Form **990-PF**

Department of the Treasury
Internal Revenue Service

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

► Do not enter social security numbers on this form as it may be made public.
► Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning , 2014, and ending ,

MARJORIE LINDSEY CHARITABLE TRUST UAD
AUGUST 26, 2009
10202 DUTCH IRIS DRIVE
BAKERSFIELD, CA 93311-3770

A Employer identification number: 26-6906657

B Telephone number (see instructions): (661) 664-1101

C If exemption application is pending, check here ► ☐

D 1 Foreign organizations, check here ► ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ► ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ► ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: [X] Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, column (c), line 16) ► $ 30,611,460.

J Accounting method [X] Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)*

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
REVENUE	1 Contributions, gifts, grants, etc, received (attach schedule)				
	2 Ck ► [X] if the foundn is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	26,226.	26,226.	N/A	
	4 Dividends and interest from securities	790,817.	790,817.		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,329,552.			
	b Gross sales price for all assets on line 6a 13,720,059.				
	7 Capital gain net income (from Part IV, line 2)		1,329,552.		
	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)				
	12 **Total.** Add lines 1 through 11	2,146,595.	2,146,595.		
OPERATING AND ADMINISTRATIVE EXPENSES	13 Compensation of officers, directors, trustees, etc	234,595.	140,757.		93,838.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach sch) See St 1	1,930.	1,930.		
	c Other prof fees (attach sch)				
	17 Interest				
	18 Taxes (attach schedule)(see instrs) See Stm 2	5,168.	5,168.		
	19 Depreciation (attach sch) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) See Statement 3	220.	220.		
	24 **Total operating and administrative expenses.** Add lines 13 through 23	241,913.	148,075.		93,838.
	25 Contributions, gifts, grants paid Part XV	1,989,600.			1,989,600.
	26 **Total expenses and disbursements.** Add lines 24 and 25	2,231,513.	148,075.		2,083,438.
	27 Subtract line 26 from line 12.				
	a **Excess of revenue over expenses and disbursements**	-84,918.			
	b **Net investment income** (if negative, enter 0)		1,998,520.		
	c **Adjusted net income** (if negative, enter 0)				

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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
ASSETS	1 Cash – non-interest-bearing			
	2 Savings and temporary cash investments	2,935,539.	2,256,460.	2,256,460.
	3 Accounts receivable ►			
	Less. allowance for doubtful accounts ►			
	4 Pledges receivable ►			
	Less allowance for doubtful accounts ►			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach sch) ►			
	Less· allowance for doubtful accounts ►			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments – U S and state government obligations (attach schedule)	506,998.	506,141.	575,405.
	b Investments – corporate stock (attach schedule)	24,298,585.	24,939,257.	27,779,595.
	c Investments – corporate bonds (attach schedule)			
	11 Investments – land, buildings, and equipment basis ►			
	Less· accumulated depreciation (attach schedule) ►			
	12 Investments – mortgage loans			
	13 Investments – other (attach schedule)			
	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)	27,741,122.	27,701,858.	30,611,460.
LIABILITIES	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, & other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ►)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
NET ASSETS OR FUND BALANCES	Foundations that follow SFAS 117, check here ► [ ] and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ► [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	27,741,122.	27,701,858.	
	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)	27,741,122.	27,701,858.	
	31 Total liabilities and net assets/fund balances (see instructions)	27,741,122.	27,701,858.	

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	27,741,122.
2	Enter amount from Part I, line 27a	2	-84,918.
3	Other increases not included in line 2 (itemize) ► See Statement 4	3	45,654.
4	Add lines 1, 2, and 3	4	27,701,858.
5	Decreases not included in line 2 (itemize) ►	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	27,701,858.

Part IV Capital Gains and Losses for Tax on Investment Income

	(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse; or common stock, 200 shares MLC Company)	(b) How acquired P — Purchase D — Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1a	SCHEDULE 1	P	Various	Various
b	Capital gain dividends			
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	13,436,914.		12,390,507.	1,046,407.
b				
c				
d				
e				

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
a				1,046,407.
b				283,145.
c				
d				
e				

2	Capital gain net income or (net capital loss). If gain, also enter in Part I, line 7; If (loss), enter -0- in Part I, line 7	2	1,329,552.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	1,046,407.

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (column (b) divided by column (c))
2013	2,332,106.	28,807,899.	0.080954
2012	2,844,444.	27,557,748.	0.103218
2011	2,277,486.	11,645,952.	0.195560
2010	2,853,961.	12,459,004.	0.229068
2009	400,555.	3,184,736.	0.125773

2	**Total** of line 1, column (d)	2	0.734573
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	0.146915
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	30,135,047.
5	Multiply line 4 by line 3	5	4,427,290.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	19,985.
7	Add lines 5 and 6	7	4,447,275.
8	Enter qualifying distributions from Part XII, line 4	8	2,083,438.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 – see instructions)

1 a Exempt operating foundations described in section 4940(d)(2), check here ► ☐ and enter 'N/A' on line 1 Date of ruling or determination letter _______ (attach copy of letter if necessary – see instrs)				
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here. ► ☐ and enter 1% of Part I, line 27b			1	39,970.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, column (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	39,970.
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	39,970.
6 Credits/Payments:				
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6a	30,000.		
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	30,000.
8 Enter any **penalty** for underpayment of estimated tax Check here ☒ if Form 2220 is attached			8	171.
9 **Tax due** If the total of lines 5 and 8 is more than line 7, enter amount owed ►			9	10,141.
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the amount overpaid ►			10	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ►		Refunded ►	11	

Part VII-A Statements Regarding Activities

		Yes	No
1 a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
*If the answer is 'Yes' to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities*			
c Did the foundation file **Form 1120-POL** for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ► $ 0. **(2)** On foundation managers ► $ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ► $ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? *If 'Yes,' attach a detailed description of the activities*	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If 'Yes,' attach a conformed copy of the changes*	3		X
4 a Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b If 'Yes,' has it filed a tax return on **Form 990-T** for this year?	4b	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If 'Yes,' attach the statement required by General Instruction T*	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least $5,000 in assets at any time during the year? *If 'Yes,' complete Part II, column (c), and Part XV*	7	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) ► N/A			
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If 'No,' attach explanation*	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If 'Yes,' complete Part XIV*	9		X
10 Did any persons become substantial contributors during the tax year? *If 'Yes,' attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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		X
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		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ► N/A

14 The books are in care of ► THOMAS S. CHAN, CPA Telephone no ► (661) 549-9511

Located at ► 2510 UNIVERSITY AVENUE BAKERSFIELD CA ZIP + 4 ► 93306

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** – Check here N/A ► ☐

and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22 1) If 'Yes,' enter the name of the foreign country ►			

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

File Form 4720 if any item is checked in the 'Yes' column, unless an exception applies.

