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 instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

A Employer identification number
27-2236905

Number and street (or P O box number if mail is not delivered to street address) Room/suite
2025 WIMBLEDON LANE

B Telephone number (see instructions)
(859) 384-7571

City or town, state or province, country, and ZIP or foreign postal code
UNION, KY 41091

C If exemption application is pending, check here ▶ ☐

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

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 ▶ ☐

H Check type of organization ☑ 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, col. (c), line 16)*▶$ 513,654

J Accounting method ☑ Cash ☐ Accrual ☐ Other (specify) ____ *(Part I, column (d) must be on cash basis.)*

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

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities.	9,987	9,987		
	5a	Gross rents				
	b	Net rental income or (loss) ____				
	6a	Net gain or (loss) from sale of assets not on line 10	56,632			
	b	Gross sales price for all assets on line 6a 331,173				
	7	Capital gain net income (from Part IV, line 2)		56,632		
	8	Net short-term capital gain			25,385	
	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)	90	90		
	12	**Total.** Add lines 1 through 11	66,709	66,709	25,385	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)	2,000			2,000
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	2,503	40		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	9,703	9,703		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	14,206	9,743		2,000
	25	Contributions, gifts, grants paid	132,778			132,778
	26	**Total expenses and disbursements.** Add lines 24 and 25	146,984	9,743		134,778
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-80,275			
	b	**Net investment income** (if negative, enter -0-)		56,966		
	c	**Adjusted net income** (if negative, enter -0-)			25,385	

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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets			
1 Cash—non-interest-bearing	34,096	25,034	25,034
2 Savings and temporary cash investments			
3 Accounts receivable ▶			
Less allowance for doubtful accounts ▶			
4 Pledges receivable ▶			
Less allowance for doubtful accounts ▶			
5 Grants receivable			
6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7 Other notes and loans receivable (attach schedule) ▶			
Less allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments—U S and state government obligations (attach schedule)			
b Investments—corporate stock (attach schedule)	468,707	397,800	488,620
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)	502,803	422,834	513,654
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 ▶ ☐ **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 ▶ ☑ **and complete lines 27 through 31.**			
27 Capital stock, trust principal, or current funds	502,803	422,834	
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)	502,803	422,834	
31 **Total liabilities and net assets/fund balances** (see instructions)	502,803	422,834	

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	502,803
2	Enter amount from Part I, line 27a	2	-80,275
3	Other increases not included in line 2 (itemize) ▶	3	306
4	Add lines 1, 2, and 3	4	422,834
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	422,834

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) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	56,632
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	25,385

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	124,852	577,242	0 216291
2012	121,258	669,411	0 181141
2011	94,337	446,511	0 211276
2010	99,112	2,007	49 383159
2009			

2	**Total** of line 1, column (d).	2	49 991867
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	12 497967
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	516,686
5	Multiply line 4 by line 3.	5	6,457,525
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	570
7	Add lines 5 and 6.	7	6,458,095
8	Enter qualifying distributions from Part XII, line 4.	8	134,778

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 ▶ ☐ 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 ▶ ☐ and enter 1% of Part I, line 27b		1	1,139
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	1,139
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	1,139
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 1,500		
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	1,500
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	361
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 361 **Refunded** ▶		11	

Part VII-A Statements Regarding Activities

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

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

			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		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JEFFREY W ANDREWS Telephone no ▶(859) 384-7571

Located at ▶2025 WIMBLEDON LANE UNION KY ZIP+4 ▶41091

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions)	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
THOMAS W ANDREWS 546 LOCUST RUN ROAD CINCINNATI, OH 45245	DIRECTOR 1 00	0	0	0
JEFFREY W ANDREWS 2025 WIMBLEDON LANE UNION, KY 41091	DIRECTOR 1 00	0	0	0
JUDY ANDREWS 35 LONG MEADOW CIRCLE PITTSFORD, NY 14534	DIRECTOR 1 00	0	0	0

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

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

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

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

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

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

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 . . . . ▶	

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	482,966
b	Average of monthly cash balances	1b	41,588
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	524,554
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	524,554
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	7,868
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	516,686
6	**Minimum investment return.** Enter 5% of line 5	6	25,834

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	25,834
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,139		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,139
3	Distributable amount before adjustments Subtract line 2c from line 1			3	24,695
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	24,695
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	24,695

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	134,778
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	134,778
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	134,778

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				24,695
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20___ , 20___ , 20___				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010. 99,012				
c From 2011. 72,077				
d From 2012. 88,189				
e From 2013. 97,453				
f Total of lines 3a through e.	356,731			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 134,778				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				24,695
e Remaining amount distributed out of corpus	110,083			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	466,814			
b Prior years' undistributed income Subtract line 4b from line 2b				
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.				
d Subtract line 6c from line 6b Taxable amount —see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	466,814			
10 Analysis of line 9				
a Excess from 2010. . . . 99,012				
b Excess from 2011. . . . 72,077				
c Excess from 2012. . . . 88,189				
d Excess from 2013. . . . 97,453				
e Excess from 2014. . . . 110,083				

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
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 email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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*				
NORTH CAROLINA COMMUNITY FOUNDATION 4601 SIX FORKS ROAD SUITE 524 RALEIGH, NC 27609		PUBLIC	PROGRAM SUPPORT	110,278
AMERICAN CANCER SOCIETY 2808 READING ROAD CINCINNATI, OH 45206		PUBLIC	PROGRAM SUPPORT	7,500
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVENUE NEW YORK, NY 10065		PUBLIC	PROGRAM SUPPORT	7,500
MATTHEW 25 MINISTRIES 11060 KENWOOD ROAD BLUE ASH, OH 45242		PUBLIC	PROGRAM SUPPORT	7,500
Total . . . . ▶ **3a**				132,778
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) 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					
4 Dividends and interest from securities			14	9,987	
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	56,632	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a CAPITAL GAINS DISTRIBUTIONS			18	90	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				66,709	

