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Form 990-PF

Return of Private Foundation

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

2014

Open to Public Inspection

Department of the Treasury Internal Revenue Service

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

Name of foundation: PROCTOR PATTERSON FOUNDATION. A Employer identification number: 30-6081504. B Telephone number: (412) 762-5188. G Check all that apply: Initial return, Final return, Address change. H Check type of organization: Section 501(c)(3) exempt private foundation. I Fair market value of all assets at end of year: \$13,812,600. J Accounting method: Cash.

Table with 5 columns: (a) Revenue and expenses per books, (b) Net investment income, (c) Adjusted net income, (d) Disbursements for charitable purposes. Rows include Revenue (1-12) and Operating and Administrative Expenses (13-26), leading to Total expenses and disbursements of 1,063,573 and Excess of revenue over expenses of 15,726.

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

Part II Balance Sheets		Beginning of year			End of year		
		(a) Book Value	(b) Book Value	(c) Fair Market Value	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing					
	2	Savings and temporary cash investments	38,575	225,125	225,125		
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0		
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____					
	5	Grants receivable					
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)					
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10a	Investments—U S and state government obligations (attach schedule)	1,191,065	988,479	1,065,009		
	b	Investments—corporate stock (attach schedule)	4,905,181	4,615,317	6,435,839		
	c	Investments—corporate bonds (attach schedule)	657,356	651,983	707,526		
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____					
	12	Investments—mortgage loans					
	13	Investments—other (attach schedule)	4,519,949 <input checked="" type="checkbox"/>	4,659,280	5,379,101		
	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)	11,312,126	11,140,184	13,812,600			
Liabilities	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, and other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe ▶ _____)					
	23	Total liabilities (add lines 17 through 22)		0			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 27 through 31.						
	27	Capital stock, trust principal, or current funds	11,419,651	11,296,166			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
29	Retained earnings, accumulated income, endowment, or other funds	-107,525	-155,982				
30	Total net assets or fund balances (see instructions)	11,312,126	11,140,184				
31	Total liabilities and net assets/fund balances (see instructions)	11,312,126	11,140,184				

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	11,312,126
2	Enter amount from Part I, line 27a	2	15,726
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	11,327,852
5	Decreases not included in line 2 (itemize) ▶ _____ <input checked="" type="checkbox"/>	5	187,668
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	11,140,184

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) FMV 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	814,493
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	

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	1,091,193	13,109,815	0.083235
2012	1,075,640	12,803,028	0.084015
2011	1,114,207	13,087,147	0.085138
2010	1,109,669	12,829,551	0.086493
2009	1,088,758	12,258,984	0.088813

2 Total of line 1, column (d).	2	0.427694
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	0.085539
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	13,551,728
5 Multiply line 4 by line 3.	5	1,159,201
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	10,812
7 Add lines 5 and 6.	7	1,170,013
8 Enter qualifying distributions from Part XII, line 4.	8	1,063,573

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	21,624
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	21,624
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	21,624
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	21,910
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	0
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments Add lines 6a through 6d.	7	21,910
8	Enter any penalty for underpayment of estimated tax Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8	0
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	286
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 286 Refunded <input type="checkbox"/>	11	0

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)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b	No
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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> OH _____		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? <i>If "No," attach explanation .</i>	8b	No
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>	9	No
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10	No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A	13	Yes	
14	The books are in care of PNC BANK NA Telephone no (412) 762-5188 Located at 620 LIBERTY AVENUE PITTSBURGH PA ZIP+4 15222			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year 15			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
1b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? <input type="checkbox"/> Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/>	1b		No
1c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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). <input type="checkbox"/>	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>) <input type="checkbox"/>	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)

<p>5a During the year did the foundation pay or incur any amount to</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No Organizations relying on a current notice regarding disaster assistance check here. <input type="checkbox"/></p> <p>c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? <input type="checkbox"/> Yes <input type="checkbox"/> No <i>If "Yes," attach the statement required by Regulations section 53.4945–5(d).</i></p> <p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <i>If "Yes" to 6b, file Form 8870.</i></p> <p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p>b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>				
	5b			No
	6b			No
	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
PNC BANK NA PO BOX 94651 CLEVELAND, OH 441014651	TRUSTEE 19	92,725		

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 ISSUED SCHOLARSHIPS TO 31 STUDENTS FOR STUDY AT VARIOUS INST	213,900
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	13,758,099
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,758,099
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	13,758,099
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	206,371
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,551,728
6	Minimum investment return. Enter 5% of line 5.	6	677,586

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	677,586
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	21,624
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	21,624
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	655,962
4	Recoveries of amounts treated as qualifying distributions.	4	27,879
5	Add lines 3 and 4.	5	683,841
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	683,841

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	1,063,573
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,063,573
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	1,063,573