			Yes	No
1 a	During the year did the foundation (either directly or indirectly):			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b	If any answer is 'Yes' to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1 b	N/A	
	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?	1 c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If 'Yes,' list the years ► 20__ , 20__ , 20__ , 20__			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer 'No' and attach statement – see instructions)	2 b	N/A	
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ► 20__ , 20__ , 20__ , 20__			
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ 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.)*	3 b	N/A	
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4 b		X

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

5a During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is 'Yes' to 5a(1)-(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b** N/A

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? N/A ☐ Yes ☐ No

If 'Yes,' attach the statement required by Regulations section 53 4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X (No)

If 'Yes' to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction? N/A **7b**

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
MARJORIE R. LINDSEY 10202 DUTCH IRIS DRIVE BAKERSFIELD, CA 93311-3770	Trustee 2.00	0.	0.	0.
BANK OF AMERICA, N. A. P O BOX 1501 PENNINGTON, NJ 08534	Trustee 4.00	234,595.	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				

Total number of other employees paid over $50,000 ► 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
None		
Total number of others receiving over $50,000 for professional services ►		0

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 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 ►	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
a	Average monthly fair market value of securities	1a	29,104,531.
b	Average of monthly cash balances	1b	1,489,425.
c	Fair market value of all other assets (see instructions)	1c	
d	**Total** (add lines 1a, b, and c)	1d	30,593,956.
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	30,593,956.
4	Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	4	458,909.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	30,135,047.
6	**Minimum investment return.** Enter 5% of line 5	6	1,506,752.

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	1,506,752.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 39,970.		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	39,970.
3	Distributable amount before adjustments Subtract line 2c from line 1	3	1,466,782.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,466,782.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,466,782.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes		
a	Expenses, contributions, gifts, etc — total from Part I, column (d), line 26	1a	2,083,438.
b	Program-related investments — total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	2,083,438.
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	2,083,438.

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					1,466,782.
2 Undistributed income, if any, as of the end of 2014					
a Enter amount for 2013 only				0.	
b Total for prior years 20 __, 20 __, 20 __			0.		
3 Excess distributions carryover, if any, to 2014					
a From 2009	302,347.				
b From 2010	2,240,963.				
c From 2011	1,704,130.				
d From 2012	1,515,026.				
e From 2013	920,346.				
f **Total** of lines 3a through e		6,682,812.			
4 Qualifying distributions for 2014 from Part XII, line 4 ► $ 2,083,438.					
a Applied to 2013, but not more than line 2a				0.	
b Applied to undistributed income of prior years (Election required — see instructions)			0.		
c Treated as distributions out of corpus (Election required — see instructions)		0.			
d Applied to 2014 distributable amount					1,466,782.
e Remaining amount distributed out of corpus		616,656.			
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		7,299,468.			
b Prior years' undistributed income Subtract line 4b from line 2b			0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed			0.		
d Subtract line 6c from line 6b Taxable amount — see instructions			0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount — see instructions				0.	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015					0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required — see instructions)		0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		302,347.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		6,997,121.			
10 Analysis of line 9					
a Excess from 2010	2,240,963.				
b Excess from 2011	1,704,130.				
c Excess from 2012	1,515,026.				
d Excess from 2013	920,346.				
e Excess from 2014	616,656.				

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

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

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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 foundation had $5,000 or more in assets at any time during the year – see instructions.)**

1 **Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
See Statement 5				
Total			► 3a	1,989,600.
b *Approved for future payment*				
Total			► 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
1 Program service revenue.					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	26,226.	
4 Dividends and interest from securities			14	790,817.	
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	1,046,407.	283,145.
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)				1,863,450.	283,145.

13 **Total.** Add line 12, columns (b), (d), and (e) 13 2,146,595.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
N/A	

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

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

d If the answer to any of the above is 'Yes,' complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

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

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

b If 'Yes,' complete the following schedule.

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

Sign Here

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

Bank of America NA, Ellen Arnold 5/14/2015 Trustee

Signature of officer or trustee | Date | Title

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
Thomas S. Chan	Thomas S. Chan	4/19/2015		P00291369

Firm's name ► THOMAS S. CHAN CPA — Firm's EIN ►

Firm's address ► 2510 UNIVERSITY AVE BAKERSFIELD, CA 93306-1955 — Phone no (661) 549-9511

Statement 1
Form 990-PF, Part I, Line 16b
Accounting Fees

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Accounting Fees	$ 1,930.	$ 1,930.		
Total	$ 1,930.	$ 1,930.		$ 0.

Statement 2
Form 990-PF, Part I, Line 18
Taxes

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Excise Tax	$ 3,048.	$ 3,048.		
Foreign Taxes Paid on Dividends	2,120.	2,120.		
Total	$ 5,168.	$ 5,168.		$ 0.

Statement 3
Form 990-PF, Part I, Line 23
Other Expenses

	(a) Expenses per Books	(b) Net Investment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Filing Fees	$ 220.	$ 220.		
Total	$ 220.	$ 220.		$ 0.

Statement 4
Form 990-PF, Part III, Line 3
Other Increases

Tax exempt dividends and interest	$ 45,654.
Total	$ 45,654.