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 66,709

(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)

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	1a(1)		No
(2) Other assets	1a(2)		No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		No
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		No
(3) Rental of facilities, equipment, or other assets	1b(3)		No
(4) Reimbursement arrangements	1b(4)		No
(5) Loans or loan guarantees	1b(5)		No
(6) Performance of services or membership or fundraising solicitations	1b(6)		No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		No

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

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

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

******	2015-05-06	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
KENNETH H KINDER II		2015-05-09		

Firm's name ▶ CORS & BASSETT LLC

Firm's EIN ▶

Firm's address ▶ 537 EAST PETE ROSE WAY CINCINNATI, OH 45202

Phone no (513)852-8200

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)
62 SH ALLERGAN INC	P	2014-04-08	2014-12-01
5 SH APPLE INC	P	2013-07-26	2014-04-08
1 SH AUTOMATIC DATA PROC	P	2014-04-08	2014-12-05
38 SH CDK GLOBAL INC	P	2014-04-08	2014-11-07
76 SH EBAY INC	P	2013-07-26	2014-04-08
193 SH EBAY INC	P	2013-07-26	2014-05-09
147 SH FACEBOOK INC	P	2013-07-30	2014-02-25
21 SH MASTERCARD INC	P	2013-09-03	2014-04-08
2 SH NESTLE SA REP	P	2014-05-14	2014-12-05
121 SH PRICE T ROWE GROUP INC	P	2013-07-26	2014-04-11

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)
13,097	0	7,305	5,792
2,607	0	2,197	410
86	0	66	20
1,374	0	1,086	288
4,152	0	3,974	178
9,767	0	10,091	-324
10,266	0	5,294	4,972
1,498	0	1,309	189
148	0	157	-9
9,576	0	9,196	380

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	
0	0	0	5,792
0	0	0	410
0	0	0	20
0	0	0	288
0	0	0	178
0	0	0	-324
0	0	0	4,972
0	0	0	189
0	0	0	-9
0	0	0	380

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)
98 SH QUALCOMM INC	P	2014-04-08	2014-08-01
90 SH QUALCOMM INC	P	2014-04-08	2014-09-22
4 SH REGENERON PHARMACTCLS	P	2014-02-11	2014-04-08
1 SH REGENERON PHARMACTCLS	P	2014-02-11	2014-12-05
60 SH STARBUCKS CORP	P	2013-07-26	2014-04-08
58 SH TJX COS INC	P	2013-12-04	2014-04-08
135 SH ABBOTT LABS	P	2012-07-30	2014-04-08
2 SH ABBOTT LABS	P	2012-07-30	2014-12-05
51 SH ACCENTURE PLC	P	2012-11-16	2014-04-08
1 SH ACCENTURE PLC	P	2012-11-16	2014-12-05

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)
7,201	0	7,702	-501
6,863	0	7,073	-210
1,141	0	1,285	-144
423	0	321	102
4,282	0	4,392	-110
3,495	0	3,610	-115
5,093	0	3,698	1,395
91	0	64	27
3,994	0	3,375	619
86	0	66	20

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	
0	0	0	-501
0	0	0	-210
0	0	0	-144
0	0	0	102
0	0	0	-110
0	0	0	-115
0	0	0	1,395
0	0	0	27
0	0	0	619
0	0	0	20

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)
4 SH APPLE INC	P	2013-07-26	2014-12-05
55 SH FASTENAL COMPANY	P	2013-02-15	2014-04-08
1 SH FASTENAL COMPANY	P	2013-02-15	2014-12-05
24 SH FACTSET RESH SYS INC	P	2011-12-06	2014-04-08
1 SH FACTSET RESH SYS INC	P	2011-12-15	2014-12-05
44 SH GARTNER INC	P	2013-01-25	2014-04-08
1 SH GARTNER INC	P	2013-01-25	2014-12-05
7 SH GOOGLE INC	P	2011-10-27	2014-04-09
7 SH GOOGLE INC	P	2011-10-27	2014-04-09
12 SH WW GRAINGER INCORP	P	2012-10-16	2014-04-08

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)
463	0	251	212
2,783	0	2,910	-127
47	0	53	-6
2,524	0	2,281	243
138	0	88	50
2,958	0	2,276	682
85	0	53	32
3,883	0	2,102	1,781
3,920	0	2,095	1,825
3,037	0	2,501	536

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	
0	0	0	212
0	0	0	-127
0	0	0	-6
0	0	0	243
0	0	0	50
0	0	0	682
0	0	0	32
0	0	0	1,781
0	0	0	1,825
0	0	0	536

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)
1 SH MASTERCARD INC	P	2013-09-03	2014-12-05
66 SH NIKE INC	P	2012-08-15	2014-04-08
1 SH NIKE INC	P	2012-08-15	2014-12-05
134 SH ORACLE CORP	P	2011-10-27	2014-04-08
3 SH ORACLE CORP	P	2011-10-27	2014-12-05
108 SH PRICE T ROWE GROUP INC	P	2013-07-26	2014-08-08
1 SH STARBUCKS CORP	P	2013-07-26	2014-12-05
28 SH VISA INC	P	2013-02-07	2014-04-08
2 SH VISA INC	P	2013-02-07	2014-12-05
2 SH ALBEMARLE CORP	P	2014-03-04	2014-04-09

