>6</b> Enter the net total of each column as indicated below:				
<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. . . . .				195,698
<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> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .				
<b>b</b> Excess from 2011. . . . .				
<b>c</b> Excess from 2012. . . . .				
<b>d</b> Excess from 2013. . . . .				
<b>e</b> Excess from 2014. . . . .				

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

<b>1a</b> 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. <input type="text"/>
<b>b</b> Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)
<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. <input type="text"/>
<b>b</b> 85% of line 2a. <input type="text"/>
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed. <input type="text"/>
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities. <input type="text"/>
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c. <input type="text"/>
<b>3</b> Complete 3a, b, or c for the alternative test relied upon
<b>a</b> "Assets" alternative test—enter
(1) Value of all assets. <input type="text"/>
(2) Value of assets qualifying under section 4942(j)(3)(B)(i). <input type="text"/>
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. <input type="text"/>
<b>c</b> "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). <input type="text"/>
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(III). <input type="text"/>
(3) Largest amount of support from an exempt organization <input type="text"/>
(4) Gross investment income <input type="text"/>

**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) )

**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 email address of the person to whom applications should be addressed

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

**c** Any submission deadlines

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

**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 Paid during the year</b> See Additional Data Table				
<b>Total</b> . . . . .			► 3a	171,360
<b>b Approved for future payment</b>				
<b>Total</b> . . . . .			► 3b	0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions )
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
<b>1</b> Program service revenue					
a					
b					
c					
d					
e					
f					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .					
<b>4</b> Dividends and interest from securities. . . . .			14	12,997	
<b>5</b> Net rental income or (loss) from real estate			14	99,196	
a Debt-financed property. . . . .					
b Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property. . . . .					
<b>7</b> Other investment income. . . . .			14	8,441	
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .			18	346,181	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .					
<b>11</b> Other revenue a					
b					
c					
d					
e					
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .		0		466,815	
<b>13</b> <b>Total.</b> Add line 12, columns (b), (d), and (e). . . . .			13	466,815	

**Part VIT-B Relationship of Activities to the Accomplishment of Exempt Purposes**

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

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

**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.

**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.

\* \* \* \* \*

2015-11-12

\* \* \* \* \*

Signature of officer or trustee

Date

Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name JOHN REPETTI	Preparer's Signature	Date 2015-11-12	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00163823
	Firm's name ► CITRIN COOPERMAN & CO LLP			Firm's EIN ►	22-2428965
	Firm's address ► 529 FIFTH AVENUE NEW YORK, NY 100174683			Phone no (212) 697-1000	

**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)
PUBLICLY TRADED SECURITIES SCH I	P		
PUBLICLY TRADED SECURITIES SCH I	P		
PUBLICLY TRADED SECURITIES SCH II	P		
PUBLICLY TRADED SECURITIES SCH II	P		
PUBLICLY TRADED SECURITIES SCH III	P		
PUBLICLY TRADED SECURITIES SCH III	P		
PUBLICLY TRADED SECURITIES SCH IV	P		
PUBLICLY TRADED SECURITIES SCH IV	P		
PUBLICLY TRADED SECURITIES SCH V	P		
A&Q ALTERNATIVE FIXED-INC STRAT FUND LLC	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)
333,841		312,992	20,849
518,186		365,065	153,121
627,535		627,714	-179
400,355		263,550	136,805
77,906		75,510	2,396
173,088		144,124	28,964
359,431		359,974	-543
246,645		255,770	-9,125
103,582		100,952	2,630
		633	-633

**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	
			20,849
			153,121
			-179
			136,805
			2,396
			28,964
			-543
			-9,125
			2,630
			-633

**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)
A&Q ALTERNATIVE FIXED-INC STRAT FUND LLC	P		
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)
8,997			8,997
2,899			2,899

**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			(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	8,997
			2,899