Statement 5
Form 990-PF, Part XV, Line 3a
Recipient Paid During the Year

Name and Address	Donee Relationship	Foundation Status	Purpose of Grant	Amount
BAKERSFIELD COLLEGE FOUNDATION 1801 PANORAMA DRIVE BAKERSFIELD, CA 93305	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	$ 84,000.
FIRST PRESBYTERIAN CHURCH 1705 17TH STREET BAKERSFIELD, CA 93301	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	120,000.
HAGGAI INSTITUTE P O BOX 13 ATLANTA, GA 30370	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	1,000,000.
LEADING THE WAY P O BOX 20100 ATLANTA, GA 30325	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	120,000.
PUREHOPE 800 COMPTON ROAD, SUITE 9224 CINCINNATI, OH 45231	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	120,000.
TEEN CHALLENGE P O BOX 1011 BAKERSFIELD, CA 93302	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	60,000.
YOUTH FOR CHRIST P O BOX 763 BAKERSFIELD, CA 93302	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	240,000.
CAMPUS CRUSADE FOR CHRIST P O BOX 628222 ORLANDO, FL 32862	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	26,400.
INTERNATIONAL TEAMS 411 W. RIVER ROAD ELGIN, IL 60123	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	12,000.
INTERVARSITY CHRISTIAN FELLOWSHIP 6400 SCHROEDER ROAD MADISON, WI 53707	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	7,200.
TURNING POINT MINISTRIES P O BOX 3838 SAN DIEGO, CA 92163	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	100,000.
WORLD SPORT, INC. P O BOX 2607 BONITA SPRINGS, FL 34133	N/A	PUBLIC	VARIOUS CHARITABLE PURPOSES	100,000.
			Total	$ 1,989,600.

MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART I, LINE 6
NET GAIN FROM NON-INVENTORY SALES
FOR YEAR ENDED DECEMBER 31, 2014

SCHEDULE 1

DATE ACQ	INVESTMENT DESCRIPTION	# OF SHARES	DATE SOLD	SELLING PRICE	COST	GAIN (LOSS)
	MERRILL LYNCH - A/C # 4008					
01/09/13	ANARDARKO PETE	306	01/28/14	24,681 90	23,975 10	706 80
09/09/13	PRUDENTIAL FIN 5 70% NTES	372	02/04/14	8,179 15	8,325 47	(146 32)
12/06/13	PRUDENTIAL FIN 5 70% NTES	372	02/04/14	8,179 16	7,916 86	262 30
11/13/12	BARON ASSET FUND	3,896	02/19/14	247,809 51	197,780 05	50,029 46
02/15/12	INVESCO SELECT COS FUND	7,416	02/03/14	167,744 42	153,061 22	14,683 20
03/15/12	INVESCO SELECT COS FUND	2,962	02/03/14	66,999 13	61,223 34	5,775 79
03/23/12	INVESCO SELECT COS FUND	5,365	02/03/14	121,359 22	110,199 75	11,159 47
09/04/12	INVESCO SELECT COS FUND	1,845	02/03/14	41,733 88	38,265 28	3,468 60
01/06/12	R W MID CAP VALUE FUND	1,649	02/03/14	21,348 79	16,502 55	4,846 24
02/15/12	R W MID CAP VALUE FUND	14,185	02/03/14	183,701 83	153,061 22	30,640 61
03/15/12	R W MID CAP VALUE FUND	5,516	02/03/14	71,427 24	61,223 35	10,203 89
03/23/12	R W MID CAP VALUE FUND	10,055	02/03/14	130,209 25	110,200 26	20,008 99
09/04/12	R W MID CAP VALUE FUND	3,524	02/03/14	45,629 43	38,265 30	7,364 13
07/19/13	EBAY INC	546	02/18/14	30,144 19	30,919 43	(775 24)
02/15/12	MAINSTAY ICAP SEL EQ FD	5,567	04/07/14	273,110 89	204,081 64	69,029 25
03/15/12	MAINSTAY ICAP SEL EQ FD	2,174	04/07/14	106,653 10	81,631 15	25,021 95
03/23/12	MAINSTAY ICAP SEL EQ FD	3,912	04/07/14	191,928 02	146,938 78	44,989 24
09/04/12	MAINSTAY ICAP SEL EQ FD	1,654	04/07/14	81,136 51	61,224 49	19,912 02
02/11/13	DISNEY WALT CO	909	04/11/14	70,527 84	49,954 55	20,573 29
01/09/13	GOLDMAN SACHS GROUP	179	03/28/14	29,148 40	24,061 18	5,087 22
01/09/13	GOOGLE INC CL C	33	04/07/14	17,864 16	12,182 06	5,682 10
02/07/13	UNITED TECHS	1,622	05/05/14	189,506 27	144,987 23	44,519 04
12/06/13	UNITED TECHS	88	05/05/14	10,281 48	9,661 52	619 96
01/09/13	WHOLE FOODS MKT	700	05/09/14	27,370 38	32,021 50	(4,651 12)
01/06/12	AEGON NV PFD 7 25%	2,626	06/16/14	65,650 00	61,041 79	4,608 21
02/17/12	AEGON NV PFD 7 25%	4,156	06/16/14	103,900 00	102,167 60	1,732 40
01/09/13	NOW INC	FRCT SHS	06/09/14	16 29	0 00	16 29
03/01/13	MAINSTAY MARKETFIELD FUND	15,574	07/15/14	275,187 70	256,810 71	18,376 99
01/09/13	DISCOVERY COMMUNICATION	363	06/26/14	26,145 11	23,953 35	2,191 76
01/09/13	BOEING CO	411	08/06/14	48,986 05	31,947 03	17,039 02
09/04/13	HSBC HLDGS PFD 6 20%	340	09/08/14	8,550 81	8,272 85	277 96
12/03/13	HSBC HLDGS PFD 6 20%	340	09/08/14	8,550 81	8,493 20	57 61
03/03/14	HSBC HLDGS PFD 6 20%	4,000	09/08/14	100,597 78	99,920 00	677 78
02/04/14	PUTNAM EQ SPECTRUM FD	10,466	10/03/14	454,310 13	432,751 07	21,559 06
07/22/14	PUTNAM EQ SPECTRUM FD	1,387	10/03/14	60,223 13	61,000 02	(776 89)
11/07/11	VECTRUS INC	FRCT SHS	10/07/14	9 51	5 88	3 63
12/03/13	CDK GLOBAL INC	FRCT SHS	10/10/14	8 67	10 10	(1 43)
05/09/12	CALAMOS GLOBAL EQUITY	19,701	11/12/14	312,851 87	250,000 00	62,851 87
06/06/12	CALAMOS GLOBAL EQUITY	20,747	11/12/14	329,453 48	250,000 00	79,453 48
07/06/12	INVESCO DEVELOPING MKT FD	10,755	11/12/14	355,452 75	333,514 84	21,937 91
09/04/12	INVESCO DEVELOPING MKT FD	1,219	11/12/14	40,278 53	38,265 33	2,013 20
07/24/14	ISHARES MSCI MEXICO	1,313	11/12/14	86,964 37	91,896 87	(4,932 50)
05/09/12	IVY ASSET STRATEGY	10,073	11/12/14	316,493 65	250,000 00	66,493 65
06/06/12	IVY ASSET STRATEGY	10,776	11/12/14	338,562 58	250,000 00	88,562 58
03/01/13	MAINSTAY MARKETFIELD FUND	19,821	11/12/14	328,237 48	326,850 00	1,387 48
01/06/12	OPPENHEIMER DEV MKT FD	813	11/12/14	31,438 71	23,780 85	7,657 86
02/15/12	OPPENHEIMER DEV MKT FD	5,481	11/12/14	211,950 27	178,571 44	33,378 83
03/15/12	OPPENHEIMER DEV MKT FD	2,142	11/12/14	82,792 47	71,427 26	11,365 21
03/23/12	OPPENHEIMER DEV MKT FD	3,921	11/12/14	151,586 40	128,566 38	23,020 02
09/04/12	OPPENHEIMER DEV MKT FD	1,677	11/12/14	64,935 36	53,571 43	11,363 93
05/08/14	BAXTER INTL INC	15	11/12/14	1,065 58	1,118 17	(52 59)
01/09/13	E M C CORP	14	11/12/14	408 09	341 84	66 25
12/10/12	WAL-MART STORES INC	2	11/12/14	158 75	145 71	13 04
02/21/14	ADOBE SYS	220	12/22/14	16,420 42	15,059 00	1,361 42
11/17/14	ADOBE SYS	780	12/22/14	58,217 93	55,910 32	2,307 61
01/09/13	AFFILIATED MANAGERS GRP	233	12/22/14	49,301 70	31,902 24	17,399 46
11/17/14	AFFILIATED MANAGERS GRP	767	12/22/14	162,293 62	153,543 26	8,750 36
01/09/13	AVAGO TECHNOLOGIES	736	12/17/14	66,974 51	23,982 71	42,991 80
11/17/14	AVAGO TECHNOLOGIES	264	12/17/14	24,023 48	22,849 17	1,174 31
05/08/14	BAXTER INTL INC	2,000	12/22/14	146,696 76	148,847 28	(2,150 52)
03/11/11	BP PLC	1,000	12/16/14	35,991 70	45,235 50	(9,243 80)
08/05/11	BP PLC	400	12/16/14	14,396 68	16,409 16	(2,012 48)
03/19/12	BP PLC	1,200	12/16/14	43,190 05	56,697 36	(13,507 31)
01/09/13	DICKS SPORTING GOODS	499	12/22/14	25,648 02	23,958 99	1,689 03
11/17/14	DICKS SPORTING GOODS	501	12/22/14	25,750 84	23,757 42	1,993 42
01/09/13	E M C CORP	1,300	12/22/14	39,597 13	31,663 65	7,933 48

MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART I, LINE 6
NET GAIN FROM NON-INVENTORY SALES
FOR YEAR ENDED DECEMBER 31, 2014

SCHEDULE 1

DATE ACQ	INVESTMENT DESCRIPTION	# OF SHARES	DATE SOLD	SELLING PRICE	COST	GAIN (LOSS)
10/05/12	HONEYWELL INTL	963	12/22/14	95,238 58	58,863 18	36,375 40
01/09/13	HONEYWELL INTL	361	12/22/14	35,702 11	23,981 23	11,720 88
11/17/14	HONEYWELL INTL	176	12/22/14	17,406 03	17,069 47	336 56
01/08/14	MEDTRONIC INC	2,573	12/22/14	183,708 14	150,154 55	33,553 59
11/17/14	MEDTRONIC INC	27	12/22/14	1,927 76	1,853 55	74 21
11/13/14	AMER TOWER DEC 100 CALL	10	12/22/14	1,499 97	0 00	1,499 97
11/13/14	AUTOM DATA DEC 87 50 CALL	29	12/22/14	1,449 97	0 00	1,449 97
11/13/14	CATERPILLAR DEC 105 CALL	10	12/22/14	1,399 97	0 00	1,399 97
11/13/14	CSX CORP DEC 37 CALL	35	12/22/14	2,799 94	0 00	2,799 94
11/14/14	NAT OILWELL DEC 72 50 CALL	5	12/22/14	924 98	0 00	924 98
11/17/14	QUALCOMM DEC 75 CALL	15	12/22/14	404 99	0 00	404 99
	SUBTOTAL - A/C #4008			7,022,405 76	6,013,825 04	1,008,580 72
	MERRILL LYNCH - A/C # 4009					
01/15/13	BLACKROCK GLOBAL LONG S C	50,088	01/15/14	542,951 76	532,383 91	10,567 85
02/12/13	BLACKROCK GLOBAL LONG S C	170	01/15/14	1,847 59	1,806 52	41 07
02/12/13	BLACKROCK GLOBAL LONG S C	47	01/31/14	502 39	493 05	9 34
02/12/13	BLACKROCK GLOBAL LONG S C	58,090	02/20/14	632,604 55	615,700 81	16,903 74
05/24/13	DREYFUS EMERGING MKTS	23,922	01/31/14	313,613 40	364,805 90	(51,192 50)
08/09/13	GOLDMAN SACHS STR INC FD	220,940	01/31/14	2,337,549 60	2,308,827 35	28,722 25
09/16/13	GOLDMAN SACHS STR INC FD	25,256	01/31/14	267,205 12	264,679 55	2,525 57
07/23/12	IVY HIGH INCOME FUND	64,415	01/31/14	557,190 38	539,798 32	17,392 06
01/15/13	IVY HIGH INCOME FUND	1,397	01/31/14	12,085 55	12,057 60	27 95
06/28/13	NUVEEN ALL AMER MUNI BOND	34,084	08/08/14	389,922 58	376,288 89	13,633 69
01/16/14	LORD ABBETT HIGH YIELD FD	20,099	11/12/14	157,173 74	157,575 72	(401 98)
02/03/14	LORD ABBETT HIGH YIELD FD	122,085	11/12/14	954,706 08	952,264 37	2,441 71
02/26/14	LORD ABBETT HIGH YIELD FD	31,606	11/12/14	247,155 50	250,000 00	(2,844 50)
	SUBTOTAL - A/C #4009			6,414,508 24	6,376,681 99	37,826 25
	TOTAL			13,436,914 00	12,390,507 03	1,046,406 97
				=============	==============	==============