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				683,841
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.	467,594			
b From 2010.	470,698			
c From 2011.	483,704			
d From 2012.	450,757			
e From 2013.	438,425			
f Total of lines 3a through e.	2,311,178			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>1,063,573</u>				
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.				683,841
e Remaining amount distributed out of corpus	379,732			
5 Excess distributions carryover applied to 2014 <i>(If an amount appears in column (d), the same amount must be shown in column (a).)</i>	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,690,910			
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)	467,594			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	2,223,316			
10 Analysis of line 9				
a Excess from 2010.	470,698			
b Excess from 2011.	483,704			
c Excess from 2012.	450,757			
d Excess from 2013.	438,425			
e Excess from 2014.	379,732			

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))

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

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

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

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

KEVIN MCMANAMON
1900 E NINTH ST B7-YB13-13-2
CLEVELAND, OH 44114
(216) 222-5853

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

APPLICATION AVAILABLE UPON REQUEST

c Any submission deadlines

NONE

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

N/A

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 <i>Paid during the year</i> See Additional Data Table				
Total				▶ 3a 968,807
b <i>Approved for future payment</i>				
Total				▶ 3b

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

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code... 1a(1) Cash... 1a(2) Other assets... 1b(1) Sales of assets... 1b(2) Purchases of assets... 1b(3) Rental of facilities... 1b(4) Reimbursement arrangements... 1b(5) Loans or loan guarantees... 1b(6) Performance of services... 1c Sharing of facilities...

Table with 4 columns: (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

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship.

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee, Date, Title.

Paid Preparer Use Only section containing fields for Print/Type preparer's name, Preparer's Signature, Date, Check if self-employed, PTIN, Firm's name, Firm's address, Firm's EIN, and Phone no.

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.)
990 BAXTER INTERNATIONAL INC			2014-01-01
1935 FORD MTR CO DEL COM PAR \$0.01		2013-07-22	2014-01-01
4175 FORD MTR CO DEL COM PAR \$0.01			2014-01-01
1 PHARMACIA CORPORATION MERGED 04/16/2003 SEE 717081103		2001-01-01	2014-01-14
390 BEST BUY INC		2013-09-19	2014-01-17
1130 BEST BUY INC		2013-09-19	2014-01-17
1300 EBAY INC		2011-08-04	2014-01-28
30 CELGENE CORP		2013-08-29	2014-01-30
80 CHUBB CORP COM		2011-08-04	2014-01-30
140 COCACOLA CO		2011-08-04	2014-01-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
68,420		72,641	-4,221
29,703		32,961	-3,258
63,791		69,268	-5,477
714			714
9,750		15,228	-5,478
28,249		44,121	-15,872
68,913		39,864	29,049
4,647		4,272	375
6,937		4,890	2,047
5,351		4,672	679

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-4,221
			-3,258
			-5,477
			714
			-5,478
			-15,872
			29,049
			375
			2,047
			679

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.)
190 GENERAL ELEC CO COM		2002-08-02	2014-01-30
80 PROCTER & GAMBLE CO		2013-01-29	2014-01-30
70 UNITED TECHNOLOGIES CORP COM		2011-08-04	2014-01-30
150 WELLS FARGO & CO NEW COM		2002-02-08	2014-01-30
130 WISCONSIN ENERGY CORP		2011-08-04	2014-01-30
59345 699 PNC INTERMEDIATE BOND FUND CLASS I			2014-02-04
399 292 PNC INTERMEDIATE BOND FUND CLASS I			2014-02-04
907 CITIGROUP INC			2014-02-07
1133 CITIGROUP INC		2011-08-04	2014-02-07
1190 OMNICARE INC			2014-02-20

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)
4,855		5,718	-863
6,164		6,003	161
8,035		5,307	2,728
6,924		3,288	3,636
5,496		3,846	1,650
651,616		681,978	-30,362
4,384		4,537	-153
44,406		33,636	10,770
55,680		40,541	15,139
70,696		70,272	424

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-863
			161
			2,728
			3,636
			1,650
			-30,362
			-153
			10,770
			15,139
			424

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.)
280 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-08-29	2014-02-20
490 NU SKIN ENTERPRISES INC			2014-03-05
590 PROCTER & GAMBLE CO			2014-03-05
20 PROCTER & GAMBLE CO		2012-11-29	2014-03-05
380 CELGENE CORP		2013-08-29	2014-03-12
230 PVH CORP		2012-10-17	2014-03-12
1 EL PASO CORPORATION		2001-01-01	2014-03-13
350 PVH CORP			2014-03-13
100 PPG INDS INC COM		2013-10-29	2014-03-19
110 PPG INDS INC COM		2013-10-29	2014-03-19

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)
47,714		24,584	23,130
37,951		65,362	-27,411
45,863		43,999	1,864
1,555		1,392	163
59,945		54,110	5,835
28,047		22,532	5,515
14			14
40,805		34,279	6,526
19,730		18,419	1,311
21,475		20,260	1,215

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			23,130
			-27,411
			1,864
			163
			5,835
			5,515
			14
			6,526
			1,311
			1,215

