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Department of the Treasury  
Internal Revenue Service

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>		<b>A Employer identification number</b> 31-6632672
Number and street (or P O box number if mail is not delivered to street address) <b>C/O CITIZENS, N.A. 10 TRIPPS LANE</b>		<b>B Telephone number (see instructions)</b> 781-585-3868
Room/suite		
City or town, state or province, country, and ZIP or foreign postal code <b>RIVERSIDE, RI 02915-7995</b>		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>
<b>G</b> Check all that apply:		<b>D</b> 1 Foreign organizations, check here <input type="checkbox"/> 2 Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity	<b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return	<b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change	
<b>H</b> Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation		
<input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust		
<input type="checkbox"/> Other taxable private foundation		
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ <b>1,553,156.</b>		
<b>J</b> Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual		
<input type="checkbox"/> Other (specify) _____		
(Part I, column (d) must be on cash basis.)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
<b>2</b> Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
<b>3</b> Interest on savings and temporary cash investments				
<b>4</b> Dividends and interest from securities	38,909.	38,965.		STMT 1
<b>5a</b> Gross rents				
<b>b</b> Net rental income or (loss)				
<b>6a</b> Net gain or (loss) from sale of assets not on line 10	120,874.			
<b>b</b> Gross sales price for all assets on line 6a <b>641,425.</b>				
<b>7</b> Capital gain net income (from Part IV, line 2)		120,877.		
<b>8</b> Net short-term capital gain				
<b>9</b> Income modifications				
<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold				
<b>c</b> Gross profit or (loss) (attach schedule)				
<b>11</b> Other income (attach schedule)	62,309.		62,309.	STMT 2
<b>12</b> Total. Add lines 1 through 11	222,092.	159,842.	62,309.	
<b>13</b> Compensation of officers, directors, trustees, etc.	NONE	NONE		NONE
<b>14</b> Other employee salaries and wages		NONE	NONE	
<b>15</b> Pension plans, employee benefits		NONE	NONE	
<b>16a</b> Legal fees (attach schedule)				
<b>b</b> Accounting fees (attach schedule) STMT 3	710.	NONE	NONE	710.
<b>c</b> Other professional fees (attach schedule) STMT 4	7,639.	7,639.		
<b>17</b> Interest				
<b>18</b> Taxes (attach schedule) (see instructions) STMT 5	3,411.	252.		
<b>19</b> Depreciation (attach schedule) and depletion				
<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings		NONE	NONE	
<b>22</b> Printing and publications		NONE	NONE	
<b>23</b> Other expenses (attach schedule) STMT 6	27,730.		27,206.	524.
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23.	39,490.	7,891.	27,206.	1,234.
<b>25</b> Contributions, gifts, grants paid	123,884.			123,884.
<b>26</b> Total expenses and disbursements Add lines 24 and 25	163,374.	7,891.	27,206.	125,118.
<b>27</b> Subtract line 26 from line 12:				
<b>a</b> Excess of revenue over expenses and disbursements	58,718.			
<b>b</b> Net investment income (if negative, enter -0-)		151,951.		
<b>c</b> Adjusted net income (if negative, enter -0-)			35,103.	

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<b>Part II Balance Sheets</b>		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
<b>Assets</b>	1	Cash - non-interest-bearing . . . . .				
	2	Savings and temporary cash investments . . . . .	84,319.	82,559.	82,559.	
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶				
	5	Grants receivable . . . . .				
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .				
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶	NONE			
	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) . . . . .				
	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) . . . . . <b>STMT 7</b>	1,458,258.	1,470,597.	1,470,597.	
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation ▶ (attach schedule)				
15	Other assets (describe ▶ )					
16	<b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I) . . . . .	1,542,577.	1,553,156.	1,553,156.		
<b>Liabilities</b>	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	<b>Total liabilities</b> (add lines 17 through 22) . . . . .		NONE		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>		<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24	Unrestricted . . . . .				
	25	Temporarily restricted . . . . .				
	26	Permanently restricted . . . . .				
	<b>Foundations that do not follow SFAS 117, . . .</b> ▶ <input checked="" type="checkbox"/>		<b>check here and complete lines 27 through 31.</b>			
	27	Capital stock, trust principal, or current funds . . . . .	1,495,407.	1,487,588.		
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .				
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .	47,170.	65,568.		
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	1,542,577.	1,553,156.			
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	1,542,577.	1,553,156.			