MARJORIE R. LINDSEY CHARITABLE TRUST **FID # 26-6906657**
SUPPLEMENT TO FORM 990-PF, PART II, LINE 10(a)
INVESTMENTS - U S AND STATE GOVERNMENT OBLIGATIONS
FOR YEAR ENDED DECEMBER 31, 2014 **SCHEDULE 2**

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
CA ST VAR PURP 5% 09/01/2036	$	506,140 58	575,405 00
		==============	==============

MARJORIE R. LINDSEY CHARITABLE TRUST FID # 26-6906657
SUPPLEMENT TO FORM 990-PF, PART II, LINE 10(b)
INVESTMENTS - CORPORATE STOCK
FOR YEAR ENDED DECEMBER 31, 2014 SCHEDULE 3

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
MERRILL LYNCH - A/C # 4008			
AEGON NV PFD 6 375%	5,000	126,636 20	127,500 00
AEGON NV PFD 8 00%	307	8,308.44	8,632 84
AEGON NV PFD 8 00%	307	8,398 91	8,632 84
AEGON NV PFD 8 00%	28	791 00	787 36
AEGON NV PFD 8 00%	3,972	112,209 00	111,692 64
HSBC FINANCE PFD 6 36%	5,000	125,688 57	126,700 00
JP MORGAN PFD STOCK 6 70%	660	16,440 60	17,437 20
JP MORGAN PFD STOCK 6 70%	4,000	100,000 00	105,680 00
LLOYDS BANK GR 7 75% NTES	1,187	30,410 94	30,600 86
LLOYDS BANK GR 7 75% NTES	1,185	30,348 28	30,549 30
LLOYDS BANK GR 7 75% NTES	1,974	51,042 12	50,889 72
LLOYDS BANK GR 7 75% NTES	5,000	132,403 88	128,900 00
LLOYDS BANK GR 7 75% NTES	306	8,290 91	7,888 68
METLIFE INC PFD 6 50%	336	8,281 76	8,668 80
METLIFE INC PFD 6 50%	336	8,344 69	8,668 80
ALGER SPECTRA FUND	40,280	583,660 72	703,695 85
ALGER SPECTRA FUND	13,289	253,295 93	232,165 78
AMG YACKTMAN FOCUSED FD	29,588	593,206 08	765,739 17
CLEARRIDGE ENERGY OPPORT	2,000	47,032 60	47,220 00
CLEARRIDGE ENERGY TOT RET	693	13,683 35	14,823 27
CLEARRIDGE ENERGY TOT RET	1,108	22,848 73	23,700 12
CLEARRIDGE ENERGY TOT RET	587	12,481 50	12,555 93
GABELLI SMALL GROWTH FD	9,451	432,751 08	470,270 66
GOLDMAN SACHS LG CAP VAL	41,688	652,000 01	721,202 05
GOLDMAN SACHS LG CAP VAL	3,677	61,000 00	63,610 61
GOLDMAN SACHS LG CAP VAL	15,464	253,295 91	267,522 55
GOLDMAN SACHS INTL S CAP FI	46,948	399,059 91	452,580 89
GOLDMAN SACHS MLP INC OPP	1,519	24,569 07	26,491 36
GOLDMAN SACHS MLP INC OPP	1,084	18,432 77	18,904 96
ISHARES TR DOW JONES TECH	2,887	208,499 14	301,402 80
JP MORGAN LARGE CAP GROW	31,462	790,020 69	1,088,598 80
JP MORGAN LARGE CAP GROW	2,851	68,877 55	98,640 86
NUVEEN PRFR SEC FUND	4,045	72,000 00	69,532.59
PRINCIPAL MIDCAP FUND	12,148	248,783 61	265,547 34
R S SELECT GROWTH FUND	5,092	200,000 01	247,505 11
THE OAKMARK INTL FUND	18,912	411,530 54	441,411 89
THE OAKMARK INTL FUND	2,294	61,000 01	53,544 20
ALLERGAN INC	245	24,024 68	52,084 55
AMAZON COM	93	24,127 92	28,862 55
AMAZON COM	7	2,175 67	2,172 45
AMERICAN INTL GROUP	2,800	79,344 72	156,828 00
AMERICAN TOWER REIT	354	29,144 86	34,992 90
AMERICAN TOWER REIT	646	64,399 87	63,857 10
ANADARKO PETE CORP	1,500	124,965 00	123,750 00
ANGLOGOLD ASHANTI	1,400	49,375 10	12,180 00
ANGLOGOLD ASHANTI	300	6,321 40	2,610 00
APPLE INC	763	49,960 37	84,219 94
APPLE INC	3,500	263,344 00	386,330 00
AUTOMATIC DATA PROC	2,378	115,265 37	198,253 86
AUTOMATIC DATA PROC	391	18,840 67	32,597 67
AUTOMATIC DATA PROC	121	8,465 65	10,087 77
AUTOMATIC DATA PROC	10	854 30	833 70
BERKSHIRE HATH CL A	2	252,480 00	452,000 00
BORG WARNER INC	650	23,967 52	35,717 50
BORG WARNER INC	350	19,353 46	19,232 50
C H ROBINSON WORLDWIDE	1,460	100,083 00	109,339 40
C H ROBINSON WORLDWIDE	40	2,900 00	2,995 60
CABOT OIL & GAS	614	24,709 82	18,180 54
CABOT OIL & GAS	386	12,931 00	11,429 46
CAREFUSION CORP	2,000	39,179 57	118,680 00
CAREFUSION CORP	1,800	46,451 16	106,812 00