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.)
240 CANADIAN PACIFIC RAILWAY LTD SEDOL 2793115		2013-11-07	2014-03-20
600 CHUBB CORP COM		2011-08-04	2014-03-20
350 PPG INDS INC COM			2014-03-20
170 CANADIAN PACIFIC RAILWAY LTD SEDOL 2793115		2013-11-07	2014-03-21
380 CHUBB CORP COM		2011-08-04	2014-03-21
1440 HALLIBURTON CO			2014-03-31
1000 NIKE INC CL B		2013-03-13	2014-04-02
380 GOLDMAN SACHS GROUP INC COM			2014-04-10
90 GOLDMAN SACHS GROUP INC COM		2013-01-22	2014-04-10
130 AETNA INC NEW		2013-05-30	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)
36,310		34,942	1,368
51,371		36,675	14,696
68,159		63,572	4,587
25,687		24,751	936
32,701		23,227	9,474
84,790		60,614	24,176
74,583		54,645	19,938
59,494		55,824	3,670
14,091		13,134	957
8,955		8,133	822

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,368
			14,696
			4,587
			936
			9,474
			24,176
			19,938
			3,670
			957
			822

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.)
60 ALLERGAN INC		2007-12-28	2014-04-22
190 ALTRIA GROUP INC		2013-05-13	2014-04-22
90 AMERICAN EXPRESS CO		2011-08-04	2014-04-22
70 AMGEN INC		2014-01-17	2014-04-22
40 APPLE INC		2013-11-26	2014-04-22
80 B/E AEROSPACE INC		2013-05-02	2014-04-22
50 BECTON DICKINSON & CO		2013-03-13	2014-04-22
60 BOEING CO		2012-07-30	2014-04-22
110 CBS CORP CLASS B WI		2013-05-17	2014-04-22
130 CVS CAREMARK CORP		2013-02-21	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)
9,860		3,908	5,952
7,321		7,027	294
7,865		4,239	3,626
8,363		8,336	27
21,192		21,398	-206
6,852		5,078	1,774
5,722		4,536	1,186
7,734		4,483	3,251
6,580		5,619	961
9,563		6,743	2,820

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,952
			294
			3,626
			27
			-206
			1,774
			1,186
			3,251
			961
			2,820

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.)
60 CHEVRON CORPORATION		2011-08-04	2014-04-22
260 CISCO SYS INC COM		2011-11-11	2014-04-22
180 COCACOLA CO		2011-08-04	2014-04-22
150 COCA COLA ENTERPRISES		2014-03-06	2014-04-22
160 COMCAST CORPORATION CL A		2011-10-12	2014-04-22
90 CONOCOPHILLIPS		2013-08-27	2014-04-22
280 DELTA AIR LINES INC		2013-07-26	2014-04-22
160 DISNEY WALT CO		2014-02-20	2014-04-22
110 DISCOVER FINANCIAL W/I		2012-07-27	2014-04-22
90 EOG RES INC		2014-03-31	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)
7,443		5,879	1,564
6,126		4,957	1,169
7,315		6,007	1,308
6,753		7,161	-408
8,216		3,790	4,426
6,677		5,966	711
9,797		6,077	3,720
12,749		12,671	78
6,253		3,950	2,303
9,225		8,826	399

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,564
			1,169
			1,308
			-408
			4,426
			711
			3,720
			78
			2,303
			399

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.)
70 EXXON MOBIL CORP		2011-08-04	2014-04-22
360 FIFTH THIRD BANCORP		2012-08-29	2014-04-22
130 FOOT LOCKER INC		2014-04-02	2014-04-22
130 FRANKLIN RES INC COM		2013-06-04	2014-04-22
530 GENERAL ELEC CO COM		2002-08-02	2014-04-22
10 GOOGLE INC CL A		2013-10-21	2014-04-22
10 GOOGLE INC-CL C		2013-10-21	2014-04-22
80 HANESBRANDS INC - W/I		2014-03-14	2014-04-22
80 HELMERICH & PAYNE INC COM		2013-02-25	2014-04-22
100 HERSHEY FOODS CORP COM		2011-08-04	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)
7,046		5,233	1,813
7,477		5,443	2,034
5,955		6,245	-290
7,024		6,679	345
14,156		15,950	-1,794
5,451		5,008	443
5,341		5,021	320
6,093		5,974	119
9,061		5,162	3,899
9,992		5,576	4,416

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,813
			2,034
			-290
			345
			-1,794
			443
			320
			119
			3,899
			4,416

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
80 HOME DEPOT INC COM		2012-01-09	2014-04-22
200 J P MORGAN CHASE & CO COM		2005-03-09	2014-04-22
120 JOHNSON & JOHNSON COM		2011-08-04	2014-04-22
70 LAS VEGAS SANDS CORP		2013-10-22	2014-04-22
130 LINCOLN NATIONAL CORP		2013-12-18	2014-04-22
40 LOCKHEED MARTIN CORP		2013-11-25	2014-04-22
90 MAGNA INTERNATIONAL ISIN CA5592224011		2013-12-31	2014-04-22
70 MANPOWER GROUP INC			2014-04-22
50 MCKESSON HBOC INC COMMN		2013-12-17	2014-04-22
80 METHANEX CORP SEDOL 2654416		2013-11-18	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)
6,399		3,456	2,943
11,184		7,288	3,896
12,083		7,511	4,572
5,573		5,081	492
6,322		6,574	-252
6,367		5,669	698
9,059		7,383	1,676
5,493		5,863	-370
8,617		7,923	694
5,037		5,186	-149