**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	1,542,577.
2	Enter amount from Part I, line 27a . . . . .	2	58,718.
3	Other increases not included in line 2 (itemize) ▶ RETURNED CHECK FROM HALO BRANDED . . . . .	3	253.
4	Add lines 1, 2, and 3 . . . . .	4	1,601,548.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 8 . . . . .	5	48,392.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6	1,553,156.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>					
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 641,425.		520,548.	120,877.		
b					
c					
d					
e					
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))		
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any			
a			120,877.		
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	120,877.	
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 the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	163,766.	1,486,542.	0.110166
2012	184,809.	1,448,889.	0.127552
2011	218,450.	1,495,726.	0.146049
2010	219,565.	1,489,768.	0.147382
2009	195,500.	1,420,271.	0.137650
<b>2</b> Total of line 1, column (d) . . . . .			0.668799
<b>3</b> 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 . . . . .			0.133760
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5 . . . . .			1,521,255.
<b>5</b> Multiply line 4 by line 3 . . . . .			203,483.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b) . . . . .			1,520.
<b>7</b> Add lines 5 and 6 . . . . .			205,003.
<b>8</b> Enter qualifying distributions from Part XII, line 4 . . . . . 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.			125,118.

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

<b>1a</b> 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)	}	1	3,039.
<b>b</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 . . . . .			
<b>c</b> All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b).			
<b>2</b> Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .		2	
<b>3</b> Add lines 1 and 2 . . . . .		3	3,039.
<b>4</b> Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . . . .		4	NONE
<b>5</b> Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0- . . . . .		5	3,039.
<b>6</b> Credits/Payments:			
<b>a</b> 2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . .	6a		2,109.
<b>b</b> Exempt foreign organizations - tax withheld at source . . . . .	6b		NONE
<b>c</b> Tax paid with application for extension of time to file (Form 8868) . . . . .	6c		1,250.
<b>d</b> Backup withholding erroneously withheld . . . . .	6d		
<b>7</b> Total credits and payments. Add lines 6a through 6d . . . . .		7	3,359.
<b>8</b> Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached . . . . .		8	
<b>9</b> Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
<b>10</b> Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid . . . . .		10	320.
<b>11</b> Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 320. Refunded <input type="checkbox"/>		11	

**Part VII-A Statements Regarding Activities**

	Yes	No
<b>1a</b> 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? . . . . .		X
<b>b</b> Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? . . . . . 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.		X
<b>c</b> Did the foundation file Form 1120-POL for this year? . . . . .		X
<b>d</b> 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"/> \$ _____		
<b>e</b> Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
<b>2</b> 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.		X
<b>3</b> 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 . . . . .		X
<b>4a</b> Did the foundation have unrelated business gross income of \$1,000 or more during the year? . . . . .		X
<b>b</b> If "Yes," has it filed a tax return on Form 990-T for this year? . . . . .		N/A
<b>5</b> Was there a liquidation, termination, dissolution, or substantial contraction during the year? . . . . . If "Yes," attach the statement required by General Instruction T		X
<b>6</b> 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? . . . . .	X	
<b>7</b> 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	X	
<b>8a</b> Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> MA		
<b>b</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 . . . . .	X	
<b>9</b> 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 . . . . .		X
<b>10</b> Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses . . . . .		X

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 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address N/A 13 X
14 The books are in care of CITIZENS, N.A. Telephone no (401) 456-1156
Located at 10 TRIPPS LANE RTL 115, RIVERSIDE, RI ZIP+4 02915
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
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 Yes No X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.
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 X
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? Yes No X
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No X
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No X
(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 X
(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 X
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 N/A
Organizations relying on a current notice regarding disaster assistance check here
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? 1c X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? Yes No X
If "Yes," list the years
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 X
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here
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 X
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 N/A
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 4a X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? 4b X

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

5a During the year did the foundation pay or incur any amount to: (1) Carry on propaganda... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... c If the answer is "Yes" to question 5a(4), does the foundation claim exemption... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income...

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).

