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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.

2014

Open to Public
Inspection

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

Name of foundation JOHN SCULLY FOUNDATION		A Employer identification number 26-6003516
Number and street (or P O box number if mail is not delivered to street address) PO BOX 75000		B Telephone number (see instructions) (612) 215-3603
City or town, state or province, country, and ZIP or foreign postal code DETROIT, MI 482757874		
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		C If exemption application is pending, check here <input type="checkbox"/> <input checked="" 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		D 1. Foreign organizations, check here <input type="checkbox"/> <input checked="" type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <input checked="" type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 2,342,254		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <input checked="" type="checkbox"/>
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ <i>(Part I, column (d) must be on cash basis.)</i>		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/> <input checked="" type="checkbox"/>

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input type="checkbox"/> <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	81,169	80,816		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	53,915			
	b Gross sales price for all assets on line 6a 1,384,552				
	7 Capital gain net income (from Part IV, line 2)		53,915		
	8 Net short-term capital gain			0	
	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)				
	12 Total. Add lines 1 through 11	135,084	134,731		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	14,145	12,731		1,415
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	38,436	38,436		0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,115	540		0
	19 Depreciation (attach schedule) and depletion	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	88	3		85
	24 Total operating and administrative expenses.	53,784	51,710	0	1,500
	Add lines 13 through 23				
	25 Contributions, gifts, grants paid.	115,731			115,731
	26 Total expenses and disbursements. Add lines 24 and 25	169,515	51,710	0	117,231
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-34,431			
	b Net investment income (if negative, enter -0-)		83,021		
	c Adjusted net income (if negative, enter -0-)			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				
	2 Savings and temporary cash investments		46,360	52,465	52,465
	3 Accounts receivable ►				
	Less allowance for doubtful accounts ►			0	0
	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 ►	0			
	8 Inventories for sale or use				
	9 Prepaid expenses and deferred charges				
	10a Investments—U S and state government obligations (attach schedule)				
	b Investments—corporate stock (attach schedule)	1,547,191	1,475,274	1,576,241	
	c Investments—corporate bonds (attach schedule)	692,340	725,405	713,548	
	11 Investments—land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►				
	12 Investments—mortgage loans				
	13 Investments—other (attach schedule)				0
	14 Land, buildings, and equipment basis ►				
	Less accumulated depreciation (attach schedule) ►		0		
	15 Other assets (describe ►)				
	16 Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)		2,285,891	2,253,144	2,342,254
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	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ► <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here ► <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27 Capital stock, trust principal, or current funds		2,285,891	2,253,144	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund				
	29 Retained earnings, accumulated income, endowment, or other funds				
	30 Total net assets or fund balances (see instructions)	2,285,891	2,253,144		
	31 Total liabilities and net assets/fund balances (see instructions)	2,285,891	2,253,144		

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	2,285,891
2	Enter amount from Part I, line 27a	2	-34,431
3	Other increases not included in line 2 (itemize) ►	3	1,684
4	Add lines 1, 2, and 3	4	2,253,144
5	Decreases not included in line 2 (itemize) ►	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,253,144

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
1a See Additional Data Table				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a See Additional Data Table				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(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		
a See Additional Data Table				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 7} \\ \text{If (loss), enter -0- in Part I, line 7} \end{array} \right.$		2	53,915
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6)	$\left\{ \begin{array}{l} \text{If gain, also enter in Part I, line 8, column (c) (see instructions)} \\ \text{If (loss), enter -0- in Part I, line 8} \end{array} \right.$		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	177,641	2,629,406	0 067559
2012	181,278	3,353,318	0 054059
2011	161,466	3,541,827	0 045588
2010	38,726	4,074,790	0 009504
2009	30,900	313,954	0 098422
2 Total of line 1, column (d).			2 0 275132
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0 055026
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			4 2,350,215
5 Multiply line 4 by line 3.			5 129,323
6 Enter 1% of net investment income (1% of Part I, line 27b).			6 830
7 Add lines 5 and 6.			7 130,153
8 Enter qualifying distributions from Part XII, line 4.			8 117,231

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 _____ (attach copy of letter if necessary—see instructions)		
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	1,660
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	1,660
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3 If zero or less, enter -0-	5	1,660
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	575
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	1,275
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	1,850
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	5
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	185
11	Enter the amount of line 10 to be Credited to 2015 estimated tax	11	0

