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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ **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
MARY C & PERRY F SPENCER FDN

A Employer identification number
31-1016213

Number and street (or P O box number if mail is not delivered to street address) Room/suite
PNC BANK NA 620 LIBERTY AVENUE 10

B Telephone number (see instructions)
(412) 762-5188

City or town, state or province, country, and ZIP or foreign postal code
PITTSBURGH, PA 152222705

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 5,127,590

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	112,105	112,105		
	5a	Gross rents				
	b	Net rental income or (loss) ________				
	6a	Net gain or (loss) from sale of assets not on line 10	285,619			
	b	Gross sales price for all assets on line 6a 1,479,607				
	7	Capital gain net income (from Part IV, line 2)		285,619		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	397,724	397,724		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	31,558	14,879		16,679
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	7,744	227		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	39,302	15,106	0	16,679
	25	Contributions, gifts, grants paid	207,500			207,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	246,802	15,106	0	224,179
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	150,922			
	b	**Net investment income** (if negative, enter -0-)		382,618		
	c	**Adjusted net income** (if negative, enter -0-)			0	

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			
	2 Savings and temporary cash investments	159,747	181,112	181,112
	3 Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
	4 Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7 Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶ 0			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments—U S and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)	1,717,353	1,603,458	2,211,290
	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)	2,106,005	2,324,317	2,735,188
	14 Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	15 Other assets (describe ▶)			
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,983,105	4,108,887	5,127,590
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	3,979,920	4,101,908	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds	3,185	6,979	
	30 **Total net assets or fund balances** (see instructions)	3,983,105	4,108,887	
	31 **Total liabilities and net assets/fund balances** (see instructions)	3,983,105	4,108,887	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,983,105
2	Enter amount from Part I, line 27a	2	150,922
3	Other increases not included in line 2 (itemize) ▶	3	12
4	Add lines 1, 2, and 3	4	4,134,039
5	Decreases not included in line 2 (itemize) ▶	5	25,152
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,108,887

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

	(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	**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
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**	285,619
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	214,913	4,600,965	0 04671
2012	202,167	4,362,828	0 046339
2011	216,757	4,283,271	0 050605
2010	167,223	4,015,816	0 041641
2009	217,994	3,633,078	0 060003

2	**Total** of line 1, column (d).	**2**	0 245298
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 04906
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	**4**	4,952,727
5	Multiply line 4 by line 3.	**5**	242,981
6	Enter 1% of net investment income (1% of Part I, line 27b).	**6**	3,826
7	Add lines 5 and 6.	**7**	246,807
8	Enter qualifying distributions from Part XII, line 4.	**8**	224,179

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	7,652
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	7,652
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	7,652
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	6,260		
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	6,260
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ 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	1,392
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 0 **Refunded** ▶			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)?	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) ▶IN			
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)*

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 ▶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 ▶ ☐

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		No
	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
DON WOLF 11781 AUTUMN TREE DRIVE FORT WAYNE, IN 46845	DIRECTOR 1	600		
JON BRANDENBERGER 8933 CONNEMARRO CT FORT WAYNE, IN 46835	DIRECTOR 1	600		
MITCH HARPER 740 US HIGHWAY 30E NEW HAVEN, IN 46774	DIRECTOR 1	600		
PNC BANK NA PO BOX 94651 CLEVELAND, OH 441014651	TRUSTEE 6	29,758		

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	5,028,149
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	5,028,149
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	5,028,149
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	75,422
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	4,952,727
6	**Minimum investment return.** Enter 5% of line 5			6	247,636

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	247,636
2a	Tax on investment income for 2014 from Part VI, line 5	2a	7,652		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	7,652
3	Distributable amount before adjustments Subtract line 2c from line 1			3	239,984
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	239,984
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	239,984

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	224,179
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	224,179
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	224,179