Table with 5 columns: (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. Row 1: SEE STATEMENT 9

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

Table with 5 columns: (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. Row 1: NONE

Total number of other employees paid over \$50,000 . . . . . NONE

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
-----		
-----		
-----		
-----		
-----		

**Total number of others receiving over \$50,000 for professional services** . . . . . **NONE**

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
<b>1 EXPENSES FOR THE PURPOSE OF CONDUCTING A GOLF TOURNAMENT</b>	
-----	27,206.
<b>2</b> -----	
-----	
<b>3</b> -----	
-----	
<b>4</b> -----	
-----	

**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
<b>1 NONE</b>	
-----	
<b>2</b> -----	
-----	
All other program-related investments See instructions	
<b>3 NONE</b>	
-----	

**Total. Add lines 1 through 3** . . . . .

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	1,471,917.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	72,504.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	NONE
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	1,544,421.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	1,544,421.
<b>4</b>	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	23,166.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4 . . . . .	<b>5</b>	1,521,255.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	76,063.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	76,063.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5 . . . . .	<b>2a</b>	3,039.
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	3,039.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	73,024.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	73,024.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	73,024.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	125,118.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	125,118.
<b>5</b>	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) . . . . .	<b>5</b>	N/A
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	125,118.

**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 . . . . .				73,024.
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only . . . . .			NONE	
b Total for prior years 20 <u>12</u> , 20 <u>  </u> , 20 <u>  </u> . . . . .		NONE		
3 Excess distributions carryover, if any, to 2014:				
a From 2009 . . . . .	125,176.			
b From 2010 . . . . .	146,132.			
c From 2011 . . . . .	145,106.			
d From 2012 . . . . .	113,529.			
e From 2013 . . . . .	91,548.			
f Total of lines 3a through e . . . . .	621,491.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ <u>125,118.</u>				
a Applied to 2013, but not more than line 2a . . . . .			NONE	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2014 distributable amount . . . . .				73,024.
e Remaining amount distributed out of corpus . . . . .	52,094.			
5 Excess distributions carryover applied to 2014 . . . . . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e. Subtract line 5 . . . . .	673,585.			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions . . . . .			NONE	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 . . . . .				NONE
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) . . . . .	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	125,176.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	548,409.			
10 Analysis of line 9:				
a Excess from 2010 . . . . .	146,132.			
b Excess from 2011 . . . . .	145,106.			
c Excess from 2012 . . . . .	113,529.			
d Excess from 2013 . . . . .	91,548.			
e Excess from 2014 . . . . .	52,094.			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
b 85% of line 2a
c Qualifying distributions from Part XII, line 4 for each year listed
d Amounts included in line 2c not used directly for active conduct of exempt activities
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c
3 Complete 3a, b, or c for the alternative test relied upon
a "Assets" alternative test - enter
(1) Value of all assets
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed
c "Support" alternative test - enter
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)
(3) Largest amount of support from an exempt organization
(4) Gross investment income

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year - see instructions.)

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed: SEE STATEMENT 11

b The form in which applications should be submitted and information and materials they should include: SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines: SEE ATTACHED STATEMENT FOR LINE 2

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors: SEE ATTACHED STATEMENT FOR LINE 2

**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
<b>a Paid during the year</b>				
METROWEST LEGAL SERVICES 63 FOUNTAIN STREET FRAMINGHAM MA 01702	NONE	N/A	1ST PART TO FUND ADVOCACY PROJECT	10,000.
SHARED BEAT 238 W. HOSACK STREET BOERNE TX 78005	NONE	N/A	UNRESTRICTED GIFT	5,000.
JEWISH FAMILY SERVICES OF METROWEST ATTN: MAR 475 FRANKLIN ST., SUITE 101 FRAMINGHAM MA 01	NONE	N/A	REDUCING ACHIEVEMENT GAPS@ WILSON SCHOOL	15,000.
HOPE FLOATS HEALING & WELLNESS 4 ELM STREET KINGSTON MA 02367	NONE	N/A	SUPPORT OF PROGRAMS AND OVERHEAD	20,000.
SOUTH MIDDLESEX OPPORTUNITY COUNCIL 300 HOWARD STREET FRAMINGHAM MA 01702	NONE	N/A	JHB ADULT LEARNING CTR & FUND HI SET PRGM	40,000.
STONEHILL COLLEGE 320 WASHINGTON STREET EASTON MA 02354	NONE	N/A	SCHOLARSHIP FOR STEPHEN MACSWAIN	1,000.
BENTLEY UNIVERSITY ATT: OFFICE OF FINANCIAL A 175 FOREST STREET WALTHAM MA 02452	NONE	N/A	SCHOLARSHIP FOR OLIVIA CARLSON	500.
CARON-WOOD CAPE COD PROS FOUNDATION FUND CAPE COD MA	NONE	N/A	UNRESTRICTED GIFT	5,286.
DANA-FARBER CANCER INSTITUTE, INC. 44 BINNEY ST, STE BP600 BOSTON MA 02115	NONE	N/A	UNRESTRICTED GIFT	27,098.
<b>Total</b> . . . . . ▶ <b>3a</b>				<b>123,884.</b>
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				



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

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

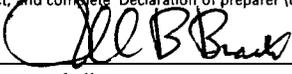
(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

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.