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?		Yes	No
1b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		Yes	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 Form 1120-POL for this year?		Yes	No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year			
	(1) On the foundation ► \$ _____ (2) On foundation managers ► \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?		Yes	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		Yes	No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?		Yes	No
b	If "Yes," has it filed a tax return on Form 990-T for this year?		Yes	No
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?		Yes	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?		Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.		Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions)			
	► SD			
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		Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		Yes	No
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		Yes	No

Part VII-A Statements Regarding Activities (continued)

11		No
12		
13	Yes	
Website address ► <u>N/A</u>		
14	The books are in care of ► <u>COMERICA BANK</u> Located at ► <u>101 NORTH MAIN STREET ANN ARBOR MI</u>	Telephone no ► <u>(877) 405-1091</u> ZIP +4 ► <u>48104</u>
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ► <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ► <input type="checkbox"/> 15	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ►	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <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? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ► <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. ► <input type="checkbox"/>		No
1c	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?		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? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
2b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions)		No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20__</u> , <u>20__</u> , <u>20__</u> , <u>20__</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ► <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014).		
3b			
4a			No
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))? (2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? (3) Provide a grant to an individual for travel, study, or other similar purposes? (4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). (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 any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>		5b
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? <i>If "Yes," attach the statement required by Regulations section 53.4945-5(d).</i>	<input type="checkbox"/> Yes <input type="checkbox"/> No	
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	
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>		6b No
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		
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?		7b

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

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

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
COMERICA BANK PO BOX 75000 M/C 5100 DETROIT MI 482755100	TRUSTEE 1	14,145		

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

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.

Expenses

1 N/A

2

3

4

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Amount

1 N/A

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	2,337,216
b	Average of monthly cash balances.	1b	48,789
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,386,005
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	2,386,005
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	35,790
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,350,215
6	Minimum investment return. Enter 5% of line 5.	6	117,511

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	117,511
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	1,660
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	1,660
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	115,851
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	115,851
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	115,851

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	117,231
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	117,231
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	117,231

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				115,851
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			115,731	
b Total for prior years 2012, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	0			
b From 2010.	0			
c From 2011.	0			
d From 2012.	0			
e From 2013.	0			
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ► \$ 117,231				
a Applied to 2013, but not more than line 2a			115,731	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.			1,500	
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				114,351
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010.	0			
b Excess from 2011.	0			
c Excess from 2012.	0			
d Excess from 2013.	0			
e 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. <input type="text"/>			
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)			
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.			
b	85% of line 2a.			
c	Qualifying distributions from Part XII, line 4 for each year listed.			
d	Amounts included in line 2c not used directly for active conduct of exempt activities.			
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.			
3	Complete 3a, b, or c for the alternative test relied upon			
a	"Assets" alternative test—enter			
(1)	Value of all assets			
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i)			
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.			
c	"Support" alternative test—enter			
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).			
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).			
(3)	Largest amount of support from an exempt organization			
(4)	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))

NONE

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

NONE

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

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

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

BRENDA PEARSON
60 S 6TH ST STE 2550
MINNEAPOLIS, MN 55402
(612) 215-3603

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

LETTER FORM

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
SOUTH DAKOTA SCHOOL OF MINES & TECHNOLOGY 501 E ST JOSEPH RAPID CITY, SD 57701	NONE	EXEMPT	SCHOLARSHIP	115,000
JOHNSON COUNTY LIBRARY FOUNDATION 9875 W 87TH STREET OVERLAND, KS 662124565	NONE	EXEPMT	SUPPORT	731
Total			► 3a	115,731
b Approved for future payment				
Total			► 3b	

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	
1 Program service revenue						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments.						
3 Interest on savings and temporary cash investments.						
4 Dividends and interest from securities.				14	81,169	
5 Net rental income or (loss) from real estate						
a Debt-financed property.						
b Not debt-financed property.						
6 Net rental income or (loss) from personal property.						
7 Other investment income.						
8 Gain or (loss) from sales of assets other than inventory.				18	53,915	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory.						
11 Other revenue a						
b						
c						
d						
e						
12 Subtotal Add columns (b), (d), and (e).					135,084	
13 Total. Add line 12, columns (b), (d), and (e).				13		135,084

Part XVI-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.