**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 Paid during the year</b>				
92ND STREET Y 1395 LEXINNGTON AVE NEW YORK, NY 10128	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
AMERICAN BALLET THEATRE FOUNDATION 890 BROADWAY NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL SUPPORT	14,000
AMERICAN DANCE MACHINE 21ST CENTURY FDN 175 EIGHTH AVENUE NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500
ASPCA 424 E 92ND ST NEW YORK, NY 101286804	NONE	PUBLIC CHARITY	GENERAL SUPPORT	4,900
ASTEP 165 W 46TH ST 1309 NEW YORK, NY 10036	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250
AUTISM SCIENCE FOUNDATION 106 W 32ND ST SUITE182 NEW YORK, NY 10001	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250
BALLET THEATRE FOUNDATION 890 BROADWAY 3RD FLOOR NEW YORK, NY 10003	NONE	PUBLIC CHARITY	GENERAL SUPPORT	6,000
BIRTHRIGHT ISRAEL FOUNDATION 33E 33RD ST 7TH FL NEW YORK, NY 10016	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,500
CENTRAL PARK CONSERVANCY 14 E 60TH ST NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
CITY CENTER 131 W 55TH ST NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
DOCTORS WITHOUT BORDERS 333 7TH AVENUE 2ND FLOOR NEW YORK, NY 10015004	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
FISHER HOUSE FOUNDATION INC 111 ROCKVILLE PIKE SUITE 420 ROCKVILLE, MD 20850	NONE	PUBLIC CHARITY	GENERAL SUPPORT	13,750
FOUNDATION FOR INDEPENDENT ARTIST 246 W 38TH STREET NEW YORK, NY 10018	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500
INTERMEZZO ART 250 W 57ST SUITE 2201-2202 NEW YORK, NY 10107	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500
JESSICA LANG DANCE 2728 THOMSON AVE UNIT 252 LONG ISLAND CITY NEW YORK, NY 11101	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
<b>Total . . . . .</b>			<b>► 3a</b>	<b>171,360</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 Paid during the year</b>				
JOYCE THEATRE FOUNDATION 175 EIGHTH AVENUE NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
JUILLIARD SCHOOL 60 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	PUBLIC CHARITY	GENERAL SUPPORT	25,200
LOVE US C/O CITRIN COOPerman CO LLP 529 FIFTH AVE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	500
MISCELLANEOUS ORGANIZATION C/O CITRIN COOPerman CO LLP 529 FIFTH AVE NEW YORK, NY 10017	NONE	PUBLIC CHARITY	GENERAL SUPPORT	800
METROPOLITAN MUSEUM OF ART 1000 5TH AVE NEW YORK, NY 10028	NONE	PUBLIC CHARITY	GENERAL SUPPORT	210
MOTHERS AGAINST DRUNK DRIVING 33 WALT WHITMAN RD SUITE 307 HUNTINGTON STATION NEW YORK, NY 11746	NONE	PUBLIC CHARITY	GENERAL SUPPORT	200
NEW YORK CITY CENTER 131 W 55TH ST NEW YORK, NY 10019	NONE	PUBLIC CHARITY	GENERAL SUPPORT	3,500
NEW YORK LIVE ARTS 219 W 19TH STREET NEW YORK, NY 10011	NONE	PUBLIC CHARITY	GENERAL SUPPORT	250
NEW YORK UNIVERSITY 70 WASHINGTON SQUARE SOUTH NEW YORK, NY 10012	NONE	PUBLIC CHARITY	GENERAL SUPPORT	2,000
PET RESCUE PO BOX 393 LARCHMONT, NY 10538	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
UCLA REGENTS 10920 WILSHIRE BOULEVARD SUITE 900 LOS ANGELES, CA 09874	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
UJA FEDERATION 130 EAST 59TH STREET NEW YORK, NY 10022	NONE	PUBLIC CHARITY	GENERAL SUPPORT	10,000
WILDLIFE CONSERVATION SOCIETY 2300 SOUTHERN BOULEVARD BRONX NEW YORK, NY 10460	NONE	PUBLIC CHARITY	GENERAL SUPPORT	12,250
WORKS & PROCESS 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	PUBLIC CHARITY	GENERAL SUPPORT	1,000
YOUTH AMERICA GRAND PRIX 304 PARK AVENUE SOUTH STE 1004 NEW YORK, NY 10010	NONE	PUBLIC CHARITY	GENERAL SUPPORT	27,300
<b>Total . . . . .</b>			<b>► 3a</b>	<b>171,360</b>