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INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
CATERPILLAR INC	253	23,997 02	23,157 09
CATERPILLAR INC	747	76,856 36	68,372 91
CDK GLOBAL INC	792	16,661 55	32,281 92
CDK GLOBAL INC	130	2,718 05	5,298 80
CDK GLOBAL INC	41	1,237 33	1,671 16
CDK GLOBAL INC	37	1,455 21	1,508 12
CITIGROUP	1,600	41,700 32	86,576 00
CITIGROUP	1,400	49,551 60	75,754 00
COGNIZANT TECH SOLUTIONS	850	31,988 73	44,761 00
COGNIZANT TECH SOLUTIONS	150	8,015 63	7,899 00
CONCHO RESOURCES INC	295	25,050 54	29,426 25
CONCHO RESOURCES INC	205	23,678 96	20,448 75
COSTCO WAREHOUSE	313	32,009 13	44,367 75
COSTCO WAREHOUSE	687	94,093 24	97,382 25
COVIDIEN PLC	543	29,193 57	55,538 04
COVIDIEN PLC	457	42,573 07	46,741 96
CSX CORP	3,727	85,741 50	135,029 21
CSX CORP	3,512	76,519 46	127,239 76
CSX CORP	5,762	149,984 64	208,757 26
CSX CORP	354	9,720 84	12,825 42
CSX CORP	145	5,310 78	5,253 35
DANAHER CORP	662	48,946 89	56,740 02
DANAHER CORP	338	27,866 78	28,969 98
DEVON ENERGY	200	12,150 38	12,242 00
DEVON ENERGY	250	15,415 58	15,302 50
DEVON ENERGY	1,000	64,411 00	61,210 00
DEVON ENERGY	50	3,213 00	3,060 50
DEVON ENERGY	2,500	152,615 00	153,025 00
DISNEY WALT CO	311	26,173 48	29,293 09
DISNEY WALT CO	189	16,988 47	17,801 91
EMERSON ELEC CO	2,276	124,973 92	140,497 48
EMERSON ELEC CO	146	9,700 23	9,012 58
EMERSON ELEC CO	78	5,006 82	4,814 94
EXELIS INC	600	7,475 46	10,518 00
EXELIS INC	400	4,547 94	7,012 00
EXELIS INC	2,500	25,624 08	43,825 00
EXPRESS SCRIPTS	435	23,951 06	36,831 45
EXPRESS SCRIPTS	565	43,934 34	47,838 55
EXXON MOBIL	1,552	131,881 20	143,482 40
EXXON MOBIL	254	21,550 63	23,482 30
EXXON MOBIL	103	9,685 50	9,522 35
EXXON MOBIL	91	8,731 45	8,412 95
FEDEX CORP	336	31,930 08	58,349 76
FEDEX CORP	164	28,081 70	28,480 24
FIRST REP BANK SAN FRAN	1,351	49,984 80	70,414 12
FIRST REP BANK SAN FRAN	149	7,709 26	7,765 88
GENERAL ELECTRIC	100	1,597 00	2,527 00
GENERAL ELECTRIC	800	10,506 85	20,216 00
GENERAL ELECTRIC	400	6,555 76	10,108 00
GENERAL ELECTRIC	1,700	27,760 83	42,959 00
GENERAL ELECTRIC	2,600	51,571 00	65,702 00
GENERAL ELECTRIC	2,280	53,074 07	57,615 60
GENERAL ELECTRIC	120	3,181 20	3,032 40
GENUINE PARTS CO	1,832	151,654 79	195,236 24
GENUINE PARTS CO	116	9,653 51	12,362 12
GENUINE PARTS CO	52	5,196 88	5,541 64
GILEAD SCIENCES	629	24,980 86	59,289 54
GILEAD SCIENCES	371	39,680 60	34,970 46
GOOGLE INC CL A	33	12,221 11	17,511 78
GOOGLE INC CL A	32	17,394 62	16,981 12
HALLIBURTON	2,000	79,739 80	78,660 00
INTUIT INC	385	23,983 58	35,493 15
INTUIT INC	115	10,359 69	10,601 85