* * * * *

2015-07-16

* * * * *

Signature of officer or trustee

Date

Titl

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

Paid Preparer Use Only	Print/Type preparer's name JEFFREY E KUHLIN	Preparer's Signature	Date 2015-07-16	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00353001
	Firm's name ► KPMG LLP			Firm's EIN ► 13-5565207	
	Firm's address ► 2020 N CENTRAL AVE STE 700 PHOENIX, AZ 85004			Phone no (855) 807-3423	

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.)
11 AMERICAN ELEC PWR INC		2013-12-23	2014-02-13
11 DOMINION RESOURCES INC		2013-09-12	2014-02-13
6 DOW CHEMICAL CO		2013-12-23	2014-02-13
12 HEALTH CARE REIT INC		2013-09-12	2014-02-13
31 ISHARES GS\$ INVESTOP CORP BD		2013-09-12	2014-02-13
80 ISHARES BARCLAYS 1-3YR TRS BD FD		2013-11-01	2014-02-13
31 ISHARES JP MORGAN USD EMERGING MARKETS B		2013-11-01	2014-02-13
26 JPMORGAN ALERIAN MLP INDEX ETN DUE 5/24/2024		2013-09-12	2014-02-13
8 LILLY ELI & CO		2013-09-12	2014-02-13
4 LOCKHEED MARTIN CORP		2013-09-12	2014-02-13

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)
546		511	35
776		661	115
277		264	13
685		737	-52
3,596		3,459	137
6,762		6,758	4
3,360		3,425	-65
1,229		1,160	69
429		424	5
638		508	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			(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	
			35
			115
			13
			-52
			137
			4
			-65
			69
			5
			130

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.)
3 845 NATIXIS LOOMIS SAYLES INV GR - Y		2013-09-12	2014-02-13
12 MEDICAL FACS CORP		2013-09-12	2014-02-13
20 MERCK & CO INC NEW		2013-09-12	2014-02-13
4 MICROCHIP TECHNOLOGY INC		2013-09-12	2014-02-13
31 NATIONAL RETAIL PROPERTIES INC (REIT)		2013-09-12	2014-02-13
11 NEXTERA ENERGY INC		2013-12-23	2014-02-13
4 PIMCO TOTAL RETURN EXCHANGE-TRADED FUND		2013-12-23	2014-02-13
351 POWERSHARES SENIOR LN PORT NYSE ARCA IN		2013-09-12	2014-02-13
20 366 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2013-09-12	2014-02-13
1 GUGGENHEIM S & P EQUAL WEIGHT TECHNOLOGY		2013-11-01	2014-02-13

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)
46		46	
205		181	24
1,103		959	144
183		158	25
1,052		947	105
1,021		933	88
426		420	6
8,740		8,707	33
744		667	77
79		71	8

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	
			24
			144
			25
			105
			88
			6
			33
			77
			8

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)
65 467 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-12-23	2014-02-13
206 VANGUARD EMERGING MARKETS ETF CLOSED-END FUND		2013-09-12	2014-02-13
165 WISDOMTREE JAPAN HEDGED EQ		2013-12-23	2014-02-13
7 WISDOMTREE EUROPE SMALLCAP DIVIDEND FUND		2013-11-01	2014-02-13
21214 042 FIDELITY FLTG RATE HIGH INCOME FD INSTL		2014-02-13	2014-03-14
53631 787 FRANKLIN INCOME FD ADVISOR CL		2014-02-13	2014-03-14
48 ISHARES JP MORGAN USD EMERGING MARKETS B		2013-11-01	2014-03-14
94 ISHARES IBOXX H/Y CORP BOND		2014-02-13	2014-03-14
446 MEDICAL FACS CORP		2013-09-12	2014-03-14
122 41 RIVERPARK /WEDGEWOOD FUND -INS		2014-02-13	2014-03-14

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)
1,373		1,362	11
7,956		8,396	-440
7,805		8,311	-506
423		373	50
211,485		210,875	610
130,325		123,369	6,956
5,240		5,303	-63
8,817		8,810	7
7,560		6,729	831
2,194		2,109	85