## TY 2014 Investments Corporate Bonds Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION

**EIN:** 26-1396548

Name of Bond	End of Year Book Value	End of Year Fair Market Value
ARCELORMITTAL NTS	25,000	26,000
CREDIT SUISSE NY BRH NTS	30,487	33,490
LEGGETT & PLATT INC	10,135	10,708
MARKET VECTORS HIGH YIELD MUNI	42,613	44,733
MARRILL LYNCH & CO.	20,280	22,283
MORGAN STANLEY B/E	15,091	15,978

**TY 2014 Investments Corporate  
Stock Schedule**

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION  
**EIN:** 26-1396548

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABERDEEN ASSET MGMT PLC	0	0
ACE LTD CHF	16,438	20,219
ACTAVIS PLC	33,242	32,434
ACTELION LTD	2,368	5,131
ADT CORP COM	0	0
AFFILIATED MANAGERS GROUP	18,307	19,951
AFLAC INC	12,666	13,501
AIA GROUP LTD SPON ADR	7,325	11,097
AIR LIQUIDE ADR	9,896	11,462
ALIBABA GROUP HLDG LTD	27,244	31,806
ALLSTATE CORP SER	49,334	50,027
ALTRIA GROUP INC	34,485	44,442
AMAZON.COM	0	0
AMER ELECTRIC POWER CO	0	0
AMER EXPRESS CO	21,903	21,864
AMERICAN INTL GROUP	0	0
ANADARKO PETROLEUM	10,490	9,653
ANHEUSER BUSCH	4,761	7,638
ANTERO RESOURCES CORP	22,805	15,989
APPLE INC.	67,101	156,629
ARM INC	10,763	11,112
ASML HLDG NV GDR	24,969	29,006
ASSOCIATED BRITISH FOOD PLC	3,378	8,270
BANK HAPOALIM BM SPON ADR	6,868	6,029
BANK OF AMER CORP	24,983	27,998
BANK OF GA HLDGS PLC	5,028	4,143
BARCLAYS PLC	13,201	11,603
BAYER AG	6,196	10,810
BELLE INTL HLDGS LTD. ADR	6,893	4,951
BIOGEN IDEC INV	30,866	38,697

Name of Stock	End of Year Book Value	End of Year Fair Market Value
BRENNTAG AG	9,344	11,516
BRITISH AMERICAN TOBACCO	7,205	9,704
CANADIAN PAC RAILWAY LTD	32,198	46,053
CATERPILLAR INC	17,558	16,933
CBRE CLARION GL REAL ESTATE	52,421	52,196
CBS CORP NEW CL	19,899	19,424
CBS CORP NEW CLB	11,824	12,230
CELGENE CORP	17,269	25,952
CENTRICA PLC NEW	10,797	9,062
CH RROBINSON WORLDWIDE INC	14,740	17,225
CHEVRON CORP	23,898	24,567
CITIGROUP INC.	21,320	27,380
COMCAST CORP NEW CL A	33,387	39,969
COMERZBANK AG SPN	12,227	8,816
CONTL AG-SPONS ADR ADR	5,704	5,605
COVIDIEN PLC	13,100	14,217
CREDIT SUISSE GROUP SPON	12,845	10,509
CRH PLC IRELAND SPON ADR	8,661	8,740
CSX CORPORATION	7,094	8,442
CVS CAREMARK CORP	12,055	18,010
CVS HEALTH CORP	13,925	19,647
DELTA AIR LINES INC DELA NEW	20,934	22,972
DEVON ENERGY CORP NEW	10,611	8,998
DEXUS PPTY GR	7,179	7,146
DISCOVER FIN SERVICES	8,716	12,050
DNB ASA SPON ADR	6,906	6,706
DON QUIJOTE CO LTD.	7,564	16,570
EATON VANCE GLOBAL DIV INCOME FUND	33,129	33,135
EMPIRE STATE REALTY TR	14,197	17,580
ENERGY DEV CORP.	4,113	5,634