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,943
			3,896
			4,572
			492
			-252
			698
			1,676
			-370
			694
			-149

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.)
240 MICROSOFT CORP		2014-03-31	2014-04-22
270 ORACLE CORP		2013-11-26	2014-04-22
120 PACKAGING CORP OF AMERICA COM		2014-03-21	2014-04-22
50 POLARIS INDS INC		2012-05-02	2014-04-22
120 PROCTER & GAMBLE CO			2014-04-22
100 QUALCOMM		1999-10-19	2014-04-22
150 QUANTA SVCS INC		2014-03-21	2014-04-22
480 REGIONS FINANCIAL CORP		2013-07-02	2014-04-22
90 ST JUDE MEDICAL INC		2014-02-20	2014-04-22
130 SCHLUMBERGER LTD COM		2014-03-31	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)
9,593		9,924	-331
10,924		9,471	1,453
8,208		8,655	-447
6,960		4,133	2,827
9,778		8,170	1,608
8,111		2,566	5,545
5,445		5,544	-99
5,016		4,746	270
5,677		6,105	-428
13,264		12,696	568

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-331
			1,453
			-447
			2,827
			1,608
			5,545
			-99
			270
			-428
			568

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.)
70 SHIRE PLC SPONSORED ADR		2013-08-20	2014-04-22
190 SKYWORKS SOLUTIONS INC COM		2014-03-20	2014-04-22
140 SUNTRUST BANKS INC COM		2014-02-07	2014-04-22
30 UNION PAC CORP COM		2011-08-04	2014-04-22
70 UNITED TECHNOLOGIES CORP COM		2009-07-14	2014-04-22
150 VERIZON COMMUNICATIONS COM		2013-05-15	2014-04-22
30 VISA INC CLASS A SHARES		2013-02-08	2014-04-22
270 WELLS FARGO & CO NEW COM		2002-02-08	2014-04-22
200 WISCONSIN ENERGY CORP		2011-08-04	2014-04-22
110 WYNDHAM WORLDWIDE CORP		2014-01-17	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)
11,188		7,995	3,193
7,138		7,426	-288
5,474		5,322	152
5,808		2,847	2,961
8,398		3,615	4,783
7,230		8,021	-791
6,312		4,727	1,585
13,342		5,919	7,423
9,476		5,917	3,559
8,049		8,182	-133

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,193
			-288
			152
			2,961
			4,783
			-791
			1,585
			7,423
			3,559
			-133

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)
170 YAHOO! INC COM		2013-07-22	2014-04-22
50 ZIMMER HOLDINGS INC		2014-03-12	2014-04-22
170 INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76		2013-05-09	2014-04-22
30 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-08-30	2014-04-22
60 ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6		2014-04-10	2014-04-22
100 TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN CH0102993182		2014-01-29	2014-04-22
130 NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7		2013-12-02	2014-04-22
3990 FIFTH THIRD BANCORP			2014-05-01
670 HERSHEY FOODS CORP COM		2011-08-04	2014-05-06
400 HERSHEY FOODS CORP COM		2011-08-04	2014-05-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,207		4,759	1,448
4,592		4,847	-255
6,073		5,611	462
4,362		2,632	1,730
6,057		5,950	107
6,148		5,686	462
7,867		5,568	2,299
81,314		56,804	24,510
64,356		37,362	26,994
38,654		22,305	16,349

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,448
			-255
			462
			1,730
			107
			462
			2,299
			24,510
			26,994
			16,349

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.)
250 ALLERGAN INC		2007-12-28	2014-05-13
330 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-08-30	2014-05-13
1920 COCACOLA CO		2011-08-04	2014-05-15
650 CHEVRON CORPORATION		2011-08-04	2014-05-22
460 METHANEX CORP SEDOL 2654416			2014-06-03
450 METHANEX CORP SEDOL 2654416		2013-11-19	2014-06-04
870 B/E AEROSPACE INC			2014-06-05
80 GOOGLE INC-CL C		2011-08-04	2014-06-05
50 GOOGLE INC-CL C			2014-06-05
70 AETNA INC NEW		2013-05-30	2014-06-23

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)
40,391		16,284	24,107
42,784		28,953	13,831
77,983		64,077	13,906
80,453		63,685	16,768
26,436		29,729	-3,293
25,717		28,809	-3,092
85,745		54,915	30,830
44,306		23,489	20,817
27,691		22,812	4,879
5,734		4,379	1,355