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	
			11
			-440
			-506
			50
			610
			6,956
			-63
			7
			831
			85

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.)
152 CHUBB CORP		2014-02-13	2014-04-24
265 HSBC HOLDINGS PLC-SPONS ADR		2013-12-23	2014-04-24
526 INTEL CORP		2014-02-13	2014-04-24
249 DIAMOND OFFSHORE DRILLING INC		2014-02-13	2014-05-27
170 DOMINION RESOURCES INC		2013-09-12	2014-05-27
45 LORILLARD INC		2014-02-13	2014-05-27
170 MEDICAL FACS CORP		2013-09-12	2014-05-27
20 AT&T INC		2013-12-23	2014-07-02
50 ALTRIA GROUP INC		2014-02-13	2014-07-02
23 AMERICAN ELEC PWR INC		2013-12-23	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)
13,970		13,536	434
13,682		14,553	-871
14,060		12,384	1,676
12,701		15,465	-2,764
11,787		10,212	1,575
2,694		2,031	663
2,821		2,565	256
711		694	17
2,094		1,749	345
1,244		1,068	176

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	
			434
			-871
			1,676
			-2,764
			1,575
			663
			256
			17
			345
			176

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.)
7 AUTOMATIC DATA PROCESSING INC		2013-12-23	2014-07-02
13 BCE INC		2013-11-01	2014-07-02
22 BANK MONTREAL CAD COM NPV		2014-02-13	2014-07-02
29 BANK OF NOVA SCOTIA		2013-09-12	2014-07-02
27 CHEVRONTEXACO CORP		2013-09-12	2014-07-02
24 COCA COLA CO		2013-12-23	2014-07-02
423 98 CULLEN FDS TR		2014-02-13	2014-07-02
172 518 DOUBLELINE FDS TOTAL RETURN BOND FD		2014-05-27	2014-07-02
23 DOW CHEMICAL CO		2013-12-23	2014-07-02
12 EXXON MOBIL CORP COMMON STOCK		2013-12-23	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)
557		558	-1
587		569	18
1,625		1,419	206
1,942		1,666	276
3,513		3,354	159
1,013		962	51
4,910		4,761	149
1,889		1,905	-16
1,193		1,012	181
1,215		1,182	33

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
			18
			206
			276
			159
			51
			149
			-16
			181
			33

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)
160 858 FIRST EAGLE GLOBAL I		2014-02-13	2014-07-02
10 GENERAL ELECTRIC CO		2013-12-23	2014-07-02
1 HSBC HOLDINGS PLC-SPONS ADR		2013-12-23	2014-07-02
17 HEALTH CARE REIT INC		2013-09-12	2014-07-02
13 ISHARES MSCI MSCI EMERGING MARKETS ASIA		2013-12-23	2014-07-02
28 ISHARES TR-S&P 500 INDEX		2014-02-13	2014-07-02
2 ISHARES GS\$ INVESTOP CORP BD		2013-09-12	2014-07-02
4 ISHARES JP MORGAN USD EMERGING MARKETS B		2013-09-12	2014-07-02
12 ISHARES DOW JONES EPAC SELECT DIVIDEND I		2014-02-13	2014-07-02
90 JPMORGAN ALERIAN MLP INDEX ETN DUE 5/24/2024		2014-05-27	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)
9,264		8,605	659
266		274	-8
52		54	-2
1,057		1,044	13
782		726	56
5,558		5,156	402
236		223	13
459		427	32
481		439	42
4,711		4,413	298

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	
			659
			-8
			-2
			13
			56
			402
			13
			32
			42
			298

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.)
15 JOHNSON & JOHNSON		2014-02-13	2014-07-02
55 KINDER MORGAN INC		2013-09-12	2014-07-02
28 LILLY ELI & CO		2013-09-12	2014-07-02
152 465 NATIXIS LOOMIS SAYLES INV GR - Y		2014-03-14	2014-07-02
7 LORILLARD INC		2013-09-12	2014-07-02
5 MCDONALDS CORP		2013-09-12	2014-07-02
9 MERCK & CO INC NEW		2013-09-12	2014-07-02
17 MICROCHIP TECHNOLOGY INC		2013-09-12	2014-07-02
29 NATIONAL RETAIL PROPERTIES INC (REIT)		2013-09-12	2014-07-02
10 NEXTERA ENERGY INC		2013-12-23	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)
1,586		1,379	207
1,980		1,971	9
1,763		1,484	279
1,894		1,848	46
427		304	123
503		487	16
532		432	100
844		672	172
1,081		886	195
1,002		848	154