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EQUITY RESIDENTIAL SBI	13,766	15,877
ERICSSON SEK 10 NEW 2002 ADR	11,922	11,713
EXELON CORP	10,208	6,452
EXXON MOBIL CORP	40,430	38,274
FACEBOOK INC	36,124	52,585
FAMILYMART CO LTD	5,468	5,085
FANUC CORP ADR	6,934	7,543
FLEETCOR TECH INC	9,371	11,302
GALP ENERGIA SGPS SA ADR	6,997	3,865
GENERAL ELE CO.	16,584	15,895
GENL DYNAMICS CORP	17,831	21,606
GERRY WEBER INTL	4,390	6,347
GILEAD SCIENCES INC	28,322	49,581
GLAXO SMITHKLINE	11,025	11,283
GOOGLE INC	58,576	110,991
GRUPO FIN SANTANDER MAXICO	4,935	4,413
HALLIBURTON CO	4,749	3,540
HCA HOLDINGS INC	34,397	37,649
HOME DEPOT INC	14,097	18,370
HONEYWELL INTL INC	5,005	8,693
IMAGINATION TECH GR	5,245	2,713
INFIEON TECHNOLIGIES ADR	7,777	8,382
INTEL CORP	10,046	10,984
ISHARES JP MORGAN	58,675	54,855
JAPAN AIRLINES CO UNSPONSORED	8,286	8,152
JAPAN TOBACCO INC	15,801	13,675
JARDINE MATHESON HD	4,864	8,255
JOHNSON CONTROLS INC	5,446	9,281
JP MORGAN CHASE	38,855	55,321
JP MORGAN STRATEGIC INCOME	33,443	32,887

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KEYCORP NEW	13,484	13,886
KIMCO REALTY CORP	30,671	28,237
KIRIN HOLDINGS LTD SPON ADR	6,902	6,113
KROGER COMPANY	17,564	21,639
LEG IMMOBILIEN AG	11,894	14,419
LILLY EU & CO	23,796	26,630
LINKEDIN CORP	7,772	7,810
LIXIL GR CORP	12,997	13,117
LORD ABBETT MULTI ASSET INCOME FUND	52,670	49,269
LORD ABBETT SHORT DURATION INC	51,405	50,611
LORILLARD INC	19,660	25,176
MAN WAH HOLDINGS LTD	6,862	7,251
MERCK & CO. INC NEW COM	26,196	31,348
MERLIN ENTERTAINMETS REG	6,401	6,762
METLIFE FLOATER	50,998	45,800
MICROSOFT CORP	30,218	30,796
MITSUBISHI UFJ FINANCIALGR	12,660	10,363
MONSANTO CO NEW	40,747	46,713
NESTLE SA	13,423	17,508
NEXTERA ENERGY INC.	19,787	25,935
NIKE INC CL B	37,250	41,633
NOKIA CORP SPONS ADR	8,766	9,070
NOMURA HOLDINGS	7,631	9,554
NOVARTIS AG	9,972	16,123
OCCIDENTAL PETROLEUM	22,892	19,911
ORACLE CORP	18,593	20,956
PACIRA PHRMACEUTICALS INC	12,507	10,994
PEMBINA PIPELINE CORP. (FKA - PROVIDENT ENERGY TRUST UNIT)	34,944	30,949
PG & E CORP ({HOLDING CO)	15,464	17,409
PHILLIPINE LONG DISTANCE TEL	5,017	4,620

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PHILLIPS 66	8,962	11,185
PIMCO 0.5 HIGH YIELD BOND	116,060	110,913
PIRELLI & C SPA AZIONE	13,366	11,189
PNC FINANCIAL SERVICES	12,971	15,874
PRICELINE.COM INC	22,872	21,664
PRUDENTIAL PLC	12,830	19,622
PUBLIC STORAGE REIT	13,844	15,158
QUALCOMM INC	22,492	24,083
RAYNOLDS AMERN INC	14,898	16,196
REED ELSEVIER PLC	6,545	7,213
ROCHE HOLDING	29,953	38,749
ROYAL DUTCH SHELL PLC	11,587	10,846
RS LOW DURATION BOND FUND	93,605	92,502
SANOR SPON ADR	13,000	12,816
SAP AG SPON	11,041	9,472
SCHWAB CHARLES CORP NEW	19,543	21,254
SEMPRA ENERGY	13,569	17,595
SHWERWIN WILLIAMS CO.	25,881	37,878
SIMON PPTY GR	14,186	15,661
SKYLARK CO LTD	6,009	6,050
SOFTBANK CORP ADR	15,649	12,623
SPYGLASS RES CORP	6,636	92
STANLEY ELEC CO LTD ORD	12,917	13,068
STARBUCKS CORP	22,667	26,994
STARWOOD HOTELS & RESORTS WORLDWIDE	28,818	32,833
STARWOOD PPTY TR INC	9,069	6,972
STRYKER CORP	8,062	11,791
SUNART RETAIL GROUP LTD	3,135	2,303
SUNTORY BEVARAGE & FOOD	5,195	5,362
SYNGENTA AG SPON ADR	16,411	14,261