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			24,107
			13,831
			13,906
			16,768
			-3,293
			-3,092
			30,830
			20,817
			4,879
			1,355

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
10 ALLERGAN INC		2007-12-28	2014-06-23
100 ALTRIA GROUP INC		2013-05-13	2014-06-23
50 AMERICAN EXPRESS CO		2011-08-04	2014-06-23
30 AMGEN INC		2014-01-17	2014-06-23
140 APPLE INC			2014-06-23
30 BECTON DICKINSON & CO		2013-03-13	2014-06-23
30 BOEING CO		2012-07-30	2014-06-23
50 CBS CORP CLASS B WI		2013-05-17	2014-06-23
70 CVS CAREMARK CORP		2013-02-21	2014-06-23
180 CISCO SYS INC COM		2014-06-05	2014-06-23

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)
1,645		651	994
4,262		3,698	564
4,772		2,355	2,417
3,568		3,573	-5
12,710		10,570	2,140
3,553		2,722	831
3,926		2,242	1,684
2,950		2,554	396
5,333		3,631	1,702
4,437		4,443	-6

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			994
			564
			2,417
			-5
			2,140
			831
			1,684
			396
			1,702
			-6

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
80 COCA COLA ENTERPRISES		2014-03-06	2014-06-23
90 COMCAST CORPORATION CL A		2011-10-12	2014-06-23
60 CONOCOPHILLIPS		2014-05-22	2014-06-23
50 CONSTELLATION BRANDS INC CL A		2014-05-16	2014-06-23
60 CROWN HOLDINGS INC		2014-06-09	2014-06-23
150 DELTA AIR LINES INC		2013-07-26	2014-06-23
80 DISNEY WALT CO		2014-02-20	2014-06-23
60 DISCOVER FINANCIAL W/I			2014-06-23
50 EOG RES INC		2014-04-04	2014-06-23
30 EASTMAN CHEM CO		2014-06-04	2014-06-23

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)
3,799		3,819	-20
4,719		2,132	2,587
5,158		4,717	441
4,402		4,109	293
2,990		3,032	-42
5,851		3,256	2,595
6,620		6,335	285
3,731		2,151	1,580
5,857		4,903	954
2,624		2,706	-82

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-20
			2,587
			441
			293
			-42
			2,595
			285
			1,580
			954
			-82

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.)
30 EXXON MOBIL CORP		2011-08-04	2014-06-23
70 FOOT LOCKER INC		2014-04-02	2014-06-23
70 FRANKLIN RES INC COM		2013-06-04	2014-06-23
280 GENERAL ELEC CO COM		2002-08-02	2014-06-23
50 GILEAD SCIENCES INC COM		2014-05-13	2014-06-23
10 GOOGLE INC CL A		2013-10-21	2014-06-23
40 HANESBRANDS INC - W/I		2014-03-14	2014-06-23
40 HELMERICH & PAYNE INC COM		2013-02-25	2014-06-23
40 HOME DEPOT INC COM		2012-01-09	2014-06-23
110 J P MORGAN CHASE & CO COM		2005-03-09	2014-06-23

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)
3,126		2,243	883
3,493		3,363	130
4,057		3,596	461
7,471		8,426	-955
4,037		4,021	16
5,728		5,008	720
3,527		2,987	540
4,624		2,581	2,043
3,227		1,728	1,499
6,400		4,008	2,392

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			883
			130
			461
			-955
			16
			720
			540
			2,043
			1,499
			2,392

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.)
60 JOHNSON & JOHNSON COM		2011-08-04	2014-06-23
100 KROGER CO		2014-05-06	2014-06-23
40 LAS VEGAS SANDS CORP		2013-10-22	2014-06-23
70 LINCOLN NATIONAL CORP			2014-06-23
20 LOCKHEED MARTIN CORP		2013-11-25	2014-06-23
50 MAGNA INTERNATIONAL ISIN CA5592224011		2013-12-31	2014-06-23
40 MANPOWER GROUP INC		2013-12-18	2014-06-23
30 MCKESSON HBOC INC COMMN			2014-06-23
130 MICROSOFT CORP		2014-03-31	2014-06-23
140 ORACLE CORP		2013-11-26	2014-06-23

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,275		3,755	2,520
4,934		4,642	292
3,003		2,904	99
3,644		3,534	110
3,278		2,835	443
5,403		4,101	1,302
3,338		3,344	-6
5,584		4,720	864
5,445		5,375	70
5,745		4,911	834

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,520
			292
			99
			110
			443
			1,302
			-6
			864
			70
			834

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.)
70 PACKAGING CORP OF AMERICA COM		2014-03-21	2014-06-23
30 POLARIS INDS INC		2012-05-02	2014-06-23
60 PROCTER & GAMBLE CO		2012-11-14	2014-06-23
60 QUALCOMM		1999-10-19	2014-06-23
80 QUANTA SVCS INC		2014-03-21	2014-06-23
250 REGIONS FINANCIAL CORP		2013-07-02	2014-06-23
50 ST JUDE MEDICAL INC		2014-02-20	2014-06-23
70 SCHLUMBERGER LTD COM		2014-03-31	2014-06-23
40 SHIRE PLC SPONSORED ADR		2013-08-20	2014-06-23
100 SKYWORKS SOLUTIONS INC COM		2014-03-20	2014-06-23