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				239,984
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			206,956	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 0				
b From 2010. 0				
c From 2011. 0				
d From 2012. 0				
e From 2013. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 224,179				
a Applied to 2013, but not more than line 2a			206,956	
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.				17,223
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				222,761
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . . 0				
b Excess from 2011. . . . 0				
c Excess from 2012. . . . 0				
d Excess from 2013. . . . 0				
e Excess from 2014. . . . 0				

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

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

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

PNC BANK NA
PO BOX 110
FORT WAYNE, IN 46801
(260) 461-6218

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

WRITTEN REQUEST SHOULD INCLUDE THE PURPOSE FOR WHICH THE GRANT WILL BE USED

c Any submission deadlines

NONE

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

NONE

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ 3a				207,500
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	112,105	
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	285,619	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				397,724	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 397,724

(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

****** | 2015-04-28 | ******

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
Firm's name			Firm's EIN	
Firm's address			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)
370 BAXTER INTERNATIONAL INC		2013-08-12	2014-01-06
2150 FORD MTR CO DEL COM PAR $0 01			2014-01-06
540 BEST BUY INC		2013-09-23	2014-01-30
500 EBAY INC		2011-06-15	2014-01-30
100 AETNA INC NEW		2013-05-31	2014-03-10
80 CBS CORP CLASS B WI		2013-05-16	2014-03-10
100 CVS CAREMARK CORP		2013-02-22	2014-03-10
30 CELGENE CORP		2013-09-06	2014-03-10
720 CITIGROUP INC			2014-03-10
190 DELTA AIR LINES INC		2013-07-26	2014-03-10

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)
25,664		27,280	-1,616
32,831		35,841	-3,010
12,236		21,109	-8,873
26,535		14,725	11,810
7,399		6,171	1,228
5,344		4,029	1,315
7,349		5,145	2,204
4,744		4,340	404
35,668		23,237	12,431
6,686		4,053	2,633

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,616
			-3,010
			-8,873
			11,810
			1,228
			1,315
			2,204
			404
			12,431
			2,633

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
100 DISCOVER FINANCIAL W/I		2012-08-09	2014-03-10
30 EOG RES INC		2013-07-26	2014-03-10
200 FIFTH THIRD BANCORP		2012-08-31	2014-03-10
80 FRANKLIN RES INC COM		2013-06-05	2014-03-10
330 GENERAL ELEC CO COM		2012-09-26	2014-03-10
30 GOLDMAN SACHS GROUP INC COM		2013-02-15	2014-03-10
10 GOOGLE INC CL A		2013-10-31	2014-03-10
90 HALLIBURTON CO		2013-05-02	2014-03-10
60 HELMERICH & PAYNE INC COM		2013-02-26	2014-03-10
60 HERSHEY FOODS CORP COM		2010-08-25	2014-03-10

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)
5,943		3,674	2,269
5,673		4,372	1,301
4,530		3,034	1,496
4,254		4,103	151
8,583		7,336	1,247
5,205		4,693	512
12,121		10,397	1,724
5,080		3,803	1,277
6,021		3,871	2,150
6,323		2,782	3,541

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	
			2,269
			1,301
			1,496
			151
			1,247
			512
			1,724
			1,277
			2,150
			3,541

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)
50 HOME DEPOT INC COM		2012-04-05	2014-03-10
110 J P MORGAN CHASE & CO COM		2004-04-02	2014-03-10
70 JOHNSON & JOHNSON COM		2011-06-15	2014-03-10
60 NIKE INC CL B		2013-03-28	2014-03-10
170 NU SKIN ENTERPRISES INC		2013-12-23	2014-03-10
420 OMNICARE INC		2013-12-13	2014-03-10
20 PPG INDS INC COM		2013-11-25	2014-03-10
40 PVH CORP		2012-11-19	2014-03-10
50 POLARIS INDS INC		2012-05-10	2014-03-10
280 PROCTER & GAMBLE CO			2014-03-10