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)
89	0	62	27
4,791	0	3,146	1,645
99	0	48	51
5,385	0	4,505	880
125	0	101	24
8,404	0	8,208	196
84	0	73	11
5,667	0	4,404	1,263
525	0	315	210
133	0	132	1

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	
0	0	0	27
0	0	0	1,645
0	0	0	51
0	0	0	880
0	0	0	24
0	0	0	196
0	0	0	11
0	0	0	1,263
0	0	0	210
0	0	0	1

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)
35 SH ALCOA INC	P	2013-09-19	2014-04-09
4 SH ANALOG DEVICES INC	P	2013-07-26	2014-04-09
14 SH APPLIED MATERIAL INC	P	2013-07-26	2014-04-09
1 SH BRANDYWNE RLTY	P	2013-07-26	2014-04-09
73 SH BRANDYWNE RLTY	P	2013-07-26	2014-05-27
5 SH BROADRIDGE FINL SOLUTIONS INC	P	2013-07-26	2014-04-09
6 SH BABCOCK AND WILCOX COS	P	2013-07-26	2014-04-09
4 SH CINEMARK HLDGS INC	P	2013-07-26	2014-04-09
1 SH CLOROX CO	P	2013-07-26	2014-04-09
6 SH DIEBOLD INC	P	2013-07-26	2014-04-09

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)
454	0	303	151
216	0	194	22
279	0	225	54
14	0	14	0
1,117	0	1,026	91
186	0	143	43
205	0	186	19
115	0	118	-3
89	0	86	3
237	0	198	39

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	
0	0	0	151
0	0	0	22
0	0	0	54
0	0	0	0
0	0	0	91
0	0	0	43
0	0	0	19
0	0	0	-3
0	0	0	3
0	0	0	39

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 SH ENDURANCE SPECIALTY HLDG	P	2013-07-26	2014-04-09
1 SH EXPEDITORS INTL WASH INC	P	2013-08-14	2014-04-09
17 SH FIRST AMERICAN FINL CORP	P	2013-07-26	2014-04-09
2 SH GRACE WR & CO	P	2013-07-26	2014-04-09
3 SH HARTFORD FINL SVCS GROUP	P	2014-01-29	2014-04-09
8 SH HCP INC	P	2013-07-26	2014-04-09
7 SH HASBRO INC	P	2013-07-26	2014-04-09
17 SH JANUS CAPITAL GROUP INC	P	2013-07-26	2014-04-09
12 SH LEIDOS HOLDINGS INC	P	2013-07-26	2014-04-09
2 SH NISCOURCE INC	P	2013-07-26	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)
163	0	159	4
40	0	40	0
444	0	378	66
197	0	151	46
105	0	100	5
326	0	360	-34
387	0	329	58
181	0	158	23
446	0	489	-43
71	0	62	9

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	
0	0	0	4
0	0	0	0
0	0	0	66
0	0	0	46
0	0	0	5
0	0	0	-34
0	0	0	58
0	0	0	23
0	0	0	-43
0	0	0	9

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)
16 SH NISCOURCE INC	P	2014-04-09	2014-08-08
1 SH REGAL ENTMT GROUP	P	2013-07-26	2014-04-09
4 SH ROCKWELL COLLINS INC	P	2013-07-26	2014-04-09
2 SH SCIENCE APPLICATIONS INTL CORP	P	2013-07-26	2014-04-09
5 SH SONOCO PRODUCTS CO	P	2013-07-26	2014-04-09
8 SH SUNTRUST BKS INC	P	2013-07-26	2014-04-09
4 SH SYSCO CORPORATION	P	2013-07-26	2014-04-09
13 SH ULTRA PETROLEUM CORP	P	2013-07-26	2014-04-09
2 SH XCEL ENERGY INC	P	2013-07-26	2014-04-09
27 SH AMERICAN CAP AGY CORP	P	2011-10-27	2014-04-09

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)
590	0	560	30
19	0	19	0
315	0	283	32
77	0	65	12
209	0	192	17
316	0	278	38
145	0	138	7
369	0	276	93
61	0	60	1
602	0	745	-143

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	
0	0	0	30
0	0	0	0
0	0	0	32
0	0	0	12
0	0	0	17
0	0	0	38
0	0	0	7
0	0	0	93
0	0	0	1
0	0	0	-143

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 SH AVERY DENNISON CORP	P	2011-10-27	2014-04-09
17 SH BROADRIDGE FINL SOLUTIONS INC	P	2013-07-26	2014-08-19
15 SH BOSTON SCIENTIFIC CORP	P	2012-01-25	2014-03-05
14 SH BOSTON SCIENTIFIC CORP	P	2012-01-25	2014-04-09
1 SH CHUBB CORP	P	2011-10-27	2014-04-09
6 SH CHUBB CORP	P	2011-10-27	2014-08-07
6 SH CLOROX CO	P	2013-07-26	2014-10-07
6 SH DUKE ENERGY CORP	P	2011-10-27	2014-01-30
10 SH DUKE ENERGY CORP	P	2011-10-27	2014-02-18
6 SH DUKE ENERGY CORP	P	2012-03-28	2014-02-18