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)
4,979		5,049	-70
3,900		2,480	1,420
4,772		3,992	780
4,767		1,539	3,228
2,766		2,957	-191
2,670		2,472	198
3,461		3,392	69
7,614		6,836	778
9,067		4,568	4,499
4,791		3,908	883

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-70
			1,420
			780
			3,228
			-191
			198
			69
			778
			4,499
			883

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.)
120 SOUTHWEST AIRLINES COM		2014-06-05	2014-06-23
70 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-06-23
70 SUNTRUST BANKS INC COM		2014-02-07	2014-06-23
40 THE TRAVELERS COS INC		2014-05-01	2014-06-23
30 UNION PAC CORP COM		2011-08-04	2014-06-23
40 UNITED TECHNOLOGIES CORP COM		2009-07-14	2014-06-23
80 VERIZON COMMUNICATIONS COM		2013-05-15	2014-06-23
10 VISA INC CLASS A SHARES		2013-02-08	2014-06-23
140 WELLS FARGO & CO NEW COM		2002-02-08	2014-06-23
100 WISCONSIN ENERGY CORP		2011-08-04	2014-06-23

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)
3,224		3,279	-55
3,017		2,733	284
2,827		2,661	166
3,792		3,630	162
3,023		1,423	1,600
4,683		2,066	2,617
3,974		4,278	-304
2,093		1,576	517
7,417		3,069	4,348
4,525		2,958	1,567

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
			-55
			284
			166
			162
			1,600
			2,617
			-304
			517
			4,348
			1,567

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.)
60 WYNDHAM WORLDWIDE CORP		2014-01-17	2014-06-23
90 YAHOO! INC COM		2013-07-22	2014-06-23
30 ZIMMER HOLDINGS INC		2014-03-12	2014-06-23
90 INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76		2013-05-09	2014-06-23
30 ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6		2014-04-10	2014-06-23
50 TE CONNECTIVITY LTD SEDOL B62B7C3 ISIN CH0102993182		2014-01-29	2014-06-23
70 NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7			2014-06-23
570 YAHOO! INC COM		2013-07-22	2014-06-25
670 YAHOO! INC COM		2013-07-22	2014-06-25
520 YAHOO! INC COM		2013-07-22	2014-06-25

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)
4,488		4,463	25
3,025		2,520	505
3,150		2,908	242
3,378		2,971	407
3,148		2,975	173
3,093		2,843	250
4,619		2,996	1,623
18,937		15,958	2,979
22,205		18,758	3,447
17,286		14,558	2,728

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			25
			505
			242
			407
			173
			250
			1,623
			2,979
			3,447
			2,728

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.)
210 SHIRE PLC SPONSORED ADR		2011-08-04	2014-07-11
130 SHIRE PLC SPONSORED ADR			2014-07-11
410 SHIRE PLC SPONSORED ADR			2014-07-18
350 ALLERGAN INC		2007-12-28	2014-07-22
1300 FRANKLIN RES INC COM		2013-06-04	2014-08-05
570 ZIMMER HOLDINGS INC		2014-03-12	2014-08-07
750 LAS VEGAS SANDS CORP		2013-10-22	2014-08-12
860 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-08-12
433 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-08-13
177 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-22	2014-08-13

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

(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)
52,136		19,816	32,320
32,275		14,786	17,489
105,543		36,543	69,000
59,902		22,798	37,104
69,258		66,789	2,469
54,393		55,258	-865
50,894		54,442	-3,548
33,449		33,571	-122
16,730		16,903	-173
6,839		6,909	-70

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			32,320
			17,489
			69,000
			37,104
			2,469
			-865
			-3,548
			-122
			-173
			-70

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)
100 HELMERICH & PAYNE INC COM		2013-02-25	2014-08-28
30 HELMERICH & PAYNE INC COM		2013-02-25	2014-08-28
867 MICROSOFT CORP			2014-08-28
180 MICROSOFT CORP		2001-01-18	2014-08-28
123 MICROSOFT CORP		2014-02-07	2014-08-28
1310 DELTA AIR LINES INC			2014-09-11
690 UNITED TECHNOLOGIES CORP COM		2009-07-14	2014-09-11
1 PHARMACIA CORPORATION MERGED 04/16/2003 SEE 717081103		2001-01-01	2014-09-12
27 SUNTRUST BANKS INC COM		2014-02-07	2014-09-12
566 SUNTRUST BANKS INC COM		2014-02-07	2014-09-12

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
10,317		6,453	3,864
3,095		1,936	1,159
38,831		33,756	5,075
8,064		4,832	3,232
5,510		4,497	1,013
51,804		28,244	23,560
74,847		35,634	39,213
187			187
1,055		1,026	29
22,139		21,516	623