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)
4,106		2,532	1,574
6,498		4,578	1,920
6,541		4,677	1,864
4,735		3,523	1,212
12,916		23,572	-10,656
24,574		24,830	-256
4,006		3,698	308
4,983		4,421	562
6,936		3,969	2,967
21,974		20,845	1,129

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	
			1,574
			1,920
			1,864
			1,212
			-10,656
			-256
			308
			562
			2,967
			1,129

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)
50 SCHLUMBERGER LTD COM		2013-10-31	2014-03-10
40 UNITED TECHNOLOGIES CORP COM		2011-06-15	2014-03-10
20 VISA INC CLASS A SHARES		2013-02-15	2014-03-10
150 WELLS FARGO & CO NEW COM		2012-04-05	2014-03-10
110 WISCONSIN ENERGY CORP		2010-09-22	2014-03-10
60 WYNDHAM WORLDWIDE CORP		2014-01-30	2014-03-10
120 YAHOO! INC COM		2013-07-23	2014-03-10
130 INVESCO LTD ISIN BMG491BT1088 SEDOL B28XP76		2013-05-09	2014-03-10
120 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-09-06	2014-03-10
120 CELGENE CORP		2013-09-06	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)
4,646		4,702	-56
4,712		3,345	1,367
4,516		3,126	1,390
7,230		5,065	2,165
4,805		3,194	1,611
4,483		4,306	177
4,559		3,320	1,239
4,529		4,311	218
18,194		10,462	7,732
17,979		17,362	617

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	
			-56
			1,367
			1,390
			2,165
			1,611
			177
			1,239
			218
			7,732
			617

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)
180 PVH CORP		2012-11-19	2014-03-14
140 CANADIAN PACIFIC RAILWAY LTD SEDOL 2793115		2013-11-25	2014-04-07
360 CHUBB CORP COM		2010-12-16	2014-04-07
450 HALLIBURTON CO		2013-05-02	2014-04-07
310 NIKE INC CL B		2013-03-28	2014-04-07
170 PPG INDS INC COM			2014-04-07
150 GOLDMAN SACHS GROUP INC COM			2014-04-14
1330 FIFTH THIRD BANCORP			2014-05-02
360 HERSHEY FOODS CORP COM		2010-08-25	2014-05-07
130 ALLERGAN INC		2006-03-24	2014-05-16

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)
20,973		19,894	1,079
20,738		21,256	-518
31,943		21,377	10,566
26,046		19,017	7,029
21,907		18,202	3,705
32,777		31,355	1,422
23,155		21,981	1,174
27,464		19,239	8,225
34,882		16,693	18,189
20,593		7,397	13,196

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	
			1,079
			-518
			10,566
			7,029
			3,705
			1,422
			1,174
			8,225
			18,189
			13,196

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)
770 COCACOLA CO		2010-08-25	2014-05-16
120 JAZZ PHARMACEUTICALS PLC SEDOL B4Q5ZN4		2013-09-06	2014-05-16
260 CHEVRON CORPORATION		2010-12-16	2014-05-28
330 METHANEX CORP SEDOL 2654416		2013-11-25	2014-06-05
350 B/E AEROSPACE INC		2013-05-02	2014-06-10
10 GOOGLE INC-CL C		2013-07-02	2014-06-10
30 GOOGLE INC-CL C		2008-08-04	2014-06-10
630 YAHOO! INC COM		2013-07-23	2014-06-26
130 ALLERGAN INC		2006-03-24	2014-07-23
240 SHIRE PLC SPONSORED ADR			2014-07-23

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)
31,334		21,306	10,028
15,188		10,462	4,726
31,959		22,918	9,041
19,093		20,970	-1,877
33,414		22,064	11,350
5,605		4,416	1,189
16,814		7,039	9,775
20,922		17,432	3,490
22,422		7,397	15,025
61,170		16,697	44,473

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	
			10,028
			4,726
			9,041
			-1,877
			11,350
			1,189
			9,775
			3,490
			15,025
			44,473