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)
153	0	85	68
695	0	486	209
200	0	91	109
190	0	85	105
89	0	70	19
525	0	420	105
581	0	514	67
419	0	372	47
716	0	620	96
429	0	263	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	
0	0	0	68
0	0	0	209
0	0	0	109
0	0	0	105
0	0	0	19
0	0	0	105
0	0	0	67
0	0	0	47
0	0	0	96
0	0	0	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)
26 SH DIEBOLD INC	P	2013-07-26	2014-09-02
7 SH ENTERGY CORP	P	2011-10-27	2014-04-09
3 SH GENUINE PARTS CO	P	2011-10-27	2014-04-09
5 SH KOHLS CORP	P	2013-02-06	2014-04-09
1 SH M & T BANK CORPORATION	P	2011-10-27	2014-04-09
4 SH M & T BANK CORPORATION	P	2011-10-27	2014-10-29
6 SH MCKESSON CORPORATION	P	2012-11-16	2014-04-09
5 SH MATTEL INC	P	2011-10-27	2014-03-20
4 SH MATTEL INC	P	2011-10-27	2014-04-09
13 SH NEW YORK CMNTY BANCORP	P	2011-10-27	2014-04-09

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)
988	0	860	128
492	0	489	3
261	0	178	83
282	0	229	53
122	0	79	43
472	0	316	156
1,029	0	552	477
193	0	138	55
154	0	110	44
207	0	176	31

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	
0	0	0	128
0	0	0	3
0	0	0	83
0	0	0	53
0	0	0	43
0	0	0	156
0	0	0	477
0	0	0	55
0	0	0	44
0	0	0	31

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)
4 SH NAT FUEL GAS CO	P	2012-12-13	2014-04-09
6 SH SEMPRA ENERGY	P	2011-10-27	2014-01-07
2 SH SEMPRA ENERGY	P	2011-10-27	2014-04-09
6 SH SEMPRA ENERGY	P	2011-10-27	2014-07-23
9 SH SEMPRA ENERGY	P	2011-10-27	2014-12-23
1 SH SEMPRA ENERGY	P	2011-11-16	2014-12-23
13 SH SCIENCE APPLICATIONS INTL CORP	P	2013-07-26	2014-08-11
10 SH SONOCO PRODUCTS CO	P	2013-07-26	2014-08-25
45 SH STAPLES INC	P	2013-08-16	2014-12-03
39 SH TELEPHONE & DATA SYS INC	P	2013-03-07	2014-10-29

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)
284	0	212	72
541	0	330	211
193	0	110	83
613	0	330	283
993	0	495	498
110	0	53	57
543	0	423	120
407	0	384	23
642	0	758	-116
979	0	848	131

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	
0	0	0	72
0	0	0	211
0	0	0	83
0	0	0	283
0	0	0	498
0	0	0	57
0	0	0	120
0	0	0	23
0	0	0	-116
0	0	0	131

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)
4 SH ZIMMER HOLDINGS INC	P	2011-10-27	2014-04-09
162 SH XEROX CORP	P	2012-07-24	2014-01-29
5 SH ALTRIA GROUP INC	P	2013-07-26	2014-03-24
20 SH ALTRIA GROUP INC	P	2013-07-26	2014-04-09
9 SH AT & T INC	P	2013-07-26	2014-01-13
16 SH AT & T INC	P	2013-07-26	2014-01-14
38 SH AT & T INC	P	2013-07-26	2014-02-11
11 SH ANALOG DEVICES INC	P	2013-07-26	2014-04-09
2 SH APPLE INC	P	2013-07-26	2014-04-09
9 SH AUTOMATIC DATA PROC	P	2013-07-26	2014-04-09

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)
383	0	216	167
1,744	0	1,264	480
183	0	178	5
763	0	713	50
299	0	319	-20
532	0	567	-35
1,252	0	1,347	-95
595	0	532	63
1,056	0	879	177
681	0	649	32

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	
0	0	0	167
0	0	0	480
0	0	0	5
0	0	0	50
0	0	0	-20
0	0	0	-35
0	0	0	-95
0	0	0	63
0	0	0	177
0	0	0	32

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)
9 SH AUTOMATIC DATA PROC	P	2013-07-26	2014-04-16
2 SH BLACKROCK INC	P	2013-07-26	2014-04-09
14 SH BCE INC	P	2013-07-26	2014-04-09
15 SH BAXTER INTERNTL	P	2013-07-26	2014-04-09
19 SH BRISTOL MYERS SQUIBB CO	P	2013-07-26	2014-02-11
32 SH BRISTOL MYERS SQUIBB CO	P	2013-07-26	2014-03-24
7 SH CISCO SYSTEMS INC	P	2013-07-26	2014-03-24
42 SH CISCO SYSTEMS INC	P	2013-07-26	2014-04-09
18 SH OCAL COLA	P	2013-07-26	2014-04-09
13 SH CULLEN FRST BKRS	P	2013-07-26	2014-04-09

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)
677	0	649	28
615	0	567	48
619	0	579	40
1,098	0	1,097	1
999	0	836	163
1,632	0	1,408	224
151	0	177	-26
971	0	1,065	-94
700	0	703	-3
1,020	0	927	93

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	
0	0	0	28
0	0	0	48
0	0	0	40
0	0	0	1
0	0	0	163
0	0	0	224
0	0	0	-26
0	0	0	-94
0	0	0	-3
0	0	0	93

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 SH CULLEN FRST BKRS	P	2013-07-26	2014-05-14
4 SH CULLEN FRST BKRS	P	2013-07-26	2014-05-15
2 SH CULLEN FRST BKRS	P	2013-07-26	2014-05-16
5 SH CULLEN FRST BKRS	P	2013-07-26	2014-06-05
1 SH CULLEN FRST BKRS	P	2013-07-26	2014-06-06
2 SH CULLEN FRST BKRS	P	2013-08-21	2014-06-06
2 SH CULLEN FRST BKRS	P	2013-08-21	2014-06-25
2 SH CULLEN FRST BKRS	P	2013-08-21	2014-06-26
1 SH CULLEN FRST BKRS	P	2013-08-22	2014-06-26
2 SH CULLEN FRST BKRS	P	2013-08-22	2014-08-08