MARJORIE R. LINDSEY CHARITABLE TRUST FID # 26-6906657
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INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
ITT CORP	300	6,595 37	12,138 00
ITT CORP	200	4,012 52	8,092 00
ITT CORP	500	11,508 80	20,230 00
JACOBS ENGN GRP	727	31,971 06	32,489 63
JACOBS ENGN GRP	273	13,125 84	12,200 37
JOHNSON & JOHNSON	1,931	149,941 96	201,924 67
JOHNSON & JOHNSON	104	9,733 98	10,875 28
JOHNSON & JOHNSON	65	7,066 15	6,797 05
LINEAR TECHNOLOGY	4,269	139,739 31	194,666 40
LINEAR TECHNOLOGY	225	9,710 10	10,260 00
LINEAR TECHNOLOGY	506	21,765 64	23,073 60
MCDERMOTT INTL	3,600	40,929 84	10,476 00
MCDONALDS CORP	852	85,722 45	79,832 40
MCDONALDS CORP	772	76,547 58	72,336 40
MCDONALDS CORP	244	21,592 71	22,862 80
MCDONALDS CORP	101	9,732 56	9,463 70
MCDONALDS CORP	31	2,948 41	2,904 70
MICROSOFT CORP	2,305	99,760 40	107,067 25
MICROSOFT CORP	195	9,525 26	9,057 75
MONSANTO CO	249	24,016 05	29,748 03
MONSANTO CO	251	29,873 17	29,986 97
MYLAN INC	1,500	12,685 19	84,555 00
MYLAN INC	1,100	26,003 89	62,007 00
MYLAN INC	800	18,284 96	45,096 00
NATIONAL OILWELL VARCO	334	21,583 08	21,887 02
NATIONAL OILWELL VARCO	166	12,199 01	10,877 98
NEWMONT MNG	400	18,284 00	7,560 00
NEWMONT MNG	200	8,358 70	3,780 00
NEWMONT MNG	500	21,703 20	9,450 00
NEWMONT MNG	500	19,525 99	9,450 00
NEWMONT MNG	200	11,265 72	3,780 00
NEWMONT MNG	1,600	86,504 00	30,240 00
NOBLE ENERGY	444	24,941 70	21,058 92
NOBLE ENERGY	556	30,894 31	26,371 08
NORTHROP GRUMMAN	1,574	149,876 28	231,991 86
NORTHROP GRUMMAN	86	9,692 79	12,675 54
NORTHROP GRUMMAN	340	46,341 97	50,112 60
NOW INC	83	2,398 12	2,135 59
NOW INC	27	783 27	694 71
NOW INC	90	2,610 00	2,315 70
OCCIDENTAL PETE CORP	2,000	164,253 20	161,220 00
PAYCHEX	4,198	131,852 04	193,821 66
PAYCHEX	686	21,558 51	31,672 62
PAYCHEX	222	9,713 83	10,249 74
PAYCHEX	394	18,693 65	18,190 98
PEPSICO, INC	1,308	43,107 91	123,684 48
PEPSICO, INC	1,201	76,508 50	113,566 56
PEPSICO, INC	491	47,703 40	46,428 96
PIONEER NAT RESOURCES	1,000	151,259 90	148,850 00
PROCTOR GAMBLE	1,933	145,032 99	176,076 97
PROCTOR GAMBLE	116	9,716 16	10,566 44
PROCTOR GAMBLE	451	40,444 06	41,081 59
QEP RESOURCES	1,300	39,773 76	26,286 00
QUALCOMM	1,365	99,904 35	101,460 45
QUALCOMM	135	9,490 19	10,034 55
RAYTHEON	1,970	149,829 93	213,094 90
RAYTHEON	109	9,672 66	11,790 53
RAYTHEON	421	43,647 78	45,539 57
SALESFORCE COM	376	15,982 82	22,300 56
SALESFORCE COM	124	7,894 41	7,354 44
SEALED AIR CORP	4,000	79,786 00	169,720 00
THE MADISON SQUARE	4,400	144,967 50	331,144 00
THERMO FISHER SCI	488	31,971 32	61,141 52

MARJORIE R. LINDSEY CHARITABLE TRUST FID # 26-6906657
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INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
THERMO FISHER SCI	512	60,576 84	64,148 48
VECTRUS INC	33	528.52	904 20
VECTRUS INC	22	321 54	602 80
VECTRUS INC	139	1,834 17	3,808 60
VMWARE, INC	158	15,112 16	13,038 16
VMWARE, INC	342	29,578 08	28,221 84
WAL-MART STORES INC	1,880	134,831 14	161,454 40
WAL-MART STORES INC	120	9,724 55	10,305 60
WHOLE FOODS MKT	2,000	96,778 52	100,840 00
3M COMPANY	1,065	149,834 85	175,000 80
3M COMPANY	35	5,507 57	5,751 20
AMER INTL JAN 57 50 CALL	(28)	(1,119 98)	(896 00)
ANADARKO PETE MAY 85 CALL	(15)	(10,124 78)	(9,150 00)
C H ROBINSON JAN 75 CALL	(15)	(1,499 97)	(1,762 50)
CABOT OIL JAN 35 CALL	(10)	(999 98)	(50 00)
CDK GLOBAL FEB 40 CALL	(10)	(2,999 93)	(2,425 00)
CONCHO RES MAR 125 CALL	(5)	(3,149 93)	(700 00)
CITIGROUP FEB 55 CALL	(30)	(4,349 90)	(4,230 00)
COGNIZANT JAN 55 CALL	(10)	(999 98)	(350 00)
COSTCO JAN 140 CALL	(10)	(1,999 96)	(3,690 00)
COVIDIEN PLC APR 100 CALL	(5)	(1,699 96)	(3,175 00)
COVIDIEN PLC APR 100 CALL	(5)	(1,699 96)	(3,175 00)
CSX CORP JAN 38 CALL	(25)	(1,874 96)	(650 00)
CSX CORP JAN 38 CALL	(25)	(1,874 96)	(650 00)
DANAHER JAN 85 CALL	(10)	(1,299 97)	(2,350 00)
DEVON ENERGY APR 67 50 CALL	(15)	(4,649.90)	(3,240 00)
DEVON ENERGY APR 67 50 CALL	(25)	(9,999 78)	(9,875 00)
DISNEY WALT JAN 92 50 CALL	(5)	(574 99)	(1,250 00)
EMERSON ELECT JAN 65 CALL	(8)	(959 98)	(160 00)
EMERSON ELECT JAN 65 CALL	(17)	(2,039 95)	(340 00)
EXPRESS SCRIPTS FEB 80 CALL	(10)	(2,149 95)	(6,550 00)
EXXON MOBIL JAN 97 50 CALL	(20)	(2,799 94)	(240 00)
FEDEX CORP JAN 175 CALL	(5)	(2,049 95)	(1,065 00)
FIRST REPUBLIC FEB 55 CALL	(15)	(1,499 97)	(1,200 00)
GENUINE PARTS FEB 105 CALL	(20)	(2,399 95)	(7,440 00)
GILEAD SCI JAN 110 CALL	(10)	(4,849 89)	(80 00)
HALLIBURTON APR 40 CALL	(20)	(6,399 86)	(5,900 00)
ITT CORP JAN 45 CALL	(10)	(949 98)	(250 00)
INTUIT JAN 92 50 CALL	(5)	(999 98)	(650 00)
LINEAR TECH JAN 45 CALL	(12)	(1,199 97)	(1,980 00)
LINEAR TECH JAN 45 CALL	(13)	(1,299 97)	(2,145 00)
LINEAR TECH JAN 45 CALL	(25)	(2,499 94)	(4,125 00)
JACOB ENGINEER JAN 50 CALL	(10)	(999 98)	(150 00)
JOHN & JOHN JAN 110 CALL	(21)	(2,939 94)	(294 00)
MADISON SQ FEB 80 CALL	(44)	(6,599 85)	(6,600 00)
MCDONALDS MAR 100 CALL	(20)	(2,499 94)	(2,500 00)
MICROSOFT FEB 50 CALL	(25)	(3,749 92)	(1,025 00)
MONSANTO JAN 125 CALL	(5)	(599 99)	(235 00)
MYLAN INC JAN 60 CALL	(34)	(3,399 92)	(1,394 00)
NOBLE ENERGY JAN 57 50 CALL	(10)	(1,599 96)	(150 00)
NORTHROP GRUM FEB 145 CALL	(10)	(2,349 95)	(6,400 00)
NORTHROP GRUM FEB 145 CALL	(6)	(1,409 97)	(3,840 00)
NORTHROP GRUM FEB 145 CALL	(4)	(939 98)	(2,560 00)
OCCIDENT PETE MAY 82 50 CALL	(12)	(5,519 88)	(4,800 00)
OCCIDENT PETE MAY 82 50 CALL	(8)	(3,679 92)	(3,200 00)
PEPSICO JAN 100 CALL	(30)	(4,529 90)	(390 00)
PIONEER NAT RES JUN 160 CALL	(10)	(13,999 69)	(14,050 00)
QEP RESOURCES JUN 30 CALL	(13)	(1,299 97)	(682 50)
RAYTHEON FEB 110 CALL	(1)	(159 99)	(237 00)
RAYTHEON FEB 110 CALL	(24)	(3,839 92)	(5,688 00)
SALESFORCE JAN 67 50 CALL	(5)	(999 98)	(15 00)
SEALED AIR JAN 40 CALL	(40)	(2,999 93)	(10,700 00)
THERMO FISHER JAN 125 CALL	(10)	(1,249 97)	(3,180 00)