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)
460 FRANKLIN RES INC COM		2013-06-05	2014-08-11
210 ZIMMER HOLDINGS INC		2014-03-14	2014-08-11
310 LAS VEGAS SANDS CORP		2013-10-31	2014-08-15
550 SUNCOR ENERGY INC ISIN CA8672241079 SEDOL B3NB1P2		2014-05-28	2014-08-15
40 HELMERICH & PAYNE INC COM		2013-02-26	2014-09-04
60 MICROSOFT CORP		2014-04-07	2014-09-04
380 MICROSOFT CORP		1999-08-10	2014-09-04
450 DELTA AIR LINES INC		2013-07-26	2014-09-16
510 SUNTRUST BANKS INC COM		2014-03-10	2014-09-16
260 UNITED TECHNOLOGIES CORP COM		2011-06-15	2014-09-16

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)
25,014		23,590	1,424
20,208		19,977	231
21,228		21,917	-689
21,136		21,197	-61
4,080		2,581	1,499
2,707		2,392	315
17,142		15,806	1,336
17,563		9,598	7,965
19,905		20,171	-266
28,027		21,744	6,283

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	
			1,424
			231
			-689
			-61
			1,499
			315
			1,336
			7,965
			-266
			6,283

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)
450 CROWN HOLDINGS INC		2014-06-10	2014-09-23
30 AETNA INC NEW		2013-05-31	2014-09-30
80 AMERICAN EXPRESS CO		2011-06-15	2014-09-30
20 AMGEN INC		2014-08-11	2014-09-30
150 APPLE INC			2014-09-30
50 BECTON DICKINSON & CO		2013-03-28	2014-09-30
60 BOEING CO		2012-08-09	2014-09-30
400 CBS CORP CLASS B WI		2013-05-16	2014-09-30
90 CISCO SYS INC COM		2014-06-10	2014-09-30
30 CONSTELLATION BRANDS INC CL A		2014-07-23	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)
20,758		22,914	-2,156
2,435		1,851	584
6,998		3,825	3,173
2,802		2,548	254
15,117		11,654	3,463
5,691		4,758	933
7,659		4,444	3,215
21,476		20,144	1,332
2,265		2,228	37
2,600		2,618	-18

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	
			-2,156
			584
			3,173
			254
			3,463
			933
			3,215
			1,332
			37
			-18

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 DISNEY WALT CO		2014-03-10	2014-09-30
30 EOG RES INC		2014-04-07	2014-09-30
40 EXXON MOBIL CORP		2009-08-19	2014-09-30
40 FOOT LOCKER INC		2014-04-07	2014-09-30
90 GENERAL ELEC CO COM		2012-09-26	2014-09-30
30 GILEAD SCIENCES INC COM		2014-07-23	2014-09-30
30 HCA HOLDINGS INC		2014-08-11	2014-09-30
20 HANESBRANDS INC - W/I		2014-03-14	2014-09-30
20 JOHNSON & JOHNSON COM		2011-06-15	2014-09-30
50 KROGER CO		2014-05-07	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)
2,668		2,461	207
2,965		2,931	34
3,762		2,674	1,088
2,218		1,808	410
2,301		2,001	300
3,181		2,710	471
2,125		1,980	145
2,149		1,497	652
2,131		1,336	795
2,595		2,320	275

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			207
			34
			1,088
			410
			300
			471
			145
			652
			795
			275

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)
40 LINCOLN NATIONAL CORP		2014-09-16	2014-09-30
20 LOCKHEED MARTIN CORP		2013-11-25	2014-09-30
60 MAGNA INTERNATIONAL ISIN CA5592224011		2013-12-31	2014-09-30
30 MCKESSON HBOC INC COMMN			2014-09-30
140 ORACLE CORP		2013-12-03	2014-09-30
50 QUALCOMM		2011-06-15	2014-09-30
430 REGIONS FINANCIAL CORP		2013-07-02	2014-09-30
30 SCHLUMBERGER LTD COM		2014-04-07	2014-09-30
60 SKYWORKS SOLUTIONS INC COM		2014-04-07	2014-09-30
60 SOUTHWEST AIRLINES COM		2014-06-10	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)
2,146		2,162	-16
3,658		2,835	823
5,682		4,929	753
5,840		4,788	1,052
5,356		4,907	449
3,736		2,762	974
4,292		4,240	52
3,047		2,949	98
3,475		2,126	1,349
2,037		1,650	387