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	
			207
			9
			279
			46
			123
			16
			100
			172
			195
			154

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)
14 NUVEEN MTG OPPORTUNITY TERM FD		2014-03-14	2014-07-02
8 PHILIP MORRIS INTL INC		2013-09-12	2014-07-02
7 PIMCO TOTAL RETURN EXCHANGE-TRADED FUND		2014-03-14	2014-07-02
14 PLUM CREEK TIMBER CO (REIT)		2014-05-27	2014-07-02
17 POWERSHARES INTL CORP BD PORT NYSE ARCA		2014-02-13	2014-07-02
9 POWERSHARES ETF BUILD AMERICA BOND PORTFOLIO		2014-02-13	2014-07-02
1 PROCTER & GAMBLE CO		2013-12-23	2014-07-02
250 346 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2014-05-27	2014-07-02
335 499 RIVERPARK /WEDGEWOOD FUND -INS		2014-05-27	2014-07-02
20 ROYAL DUTCH SHELL PLC ADR-B		2014-02-13	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)
345		338	7
678		691	-13
760		750	10
630		622	8
520		502	18
262		255	7
80		81	-1
9,676		8,673	1,003
6,200		5,921	279
1,755		1,476	279

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	
			7
			-13
			10
			8
			18
			7
			-1
			1,003
			279
			279

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.)
7 GUGGENHEIM S & P EQUAL WEIGHT TECHNOLOGY		2013-11-01	2014-07-02
7 GUGGENHEIM S&P EQUAL WEIGHT INDUSTRIAL		2014-02-13	2014-07-02
16 GUGGENHEIM S&P EQUAL WEIGHT ENERGY		2013-11-01	2014-07-02
15 SPDR DJ EURO STOXX 50 FUND		2014-02-13	2014-07-02
240 36 TEMPLETON GLOBALTOTAL RETURN BOND FD		2013-10-21	2014-07-02
400 564 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-12-23	2014-07-02
8 3M CO		2013-12-23	2014-07-02
38 TORONTO DOMINION BK ONT		2013-12-23	2014-07-02
6 UNITED PARCEL SERVICE CL B		2014-04-24	2014-07-02
23 UNITEDHEALTH GROUP INC		2013-09-12	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)
593		498	95
607		548	59
1,476		1,274	202
652		599	53
3,283		3,250	33
8,885		8,319	566
1,158		1,096	62
1,965		1,771	194
620		591	29
1,890		1,724	166

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	
			95
			59
			202
			53
			33
			566
			62
			194
			29
			166

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 V F CORP		2013-12-27	2014-07-02
18 VANGUARD FTSE DEVELOPED ETF		2014-02-13	2014-07-02
21 VANGUARD EMERGING MARKETS ETF CLOSED-END FUND		2013-09-12	2014-07-02
18 WELLS FARGO & CO NEW		2014-04-24	2014-07-02
6 WISDOMTREE JAPAN HEDGED EQ		2013-12-23	2014-07-02
4306 392 DOUBLELINE FDS TOTAL RETURN BOND FD		2014-05-27	2014-08-06
32772 008 FRANKLIN HIGH INCOME FD ADVISOR CL		2014-07-02	2014-08-06
6574 523 NATIXIS LOOMIS SAYLES INV GR - Y		2014-03-14	2014-08-06
810 PIMCO TOTAL RETURN EXCHANGE-TRADED FUND		2014-03-14	2014-08-06
492 POWERSHARES ETF BUILD AMERICA BOND PORTFOLIO		2014-02-13	2014-08-06

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)
631		614	17
774		723	51
917		856	61
949		887	62
301		302	-1
47,327		47,291	36
69,149		69,805	-656
80,735		79,439	1,296
88,102		85,292	2,810
14,496		13,927	569

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	
			17
			51
			61
			62
			-1
			36
			-656
			1,296
			2,810
			569