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TELIASONERA AB ADR	10,118	9,145
TESLA MTRS INC COM	28,367	23,353
TEVA PHARMA. IND LTD	15,285	17,023
THERMO FISHER SCIENTIFIC	10,596	17,290
TJX COS INC NEW	8,847	10,424
TOKYO ELECTRON LTD ADR	6,555	8,071
TOYOTA MOTOR CORP	11,578	18,571
TRINITY INDUSTRIES INC	5,276	4,089
UNION PACIFIC CORP.	33,107	47,295
UNITED TECHNOLOGIES CORP.	7,567	10,235
UNITEDHEALTH GROUP INC	24,716	26,182
UNTS FT RICHARD BERNSTEIN	99,932	105,627
VERIZON COMMUNICATION INC	26,498	25,823
VISA INC CL A	35,461	51,391
VIVENDI SA ADR	8,969	8,613
VODAFONE GR	24,294	15,855
WALT DISNEY CO	32,128	46,530
WELLS FARGO & CO. NEW	13,903	14,637
WELLS FARGO ADVANTAGE UTILS	4,351	4,160
WOLSELEY PLC	5,522	7,067
WOLTERS KLUWER NV	12,399	15,372
WP CAREY INC REIT	12,427	14,020
WYNN RESORTS LTD	28,327	28,562
XL GROUP PLC	14,960	15,226
ZURICH INS GROUP LTD SPON	12,027	14,789

## TY 2014 Investments Government Obligations Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION

**EIN:** 26-1396548

**US Government Securities - End of**

**Year Book Value:** 53,159

**US Government Securities - End of**

**Year Fair Market Value:** 55,825

**State & Local Government**

**Securities - End of Year Book**

**Value:** 0

**State & Local Government**

**Securities - End of Year Fair**

**Market Value:** 0

## TY 2014 Investments - Other Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
A&Q ALTERNATIVE FIXED INC FKA O'CONNOR FUND OF FUNDS	AT COST	100,750	138,267
ISHARE MSCI JAPAN ETF	AT COST	20,122	19,052

## TY 2014 Other Decreases Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

<b>Description</b>	<b>Amount</b>
DISALLOWED LOSS DUE TO WASH SALES RULE	4,185

## TY 2014 Other Expenses Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION

**EIN:** 26-1396548

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT ADVISORY FEES	28,034	28,034		0
PROFESSIONAL FEES	17,775	5,833		11,942
MISC EXP	68	68		0
A&Q ALT FIXED-INC STRATEGIES FUND LLC-MISC DED	7,217	7,217		0

## TY 2014 Other Income Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
OTHER PORTFOLIO INCOME	869	869	869
ORDINARY INCOME FROM K-1 A&Q ALTERNATIVE FIXED INC FKA O'CONNOR FUND	7,572	7,572	7,572

**TY 2014 Other Increases Schedule****Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

Description	Amount
TAX EXEMPT INTEREST INCOME AND OTHER ADJ.	2,242
OTHER ADJUSTMENT	3,452

## TY 2014 Taxes Schedule

**Name:** BARBARA & GARY BRANDT FAMILY FOUNDATION**EIN:** 26-1396548

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID	3,330	3,330		0
NYS FILING FEE	250	0		250
EXCISE TAX	1,491	0		0
A&Q ALT FIXED INC - K-1 TAX WITHHELD CREDITS	7	7		0