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	
			3,864
			1,159
			5,075
			3,232
			1,013
			23,560
			39,213
			187
			29
			623

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.)
402 SUNTRUST BANKS INC COM			2014-09-12
89 SUNTRUST BANKS INC COM		2014-02-10	2014-09-15
90 SUNTRUST BANKS INC COM		2014-02-10	2014-09-15
246 SUNTRUST BANKS INC COM		2014-02-10	2014-09-15
10 CROWN HOLDINGS INC		2014-06-09	2014-09-19
240 CROWN HOLDINGS INC		2014-06-09	2014-09-19
980 CROWN HOLDINGS INC			2014-09-22
219 CBS CORP CLASS B WI			2014-09-25
901 CBS CORP CLASS B WI			2014-09-25
1030 ORACLE CORP			2014-09-30

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,748		15,199	549
3,485		3,364	121
3,514		3,402	112
9,629		9,298	331
470		505	-35
11,184		12,126	-942
45,125		49,014	-3,889
11,844		11,128	716
48,676		45,257	3,419
39,396		35,027	4,369

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(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	
			549
			121
			112
			331
			-35
			-942
			-3,889
			716
			3,419
			4,369

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.)
700 ORACLE CORP		1997-09-17	2014-09-30
1070 ORACLE CORP		1997-09-17	2014-09-30
580 COCA COLA ENTERPRISES			2014-10-13
310 EOG RES INC		2013-07-25	2014-10-13
40 EOG RES INC		2014-04-04	2014-10-13
290 MANPOWER GROUP INC			2014-10-13
960 COCA COLA ENTERPRISES		2014-03-05	2014-10-14
680 MANPOWER GROUP INC			2014-10-14
200000 FEDERAL NATL MTG ASSN NTS		2006-01-10	2014-10-15
740 HELMERICH & PAYNE INC COM			2014-11-17

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)
26,774		4,266	22,508
40,980		6,520	34,460
23,719		27,562	-3,843
26,575		22,752	3,823
3,429		3,923	-494
17,802		23,843	-6,041
38,507		45,509	-7,002
41,168		54,339	-13,171
200,000		197,872	2,128
57,726		47,569	10,157

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			22,508
			34,460
			-3,843
			3,823
			-494
			-6,041
			-7,002
			-13,171
			2,128
			10,157

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)
1513 QUANTA SVCS INC			2014-12-12
37 QUANTA SVCS INC		2014-03-20	2014-12-12
8790 392 PNC SMALL CAP FUND CLASS I			2014-12-23
683 791 PNC SMALL CAP FUND CLASS I			2014-12-23
CAPITAL GAIN DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
40,619		55,588	-14,969
1,003		1,346	-343
185,565		118,190	67,375
14,435		14,339	96
			26,501

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	
			-14,969
			-343
			67,375
			96

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
MEDICARE REIMB FOR THE RELIEF OF THE POOR DISTRESSED OR UNDERPRIVILEGED PNC BANK PO BOX 94651 CLEVELAND, OH 44101	NONE	NC	MEDICARE REIMBURSEMENT FOR	437,664
ASSISTANCE TO THE POOR DISTRESSED OR UNDERPRIVILEGED PER GOV DOCUMENT PNC BANK PO BOX 94651 CLEVELAND, OH 44101	NONE	NC	SUPPORT FOR NEED AND	317,243
APPALACHIAN STATE UNIVERSITY 287 RIVERS STREET BOONE, NC 28608	NONE	PC	SCHOLARSHIP	6,400
BROCK UNIVERSITY 500 GLENRIDGE AVENUE ST CATHARINES, ONTARIO CA	NONE	PC	SCHOLARSHIP	6,000
CALIFORNIA UNIVERSITY OF PENNSYLVANIA 250 UNIVERSITY AVENUE CALIFORNIA, PA 15419	NONE	PC	GENERAL SUPPORT	8,000
CAROLINAS COLLEGE OF HEALTH SCIENCES 1200 BLYTHE BLVD CHARLOTTE, NC 28203	NONE	PC	SCHOLARSHIP	3,000
CASE WESTERN RESERVE UNIVERSITY 10900 EUCLID AVE CLEVELAND, OH 44106	NONE	PC	SCHOLARSHIP	8,000
CENTRAL MICHIGAN UNIVERSITY 1200 S FRANKLIN STREET MT PLEASANT, MI 48859	NONE	PC	SCHOLARSHIPS	14,000
CITADEL MILITARY COLLEGE OF SC 171 MOULTRIE ST CHARLESTOWN, SC 29409	NONE	PC	SCHOLARSHIP	8,000
CLEMSON UNIVERSITY CLEMSON UNIVERSITY CLEMSON, SC 29634	NONE	PC	SCHOLARSHIP	8,000
CLEVELAND STATE UNIVERSITY 2121 EUCLID AVENUE CLEVELAND, OH 44115	NONE	PC	SCHOLARSHIP	16,000
COLLEGE OF CHARLESTON 66 GEORGE STREET CHARLESTON, SC 29424	NONE	PC	SCHOLARSHIP	8,000
GASTON COLLEGE 201 HIGHWAY USE 321 S DALLAS, NC 28034	NONE	PC	SCHOLARSHIP	2,300
GROVE CITY COLLEGE 100 CAMPUS DRIVE GROVE CITY, PA 16127	NONE	PC	SCHOLARSHIP	8,000
JOHN CARROLL UNIVERSITY 1 JOHN CARROLL BLVD UNIVERSITY HEIGHTS, OH 44118	NONE	PC	SCHOLARSHIP	8,000
Total				968,807