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.)
97 GUGGENHEIM S&P EQUAL WEIGHT ENERGY		2014-02-13	2014-08-06
2089 826 TEMPLETON GLOBAL TOTAL RETURN BOND FD		2013-10-21	2014-08-06
179 WISDOMTREE JAPAN HEDGED EQ		2013-12-23	2014-08-06
36 667 CDK GLOBAL INC		2013-09-12	2014-10-02
17 333 CDK GLOBAL INC		2014-02-13	2014-10-02
67 473 FIRST EAGLE GLOBAL I		2013-09-12	2014-10-02
101 ISHARES TR-S&P 500 INDEX		2013-09-12	2014-10-02
252 ISHARES BARCLAYS 1-3YR TRS BD FD		2014-08-06	2014-10-02
550 855 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-09-12	2014-10-02
147 WISDOMTREE EUROPE SMALLCAP DIVIDEND FUND		2013-11-01	2014-10-02

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)
8,530		7,720	810
28,025		28,254	-229
8,730		9,016	-286
1,114		1,035	79
527		519	8
3,693		3,608	85
19,659		17,188	2,471
21,314		21,302	12
11,695		11,023	672
7,539		7,836	-297

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	
			810
			-229
			-286
			79
			8
			85
			2,471
			12
			672
			-297

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.)
667 CDK GLOBAL INC		2014-02-13	2014-10-08
7 BCE INC		2014-02-13	2014-11-06
256 BCE INC		2013-11-01	2014-11-06
447 764 CULLEN FDS TR		2014-02-13	2014-11-06
3793 439 CULLEN FDS TR		2013-09-12	2014-11-06
46 DARDEN RESTAURANTS INC		2014-07-02	2014-11-06
214 DARDEN RESTAURANTS INC		2013-09-12	2014-11-06
892 847 FIRST EAGLE GLOBAL I		2013-09-12	2014-11-06
47 ISHARES GS\$ INVESTOP CORP BD		2014-10-02	2014-11-06
303 ISHARES GS\$ INVESTOP CORP BD		2013-09-12	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)
18		19	-1
313		300	13
11,436		11,204	232
4,702		4,979	-277
39,831		40,438	-607
2,438		2,181	257
11,341		10,340	1,001
49,312		47,741	1,571
5,569		5,572	-3
35,900		33,805	2,095

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	
			-1
			13
			232
			-277
			-607
			257
			1,001
			1,571
			-3
			2,095

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)
206 ISHARES BARCLAYS 1-3YR TRS BD FD		2013-12-23	2014-11-06
19 ISHARES BARCLAYS 1-3YR TRS BD FD		2013-11-01	2014-11-06
78 ISHARES JP MORGAN USD EMERGING MARKETS B		2013-09-12	2014-11-06
38 ISHARES IBOXX H/Y CORP BOND		2014-10-02	2014-11-06
94 ISHARES IBOXX H/Y CORP BOND		2013-11-01	2014-11-06
114 ISHARES BARCLAYS 3-7 YR TSY BD FD		2014-10-02	2014-11-06
269 PIMCO TOTAL RETURN EXCHANGE-TRADED FUND		2013-09-12	2014-11-06
820 POWERSHARES INTL CORP BD PORT NYSE ARCA		2013-11-01	2014-11-06
655 582 PUTNAM FDS TR CAPITAL SPECTRUM FUND		2013-09-12	2014-11-06
1495 132 RIVERPARK /WEDGEWOOD FUND -INS		2013-09-12	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)
17,429		17,388	41
1,608		1,605	3
8,844		8,320	524
3,504		3,482	22
8,668		8,737	-69
13,912		13,878	34
29,278		28,019	1,259
23,330		23,592	-262
25,312		21,470	3,842
28,348		24,311	4,037

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	
			41
			3
			524
			22
			-69
			34
			1,259
			-262
			3,842
			4,037

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.)
2383 319 THORNBURG INVESTMENT INCOME BUILDER CL I		2013-09-12	2014-11-06
CAPITAL GAIN 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)
50,622		47,690	2,932
			12,834