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	
			-16
			823
			753
			1,052
			449
			974
			52
			98
			1,349
			387

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 THE TRAVELERS COS INC		2014-05-02	2014-09-30
40 UNION PAC CORP COM		2010-12-16	2014-09-30
110 VERIZON COMMUNICATIONS COM		2013-05-16	2014-09-30
10 VISA INC CLASS A SHARES		2013-02-15	2014-09-30
40 WELLS FARGO & CO NEW COM		2012-04-05	2014-09-30
20 ACE LIMITED ISIN CH0044328745 SEDOL B3BQMF6		2014-04-14	2014-09-30
70 NXP SEMICONDUCTORS ISIN NL0009538784 SEDOL B505PN7		2013-12-03	2014-09-30
560 COCA COLA ENTERPRISES		2014-03-10	2014-10-31
60 EOG RES INC		2013-07-26	2014-10-31
50 EOG RES INC		2014-04-07	2014-10-31

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)
2,817		2,732	85
4,346		1,825	2,521
5,491		5,891	-400
2,132		1,563	569
2,075		1,351	724
2,095		1,987	108
4,780		3,006	1,774
24,277		26,421	-2,144
5,577		4,372	1,205
4,648		4,884	-236

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	
			85
			2,521
			-400
			569
			724
			108
			1,774
			-2,144
			1,205
			-236

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)
550 707 EATON VANCE FLOATING RATE FUND CLASS I			2014-10-31
4998 683 EATON VANCE FLOATING RATE FUND CLASS I			2014-10-31
285 199 FIDELITY ADVISOR FLOATING HIGH INCOME FUND I			2014-10-31
1749 389 FIDELITY ADVISOR FLOATING HIGH INCOME FUND I			2014-10-31
320 MANPOWER GROUP INC			2014-10-31
290 ORACLE CORP			2014-10-31
660 ORACLE CORP		2003-04-25	2014-10-31
270 HELMERICH & PAYNE INC COM		2013-02-26	2014-12-22
570 QUANTA SVCS INC		2014-04-07	2014-12-22
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)
4,962		5,030	-68
45,038		45,012	26
2,803		2,840	-37
17,197		17,348	-151
21,349		26,260	-4,911
11,275		9,965	1,310
25,660		7,844	17,816
18,721		17,420	1,301
15,555		20,269	-4,714
			9,124

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

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(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	
			-68
			26
			-37
			-151
			-4,911
			1,310
			17,816
			1,301
			-4,714