MARJORIE R. LINDSEY CHARITABLE TRUST
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SCHEDULE 3

INVESTMENT DESCRIPTION	# OF SHARES	BOOK VALUE	F M V
3M COMPANY JAN 165 CALL	(1)	(89 99)	(212 00)
3M COMPANY JAN 165 CALL	(5)	(449 99)	(1,060 00)
3M COMPANY JAN 165 CALL	(5)	(449 99)	(1,060 00)
VMWARE JAN 92 50 CALL	(5)	(699 98)	(50 00)
WALMART JAN 85 CALL	(20)	(1,659 96)	(3,560 00)
WHOLE FOOD MKT MAY 50 CALL	(20)	(4,839 89)	(7,300 00)
SUBTOTAL - MERRILL LYNCH #4008		13,008,579 98	16,071,744 83
MERRILL LYNCH - A/C # 4009			
AMERICAN HIGH INCOME TRUST	122,325	1,359,035 32	1,314,998 17
DOUBLELINE TOTAL RETURN	80,791	904,862 19	886,279 18
DOUBLELINE TOTAL RETURN	17,168	192,113 51	188,336 48
DOUBLELINE TOTAL RETURN	6,698	76,356 17	73,476 07
DOUBLELINE TOTAL RETURN	3,309	36,296 67	36,296 67
LORD ABBETT S DUR INC FD	94,058	431,724 83	418,556 51
LORD ABBETT S DUR INC FD	18,048	82,658 28	80,312 08
LORD ABBETT S DUR INC FD	4,143	19,099 94	18,437 04
LORD ABBETT S DUR INC FD	8,608	40,025 34	38,303 82
LORD ABBETT S DUR INC FD	8,619	39,214 43	38,352 57
LORD ABBETT S DUR INC FD	51,769	235,549 08	230,372 18
NEUBERGER BERMAN STRAT IN	28,214	315,151 45	314,022 89
NEUBERGER BERMAN STRAT IN	170,782	1,904,217 20	1,900,801 57
NUVEEN ALL AMER MUNI BOND	21,729	239,887 04	253,576 20
NUVEEN ALL AMER MUNI BOND	1,148	12,627 09	13,396 19
NUVEEN PREFERRED SEC FUND	17,315	264,049 36	297,639 95
NUVEEN PREFERRED SEC FUND	30,926	494,203 86	531,624 80
NUVEEN PREFERRED SEC FUND	3,940	64,337 10	67,725 33
NUVEEN PREFERRED SEC FUND	603	9,976 52	10,362 32
NUVEEN PREFERRED SEC FUND	3,032	51,370 40	52,128 52
NUVEEN PREFERRED SEC FUND	14,654	250,000 00	251,905 04
PRINCIPAL GLOB DIVSFD INC FD	53,079	781,319 61	741,510 53
TCW EMERGING MKT INC FUND	66,022	590,567 56	532,135 60
TCW EMERGING MKT INC FUND	263	2,469 47	2,123 12
TCW EMERGING MKT INC FUND	26,239	243,313 47	211,484 03
TCW EMERGING MKT INC FUND	6,507	53,621 14	52,449 81
TEMPLETON GLOBAL BOND	28,106	370,160 45	348,798 36
TEMPLETON GLOBAL BOND	5,962	78,043 99	73,989 76
TEMPLETON GLOBAL BOND	2,070	26,848 13	25,688 92
TEMPLETON GLOBAL BOND	7,452	100,000 00	92,473 92
TEMPLETON GLOBAL BOND	2,977	38,792 86	36,947 00
TEMPLETON GLOBAL BOND	19,474	247,315 41	241,668 05
THORNBURG STRAT INC FUND	198,491	2,369,987 50	2,326,319 38
THORNBURG STRAT INC FUND	457	5,481 44	5,358 01
SUBTOTAL - MERRILL LYNCH #4009		11,930,676 81	11,707,850 09
GRAND TOTAL		24,939,256 79	27,779,594 92