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	
			2,932

TY 2014 Investments Corporate Bonds Schedule

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS		
DODGE & COX INCOME FD	159,501	158,466
DOUBLELINE TOTAL RET	108,930	108,866
JPMORGAN STRATEGIC INCM OPPTYS	87,388	86,502
JP MORGAN I CORE BD FD SELECT	144,954	145,449
NATIXIS LOOMIS SAYLES INV GR Y	36,173	35,647
NUVEEN MTG OPPORTUNITY TERM	44,296	42,874
TEMPLETON GLOBAL TOT RET FUND	144,163	135,744

**TY 2014 Investments Corporate
Stock Schedule**

Name: JOHN SCULLY FOUNDATION

EIN: 26-6003516

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CORPORATE STOCK		
MCDONALDS CORP	12,693	12,275
V F COPR	10,592	15,579
ALTRIA GROUP INC	9,935	14,091
COCA COLA CO	12,125	13,173
LORILLARD INC	8,512	12,336
PHILIP MORRIS INTL INC	13,378	12,788
PROCTER & GAMBLE CO	13,176	15,121
CHEVRON CORP	23,692	21,651
EXXON MOBIL CORP	11,756	12,019
KINDER MORGAN INC DEL COM	12,844	15,485
ROYAL DUTCH SHELL PLC ADR B	10,091	9,530
AUTOMATIC DATA PROCESSING INC	10,873	13,673
HSBC HOLDINGD PLC HOLDINGS	12,528	11,052
HEALTH CARE REIT INC	11,666	14,377
NATIONAL RETAIL PPTYS	9,806	12,638
PLUM CREEK TIMBER CO	11,870	11,425
VENTAS INC REITS	12,076	12,691
WELLS FARGO & CO	12,317	13,705
JOHNSON & JOHNSON	11,250	13,071
LILLY ELI & CO	10,176	13,246
MERCK & CO	9,833	11,642
UNITED HEALTH GROUP INC	11,982	16,275
GENERAL ELECTRIC	12,393	12,610
LOCKHEED MARTIN CORP	9,555	14,443
3M CO	11,156	14,953
UNITED PARCEL SERVICE	12,612	14,230
MICROCHIP TECHNOLOGY INC	9,533	10,872
QUALCOMM INC	12,830	12,264
DOW CHEMICAL CO	10,232	11,676

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T	12,801	12,495
AMERICAN PWR INC	10,074	13,176
NEXTERA ENERGY INC	10,452	13,818
BANK MONTREAL CAD COM	10,443	11,458
BANK OF NOVA SCOTIA	10,282	10,217
MEDICAL FACS CORP	11,376	11,996
TORONTO DOMINION BK	11,272	12,136
CULLEN FDS TR	131,284	124,387
FIRST EAGLE GLOBAL I	126,618	124,761
ISHARES MSCI EMERG MKTS ASIA	14,809	15,129
ISHARES TR S&P 500 IDX	125,505	139,430
ISHARES NASDAQ BIOTECH IDX	14,647	16,078
ISHARES RUSSELL 2000	21,789	22,489
ISHARES DJ US FINL SVCS IDX	14,741	15,611
ISHARES DOW JONES EPAC SEL DIV	15,326	14,419
JPMORGAN CHASE & CO ALERIAN	51,170	52,199
OPPENHEIMER DEVELOPING MKTS FD	43,546	39,862
PUTNAM FDS TR CAPITAL SPECTRUM	106,444	125,347
RIVERPARK WEDGEWOOD FUND	105,984	119,958
GUGGENHEIM S&P EQUAL WT TECH	13,441	15,701
GUGGENHEIM S&P EQUAL WT INDUS	14,063	15,557
SPDR DJ EURO STOXX 50	30,381	29,857
VNGRD EUROPE PACIFIC ETF	76,495	74,018
VNGRD EMERG MKTS STOCK ETF	14,880	14,487
THORNBURG INVESTMENT INCM	135,969	142,764

TY 2014 Other Expenses Schedule

Name: JOHN SCULLY FOUNDATION**EIN:** 26-6003516

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN GLOBAL HOLDING FEES	3	3		0
IRS APPLICATION FEE FOR THE YE	85	0		85

TY 2014 Other Increases Schedule

Name: JOHN SCULLY FOUNDATION**EIN:** 26-6003516

Description	Amount
DIFFERENCE BETWEEN CASH REEIPTS AND TAXABLE INCOME	1,684