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)
222	0	214	8
294	0	285	9
147	0	143	4
383	0	356	27
77	0	71	6
155	0	148	7
157	0	148	9
157	0	148	9
79	0	75	4
153	0	150	3

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	
0	0	0	8
0	0	0	9
0	0	0	4
0	0	0	27
0	0	0	6
0	0	0	7
0	0	0	9
0	0	0	9
0	0	0	4
0	0	0	3

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 SH CULLEN FRST BKRS	P	2013-08-22	2014-08-11
1 SH CULLEN FRST BKRS	P	2013-08-22	2014-08-12
3 SH CULLEN FRST BKRS	P	2013-08-23	2014-08-12
14 SH GALLAGHER ARTHUR J & CO	P	2013-07-26	2014-04-09
12 SH GLAXOSMITHKLINE	P	2013-07-26	2014-04-09
5 SH GLAXOSMITHKLINE	P	2014-04-16	2014-08-08
3 SH GLAXOSMITHKLINE	P	2014-04-17	2014-08-08
4 SH GLAXOSMITHKLINE	P	2014-04-17	2014-08-11
7 SH GENERAL ELECTRIC	P	2013-07-26	2014-03-24
44 SH GENERAL ELECTRIC	P	2013-07-26	2014-04-09

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)
230	0	225	5
77	0	75	2
230	0	227	3
619	0	610	9
639	0	618	21
232	0	264	-32
139	0	157	-18
185	0	210	-25
178	0	172	6
1,140	0	1,080	60

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	
0	0	0	5
0	0	0	2
0	0	0	3
0	0	0	9
0	0	0	21
0	0	0	-32
0	0	0	-18
0	0	0	-25
0	0	0	6
0	0	0	60

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 SH GENUINE PARTS CO	P	2013-07-26	2014-04-09
71 SH INTEL CORP	P	2013-07-26	2014-03-24
29 SH INTEL CORP	P	2013-07-26	2014-04-09
37 SH INTEL CORP	P	2013-07-26	2014-06-05
3 SH KRAFT FOODS GROUP INC	P	2013-07-26	2014-03-24
17 SH KRAFT FOODS GROUP INC	P	2013-07-26	2014-04-09
3 SH KIMBERLY CLARK	P	2013-07-26	2014-01-14
11 SH KIMBERLY CLARK	P	2013-07-26	2014-04-09
7 SH LOCKHEED MARTIN CORP	P	2013-08-02	2014-04-09
19 SH MERCK & CO INC	P	2013-07-26	2014-04-09

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)
609	0	572	37
1,781	0	1,644	137
780	0	672	108
1,018	0	857	161
166	0	169	-3
960	0	957	3
314	0	295	19
1,225	0	1,083	142
1,110	0	864	246
1,075	0	915	160

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	
0	0	0	37
0	0	0	137
0	0	0	108
0	0	0	161
0	0	0	-3
0	0	0	3
0	0	0	19
0	0	0	142
0	0	0	246
0	0	0	160

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 SH MATTEL INC	P	2013-07-26	2014-03-24
19 SH MATTEL INC	P	2013-07-26	2014-04-09
50 SH MATTEL INC	P	2013-07-26	2014-04-16
17 SH MATTEL INC	P	2013-07-26	2014-04-17
5 SH MICROSOFT CORP	P	2013-07-26	2014-03-24
26 SH MICROSOFT CORP	P	2013-07-26	2014-04-09
11 SH NOVARTIS ADR	P	2013-07-26	2014-04-09
7 SH NEXTERA ENERGY INC	P	2013-07-26	2014-04-09
23 SH ONEOK INC	P	2013-07-26	2014-02-28
5 SH ONEOK INC	P	2014-04-09	2014-12-18

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)
116	0	125	-9
733	0	791	-58
1,896	0	2,081	-185
631	0	708	-77
202	0	157	45
1,051	0	816	235
924	0	789	135
674	0	585	89
1,359	0	1,052	307
245	0	297	-52

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	
0	0	0	-9
0	0	0	-58
0	0	0	-185
0	0	0	-77
0	0	0	45
0	0	0	235
0	0	0	135
0	0	0	89
0	0	0	307
0	0	0	-52

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)
23 SH ONEOK INC	P	2014-04-09	2014-12-19
22 SH ONE GAS INC	P	2013-07-26	2014-02-12
10 SH PAYCHEX INC	P	2013-08-02	2014-04-09
2 SH PHILIP MORRIS INTL INC	P	2013-07-26	2014-03-24
10 SH PHILIP MORRIS INTL INC	P	2013-07-26	2014-04-09
10 SH PROCTER & GAMBLE CO	P	2013-07-26	2014-04-09
7 SH REALTY INCM CRP	P	2013-07-26	2014-04-09
3 SH SPECTRA ENERGY CORP	P	2014-04-09	2014-12-19
4 SH TUPPERWARE BRANDS CORP	P	2013-07-26	2014-04-09
3 SH 3M CO	P	2014-02-11	2014-04-09

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)
1,110	0	1,368	-258
714	0	584	130
412	0	406	6
161	0	177	-16
838	0	884	-46
814	0	802	12
293	0	307	-14
109	0	115	-6
337	0	332	5
407	0	393	14