Form 990PF Part XV Line 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*				
ACRES INC 1802 CHAPMAN ROAD HUNTERTOWN,IN 46748	NONE	PC	GENERAL SUPPORT	6,000
POWER HOUSE ALLIANCE INC 830 MAIN ST NEW HAVEN,IN 46774	NONE	PC	GENERAL SUPPORT	10,000
WELLSPRING INTERFAITH SOCIAL SERVICES 1316 BROADWAY AVE FORT WAYNE,IN 468023306	NONE	PC	GENERAL SUPPORT	10,000
MATTHEW 25 413 E JEFFERSON BLVD FORT WAYNE,IN 46802	NONE	PC	GENERAL SUPPORT	5,000
MAUMEE VALLEY ANTIQUE STEAM AND GAS ASSN 1720 S WEBSTER ROAD NEW HAVEN,IN 46774	NONE	PC	GENERAL SUPPORT	25,000
SOUTHEAST YOUTH COUNCIL - CORNERSTONE 19819 MONROEVILLE ROAD MONROEVILLE,IN 46772	NONE	PC	GENERAL SUPPORT	18,000
FT WAYNE HEALTHY CITIES COMMITTEE INC 3400 E COLISEUM BLVD STE 310 FORT WAYNE,IN 468980053	NONE	PC	ACTIVE BICYCLE COMMISSION	1,500
FT WAYNE HEALTHY CITIES COMITTEE INC 3400 E COLISEUM BLVD STE 310 FORT WAYNE,IN 468980053	NONE	PC	DRIVE ALIVE PROGRAM	15,000
COMMUNITY HARVEST FOOD BANK OF NE INDIANA 999 E TILMAN ROAD FORT WAYNE,IN 46816	NONE	PC	GENERAL SUPPORT	5,000
BOTH HANDS FOUNDATION PO BOX 2713 BRENTWOOD,TN 370241649	NONE	PC	GRAFTED PROJECT #168	10,000
CHRISTIAN COMMUNITY HEALTH INC 13410 MAIN ST GRABILL,IN 46741	NONE	PC	GENERAL SUPPORT	5,000
HEARCARE CONNECTION INC 9604 COLDWATER RD STE 109 FORT WAYNE,IN 46825	NONE	PC	CLINICAL/HEARING SVCS FOR	5,000
LEAGUE FOR THE BLIND & DISABLED INC 5821 SOUTH ANTHONY BLVD FORT WAYNE,IN 46816	NONE	PC	HERITAGE EDUCATION FUND	3,000
ASSOCIATED CHURCHES OF FT WAYNE INDIANA 602 EAST WAYNE STREET FORT WAYNE,IN 46802	NONE	PC	GENERAL SUPPORT	26,000
ALLEN COUNTY FT WAYNE HISTORICAL SOCIETY 302 EAST BERRY ST FORT WAYNE,IN 46802	NONE	PC	HERITAGE EDUCATION FUND	6,000
Total . . . . ▶ **3a**				207,500

Form 990PF Part XV Line 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*				
TURNSTONE CENTER FOR DISABLED CHILDREN/ADULTS 3320 NORTH CLINTON STREET FORT WAYNE,IN 46805	NONE	PC	ADAPTIVE SPORTS/RECREATION	10,000
CANCER SERVICES OF ALLEN COUNTY 6316 MUTUAL DRIVE FORT WAYNE,IN 46825	NONE	PC	CLIENT ADVOCATE PROGRAM	7,000
BIG BROTHERSBIG SISTER OF NE INDIANA 1005 W RUDISIL BLVD FORT WAYNE,IN 46807	NONE	PC	GENERAL SUPPORT	5,000
HARLAN CHRISTIAN YOUTH CENTER 17308 SECOND STREET HARLAN,IN 46743	NONE	PC	GENERAL SUPPORT	35,000
Total . . . . ▶ **3a**				207,500

TY 2014 Investments - Other Schedule

Name: MARY C & PERRY F SPENCER FDN

EIN: 31-1016213

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MUTUAL FUNDS - FIXED INCOME	AT COST	1,440,414	1,458,885
MUTUAL FUNDS - EQUITIES	AT COST	883,903	1,276,303

TY 2014 Other Decreases Schedule

Name: MARY C & PERRY F SPENCER FDN

EIN: 31-1016213

Description	Amount
DIFF BETWEEN CARRYING VALUE AND TAX COST	25,152

TY 2014 Other Increases Schedule

Name: MARY C & PERRY F SPENCER FDN

EIN: 31-1016213

Description	Amount
ROUNDING ADJ FOR SALES AND TRANSACTIONS	12

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TY 2014 Taxes Schedule

Name: MARY C & PERRY F SPENCER FDN

EIN: 31-1016213

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	227	227		0
FEDERAL TAX PAYMENT - PRIOR YE	1,257	0		0
FEDERAL ESTIMATES - PRINCIPAL	6,260	0		0