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
KENT STATE UNIVERSITY 800 E SUMMIT STREET KENT, OH 44240	NONE	PC	SCHOLARSHIPS	16,000
LAKELAND COMMUNITY COLLEGE 7700 CLOCKTOWER DRIVE KIRTLAND, OH 44094	NONE	PC	SCHOLARSHIP	4,200
MEDAILLE COLLEGE 18 AGASSIZ CIR BUFFALO, NY 14214	NONE	PC	SCHOLARSHIP	8,000
MICHIGAN STATE UNIVERSITY 220 TROWBRIDGE ROAD EAST LANSING, MI 48824	NONE	PC	SCHOLARSHIP	8,000
NORTH CAROLINA STATE UNIVERSITY NORTH CAROLINA STATE UNIVERSITY RALEIGH, NC 27607	NONE	PC	SCHOLARSHIP	8,000
ROWAN CABARRUS COMMUNITY COLLEGE 1333 JAKE ALEXANDER BLVD S SALISBURY, NC 28146	NONE	PC	SCHOLARSHIP	2,300
UNIVERSITY OF MICHIGAN 500 S STATE STREET ANN ARBOR, MI 48109	NONE	PC	SCHOLARSHIP	8,000
UNIVERSITY OF AKRON 302 E BUCHEL AVE AKRON, OH 44325	NONE	PC	SCHOLARSHIP	8,000
UNIVERSITY OF GUELPH 50 STATE RD E GUELPH, ONTARIO N1G 2W1 CA	NONE	PC	SCHOLARSHIP	6,900
UNIVERSITY OF HOUSTON 4800 CALHOUN RD HOUSTON, TX 77004	NONE	PC	SCHOLARSHIP	8,000
UNIVERSITY OF SOUTH CAROLINA UNIVERSITY OF SOUTH CAROLINA COLUMBIA, SC 29208	NONE	PC	SCHOLARSHIPS	24,000
YALE UNIVERSITY YALE UNIVERSITY NEW HAVEN, CT 06520	NONE	PC	SCHOLARSHIP	4,000
YORK TECHNICAL COLLEGE 452 S ANDERSON ROAD ROCK HILL, SC 29730	NONE	PC	SCHOLARSHIP	4,800
Total	3a			968,807

TY 2014 Explanation of Non-Filing with Attorney General Statement

Name: PROCTOR PATTERSON FOUNDATION

EIN: 30-6081504

Statement: THIS TRUST DOES NOT PROVIDE A COPY OF FORM 990-PF TO THE OHIO ATTORNEY GENERAL BECAUSE, IN LIEU THEREOF, IT IS REQUIRED TO FILE AN ON-LINE ANNUAL REPORT WITH THE OHIO ATTORNEY GENERAL'S OFFICE AT [www .ohioattorneygeneral.gov](http://www.ohioattorneygeneral.gov)

TY 2014 Investments - Other Schedule

Name: PROCTOR PATTERSON FOUNDATION

EIN: 30-6081504

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS - FIXED INCOME	AT COST	3,072,625	3,021,871
MUTUAL FUNDS - EQUITIES	AT COST	1,586,655	2,357,230

TY 2014 Other Decreases Schedule**Name:** PROCTOR PATTERSON FOUNDATION**EIN:** 30-6081504

Description	Amount
DIFF BETWEEN CARRYING VALUE AND TAX COST	179,276
PRIOR YEAR AMORTIZATION POSTINGS	8,377
ROUNDING ADJ FOR SALES AND TRANSACTIONS	15

TY 2014 Other Expenses Schedule

Name: PROCTOR PATTERSON FOUNDATION

EIN: 30-6081504

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NON-ALLOCABLE EXPENSE -	35,454	0		35,454
STATE FILING FEES	200	0		200
GRANTMAKING FEES	12,750	0		12,750
MISCELLANEOUS FEES	1	0		0

TY 2014 Other Income Schedule

Name: PROCTOR PATTERSON FOUNDATION

EIN: 30-6081504

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RECOVERY OF GRANTS	27,943	0	

TY 2014 Taxes Schedule

Name: PROCTOR PATTERSON FOUNDATION

EIN: 30-6081504

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	597	597		0
FEDERAL TAX PAYMENT - PRIOR YE	7,954	0		0
FEDERAL ESTIMATES - PRINCIPAL	21,910	0		0