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
0	0	0	-258
0	0	0	130
0	0	0	6
0	0	0	-16
0	0	0	-46
0	0	0	12
0	0	0	-14
0	0	0	-6
0	0	0	5
0	0	0	14

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)
5 SH 3M CO	P	2014-02-12	2014-04-09
1 SH 3M CO	P	2014-02-12	2014-12-19
26 SH US BANCORP	P	2013-07-26	2014-04-09
5 SH VENTAS INC	P	2013-07-26	2014-04-09
29 SH WILLIAMS COMPANIES	P	2013-07-26	2014-02-28
14 SH WILLIAMS COMPANIES	P	2014-04-09	2014-06-25
3 SH WISCONSIN ENERGY CORP	P	2014-04-09	2014-12-19
15 SH ALTRIA GROUP INC	P	2013-07-26	2014-12-19
7 SH ANALOG DEVICES INC	P	2011-10-27	2014-04-09
1 SH ANALOG DEVICES INC	P	2013-07-26	2014-12-19

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)
678	0	652	26
165	0	130	35
1,096	0	972	124
320	0	343	-23
1,200	0	983	217
811	0	571	240
157	0	141	16
767	0	535	232
379	0	262	117
57	0	48	9

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	
0	0	0	26
0	0	0	35
0	0	0	124
0	0	0	-23
0	0	0	217
0	0	0	240
0	0	0	16
0	0	0	232
0	0	0	117
0	0	0	9

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 SH APPLE INC	P	2013-07-26	2014-09-10
13 SH APPLE INC	P	2013-07-26	2014-12-18
2 SH BCE INC	P	2013-07-26	2014-12-19
1 SH BAXTER INTERNTL INC	P	2013-07-26	2014-12-19
9 SH CHEVRON CORP	P	2011-10-27	2014-04-09
7 SH CDK GLOBAL INC	P	2013-07-26	2014-11-05
3 SH CISCO SYSTEMS INC	P	2013-07-26	2014-12-19
16 SH CULLEN FRST BKRS	P	2013-08-27	2014-12-22
3 SH GALLAGHER ARTHUR J & CO	P	2013-07-26	2014-12-19
41 SH GLAXOSMITHKLINE	P	2013-07-26	2014-08-08

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)
1,508	0	942	566
1,458	0	816	642
91	0	83	8
74	0	73	1
1,073	0	989	84
258	0	210	48
83	0	76	7
1,123	0	1,199	-76
143	0	131	12
1,900	0	2,111	-211

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
0	0	0	566
0	0	0	642
0	0	0	8
0	0	0	1
0	0	0	84
0	0	0	48
0	0	0	7
0	0	0	-76
0	0	0	12
0	0	0	-211

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 SH HCP INC	P	2011-10-27	2014-03-24
17 SH HCP INC	P	2011-10-27	2014-04-09
21 SH HCP INC	P	2011-10-27	2014-06-25
2 SH HCP INC	P	2011-10-27	2014-11-05
6 SH HCP INC	P	2012-03-28	2014-11-05
5 SH HCP INC	P	2013-07-26	2014-11-05
8 SH HCP INC	P	2013-07-26	2014-11-06
7 SH HCP INC	P	2013-07-26	2014-11-21
12 SH HCP INC	P	2013-07-26	2014-11-24
2 SH HCP INC	P	2013-07-26	2014-11-25

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)
111	0	116	-5
692	0	659	33
863	0	814	49
89	0	77	12
266	0	235	31
222	0	225	-3
349	0	359	-10
306	0	315	-9
525	0	539	-14
87	0	90	-3

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	
0	0	0	-5
0	0	0	33
0	0	0	49
0	0	0	12
0	0	0	31
0	0	0	-3
0	0	0	-10
0	0	0	-9
0	0	0	-14
0	0	0	-3

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)
4 SH HALYARD HEALTH INC	P	2013-07-26	2014-11-24
11 SH HEALTH CARE REIT INC	P	2011-10-27	2014-04-09
3 SH HEALTH CARE REIT INC	P	2011-10-27	2014-12-19
64 SH INTEL CORP	P	2013-07-26	2014-11-05
14 SH JOHNSON & JOHNSON	P	2011-05-31	2014-04-09
2 SH JOHNSON & JOHNSON	P	2011-05-31	2014-12-19
1 SH KIMBERLY CLARK	P	2013-07-26	2014-12-19
14 SH MCDONALDS CORP	P	2011-05-31	2014-01-14
1 SH NOVARTIS ADR	P	2013-07-26	2014-12-19
1 SH PHILIP MORRIS INTL INC	P	2013-07-26	2014-12-19

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)
156	0	130	26
684	0	546	138
228	0	147	81
2,158	0	1,482	676
1,379	0	942	437
212	0	135	77
115	0	94	21
1,331	0	1,142	189
94	0	72	22
83	0	88	-5

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	
0	0	0	26
0	0	0	138
0	0	0	81
0	0	0	676
0	0	0	437
0	0	0	77
0	0	0	21
0	0	0	189
0	0	0	22
0	0	0	-5

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)
25 SH REALTY INCM CRP	P	2013-07-26	2014-09-11
15 SH TUPPERWARE BRANDS CORP	P	2013-07-26	2014-12-19
3 SH US BANCORP	P	2013-07-26	2014-12-19
CASH IN LIEU-HALYARD HEALTH INC	P	2014-11-12	2014-11-12
CASH IN LIEU-ONE GAS INC	P	2014-02-10	2014-02-10
168 SH ALLERGAN INC	P	2012-11-16	2014-04-22
89 SH ABBVIE INC	P	2013-12-11	2014-04-22
157 SH AUTOMATIC DATA PROC	P	2013-09-11	2014-04-22
64 SH EMERSON ELEC CO	P	2013-07-26	2014-04-22
80 SH INVESCO LTD	P	2013-07-26	2014-04-22

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)
1,096	0	1,089	7
938	0	1,244	-306
135	0	112	23
33	0	0	33
16	0	0	16
27,493	0	15,264	12,229
4,451	0	4,203	248
11,984	0	11,692	292
4,397	0	3,812	585
2,857	0	2,617	240

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	
0	0	0	7
0	0	0	-306
0	0	0	23
0	0	0	33
0	0	0	16
0	0	0	12,229
0	0	0	248
0	0	0	292
0	0	0	585
0	0	0	240

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)
41 SH LYONDELLBASELL INDUSTRIE	P	2014-01-15	2014-04-22
46 SH MCDONALDS CORP	P	2013-07-26	2014-04-22
48 SH NISOURCE INC	P	2013-07-26	2014-04-22
67 SH ONEOK INC	P	2013-07-26	2014-04-22
148 SH OLD REPUB INTL CORP	P	2013-07-26	2014-04-22
24 SH OMNICOM GROUP	P	2011-10-27	2014-04-22
55 SH PEABODY ENERGY CORP	P	2013-09-09	2014-04-22
318 SH QUALCOMM INC	P	2013-07-26	2014-04-22
124 SH SPECTRA ENERGY CORP	P	2013-09-13	2014-04-22
89 SH TECO ENERGY INC	P	2013-07-26	2014-04-22

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,824	0	3,344	480
4,569	0	4,137	432
1,720	0	1,498	222
4,187	0	3,064	1,123
2,491	0	2,087	404
1,677	0	1,091	586
952	0	1,031	-79
25,634	0	20,502	5,132
4,840	0	4,152	688
1,594	0	1,563	31

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	
0	0	0	480
0	0	0	432
0	0	0	222
0	0	0	1,123
0	0	0	404
0	0	0	586
0	0	0	-79
0	0	0	5,132
0	0	0	688
0	0	0	31

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)
93 SH WILLIAMS COMPANIES	P	2013-07-26	2014-04-22
78 SH WISCONSIN ENERGY CORP	P	2013-11-25	2014-04-22

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
3,903	0	3,151	752
3,707	0	3,293	414

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	
0	0	0	752
0	0	0	414

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TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
SEE DETAIL FOR PART IV					331,173	274,541			56,632	

TY 2014 Investments Corporate Stock Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Name of Stock	End of Year Book Value	End of Year Fair Market Value
33 SH ABBOTT LABS	1,519	1,486
67 SH ABBVIE INC	3,373	4,384
52 SH ALTRIA GROUP INC	1,855	2,562
62 SH ANALOG DEVICES INC	3,183	3,442
23 SH AUTOMATIC DATA PROC	1,448	1,918
50 SH BAXTER INTERNTL INC	3,548	3,665
49 SH BCE INC	2,027	2,247
12 SH BLACKROCK INC	3,567	4,291
34 SH CHEVRON CORP	3,784	3,814
144 SH CISCO SYSTEMS INC	3,650	4,005
78 SH COCA COLA	3,185	3,293
65 SH EMERSON ELEC CO	4,285	4,012
43 SH GALLAGHER ARTHUR J & CO	1,872	2,024
155 SH GENERAL ELECTRIC	3,803	3,917
22 SH GENUINE PARTS CO	1,799	2,345
42 SH HEALTH CARE REIT INC	2,407	3,178
29 SH HERSHEY COMPANY	2,719	3,014
48 SH JOHNSON & JOHNSON	3,555	5,019
52 SH JPMORGAN CHASE & CO	3,176	3,254
38 SH KIMBERLY CLARK	3,563	4,391
25 SH KINDER MORGAN INC	1,019	1,058
66 SH KRAFT FOODS GROUP INC	3,714	4,136
25 SH LOCKHEED MARTIN CORP	3,093	4,814
32 SH LYONDELLBASELL INDUSTRIE	2,848	2,540
27 MARSH & MCLENNAN COS INC	1,401	1,545
58 SH MAXIM INTEGRATED PRODS	1,956	1,848
36 SH MCDONALDS CORP	3,544	3,373
60 SH MERCK & CO INC	2,895	3,407
85 SH MICROSOFT CORP	2,668	3,948
34 SH NEXTERA ENERGY INC	3,126	3,614

Name of Stock	End of Year Book Value	End of Year Fair Market Value
36 SH NOVARTIS ADR	2,583	3,336
24 SH ONEOK INC	1,427	1,195
68 SH PAYCHEX INC	2,778	3,140
28 SH PEPSICO INC	2,519	2,648
35 SH PHILIP MORRIS INTL INC	3,096	2,851
25 SH PNC FINL SERVICES GROUP	2,302	2,281
37 SH PROCTER & GAMBLE CO	2,966	3,370
43 SH QUALCOMM INC	3,423	3,196
94 SH SPECTRA ENERGY CORP	3,588	3,412
87 SH US BANCORP	3,234	3,911
43 SH VENTAS INC	2,807	3,083
58 SH WILLIAMS COMPANIES	2,366	2,607
59 SH WISCONSIN ENERGY CORP	2,768	3,112
30 SH 3M COMPANY	3,984	4,930
23 SH ALBEMARLE CORP	1,530	1,383
195 SH ALCOA INC	1,773	3,079
32 SH AMDOCS LIMITED	1,325	1,493
46 SH AMERICAN CAP AGY CORP	1,371	1,004
28 SH ANALOG DEVICES INC	1,355	1,555
51 SH APPLIED MATERIAL INC	820	1,271
30 SH AVERY DENNISON CORP	1,055	1,556
45 SH BABCOCK & WILCOX CO	1,391	1,364
114 SH BOSTON SCIENTIFIC CORP	649	1,511
51 SH BROADRIDGE FINL	1,459	2,355
75 SH CAMECO CORP	1,574	1,231
44 SH CATAMARAN CORP	1,918	2,277
17 SH CHUBB CORP	1,181	1,759
53 SH CINEMARK HLDGS INC	1,584	1,886
11 SH CLOROX CO	943	1,146
19 SH COACH INC	1,067	714

Name of Stock	End of Year Book Value	End of Year Fair Market Value
37 SH ENDURANCE SPECIALTY HLDG	1,955	2,214
15 SH ENTERGY CORP NEW	1,013	1,312
25 SH EXPEDITORS INTL WASH INC	1,012	1,115
77 SH FIRST AMERICAN FINL CORP	1,712	2,610
23 GENUINE PARTS CO	1,392	2,451
16 SH GRACE WR & CO	1,205	1,526
34 SH HAEMONTICS CORP MASS	1,544	1,272
44 SH HARTFORD FINL SVCS GROUP	1,503	1,834
37 SH HASBRO INC	1,741	2,035
38 SH HCP INC	1,711	1,673
32 SH HEALTH CARE REIT INC	2,087	2,421
72 SH INVESCO LTD	2,559	2,845
33 SH ITC HLDGS CORP	857	1,334
107 SH JANUS CAPITAL GROUP INC	1,061	1,726
36 SH KOHLS CORP WISC	1,676	2,197
14 SH LEIDOS HOLDINGS INC	571	609
4 SH LIBERTY BROADBAND CORP		38
20 SH LIBERTY BROADBAND CORP	1,044	996
46 SH LIBERTY MEDIA CORP	1,675	1,611
13 SH M&T BANK CORPORATION	1,012	1,633
40 SH MATTEL INC	1,116	1,238
15 SH MCKESSON CORPORATION	1,380	3,114
29 SH NAT FUEL GAS CO	1,564	2,016
127 SH NEW YORK CMNTY BANCORP	1,699	2,032
28 SH NISOURCE INC	980	1,188
155 SH OLD REPUB INTL CORP	2,545	2,268
22 SH OMNICOM GROUP	1,551	1,704
58 SH PEABODY ENERGY CORP	1,028	449
34 SH QUEST DIAGNOSTICES INC	1,989	2,280
106 SH REGAL ENTMT GROUP	2,044	2,264

Name of Stock	End of Year Book Value	End of Year Fair Market Value
26 SH ROCKWELL COLLINS INC	1,839	2,196
26 SH SONOCO PRODUCTS CO	997	1,136
40 SH ST JUDE MEDICAL INC	2,083	2,601
78 SH STAPLES INC	1,314	1,413
45 SH SUN COMMNTYS INC	1,676	2,721
52 SH SUNTRUST BKS INC	1,810	2,179
42 SH SYNCHRONY FINL	1,062	1,250
56 SH SYSCO CORPORATION	1,937	2,223
89 SH TECO ENERGY INC	1,531	1,824
36 SH ULTRA PETROLEUM CORP	763	474
44 SH VERIFONE SYSTEMS INC	1,523	1,637
121 SH WESTERN UN CO	2,103	2,167
33 SH XCEL ENERGY INC	983	1,185
21 SH ZIMMER HOLDINGS INC	1,181	2,382
344 SH ABBOTT LABS	11,415	15,487
129 SH ACCENTURE PLC	8,537	11,521
59 SH ALLERGAN INC	6,952	12,543
101 SH APPLE INC	6,339	11,148
113 SH AUTOMATIC DATA PROC	7,440	9,421
84 SH CELGENE CORP	9,587	9,396
61 SH FACTSET RESH SYS INC	5,718	8,586
140 SH FASTENAL COMPANY	6,784	6,658
106 SH GARTNER INC	6,636	8,926
17 SH GOOGLE INC	5,105	9,021
25 SH GOOGLE INC	9,363	13,160
58 SH MASTERCARD INC	3,616	4,997
125 SH NESTLE SA REP	9,827	9,119
166 SH NIKE INC	8,149	15,961
44 SH O'RIELLY AUTOMOTIVE INC	6,630	8,475
344 SH ORACLE CORP	11,200	15,470

Name of Stock	End of Year Book Value	End of Year Fair Market Value
27 SH REGENERON PHARMACTCLS	8,632	11,077
152 SH STARBUCKS CORP	11,126	12,472
12 SH THE PRICELINE GROUP INC	14,365	13,683
192 SH TJX COS INC NEW	11,655	13,167
69 SH VISA INC	12,358	18,092
30 SH WW GRAINGER INCORP	6,920	7,647

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TY 2014 Legal Fees Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CORS & BASSETT, LLC TAX SERVICES	2,000			

TY 2014 Other Expenses Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	9,703	9,703		

TY 2014 Other Income Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CAPITAL GAIN DISTRIBUTIONS	90	90	

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TY 2014 Other Increases Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Description	Amount
NON DIVIDEND DISTRIBUTIONS	306

TY 2014 Taxes Schedule

Name: THE GEORGE W ANDREWS CHARITABLE FOUNDATION INC

EIN: 27-2236905

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	40	40		
EXCISE TAXES	963			
ESTIMATED EXCISE TAXES	1,500			