**Sign Here**  | 8/26/15 | Trustee

Signature of officer or trustee      Date      Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name <b>JEFFREY E. KUHLIN</b>	Preparer's signature 	Date <b>08/19/2015</b>	Check <input type="checkbox"/> if self-employed	PTIN <b>P00353001</b>
	Firm's name ▶ <b>KPMG LLP</b>	Firm's EIN ▶ <b>13-5565207</b>			
	Firm's address ▶ <b>100 WESTMINSTER ST, 6TH FLOOR STE A PROVIDENCE, RI 02903-2321</b>	Phone no <b>855-549-6955</b>			

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
DIVIDENDS & INTEREST	38,909.	38,965.
TOTAL	38,909.	38,965.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	ADJUSTED NET INCOME -----
FUNDRAISING GOLF TOURNAMENT REVENUE	62,309.	62,309.
TOTALS	62,309.	62,309.

FORM 990PF, PART I - ACCOUNTING FEES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	710.			710.
TOTALS	710.	NONE	NONE	710.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
INVESTMENT MANAGEMENT FEES	7,639.	7,639.
TOTALS	7,639.	7,639.
	=====	=====

FORM 990PF, PART I - TAXES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
FOREIGN TAXES PAID		252.
2014 990PF ESTIMATES	2,109.	
2013 990PF BALANCE DUE	1,302.	
TOTALS	3,411.	252.
	=====	=====

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	ADJUSTED NET INCOME	CHARITABLE PURPOSES
-----	-----	-----	-----
2013 MA PC FILING FEE	70.		70.
BANK FEES FOR CREDIT CARD	221.		221.
OFFICE EXPENSE	233.		233.
FUNDRAISING GOLF TOURNAMENT EX	27,206.	27,206.	
TOTALS	27,730.	27,206.	524.
	=====	=====	=====

FORM 990PF, PART II - OTHER INVESTMENTS

DESCRIPTION	COST/ FMV C OR F	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SEE ATTACHED STATEMENT	F	1,458,258.	1,470,597.	1,470,597.
TOTALS		1,458,258.	1,470,597.	1,470,597.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION

AMOUNT

UNREALIZED GAIN ON INVESTMENTS  
AMORTIZATION

48,303.  
89.

TOTAL

48,392.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:  
 KENNETH B. BRACK  
 ADDRESS:  
 6 SOULE STREET  
 PLYMPTON, MA 02367  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

OFFICER NAME:  
 DENISE BRACK  
 ADDRESS:  
 6 SOULE STREET  
 PLYMPTON, MA 02367  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 3

OFFICER NAME:  
 ROBERT B. BRACK  
 ADDRESS:  
 6 SOULE STREET  
 PLYMPTON, MA 02367  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

OFFICER NAME:  
 WILLIAM H. BRACK  
 ADDRESS:  
 6 SOULE STREET  
 PLYMPTON, MA 02367  
 TITLE:  
 TRUSTEE  
 AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

=====

OFFICER NAME:

VIRGINIA C. BRACK, M.D.

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

TITLE:

TRUSTEE

AVERAGE HOURS PER WEEK DEVOTED TO POSITION: 1

=====

RECIPIENT NAME:

KENNETH B. BRACK

ADDRESS:

6 SOULE STREET

PLYMPTON, MA 02367

FORM, INFORMATION AND MATERIALS:

APPLICATION FORM, COMPLETED PERSONAL STATEMENT  
AND OFFICIAL TRANSCRIPT.

SUBMISSION DEADLINES:

APRIL 4

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SEE ATTACHED STATEMENT

**SCHEDULE D  
(Form 1041)**

**Capital Gains and Losses**

OMB No 1545-0092

Department of the Treasury  
Internal Revenue Service

▶ Attach to Form 1041, Form 5227, or Form 990-T.  
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.  
▶ Information about Schedule D and its separate instructions is at [www.irs.gov/form1041](http://www.irs.gov/form1041)

**2014**

Name of estate or trust

Employer identification number

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

Note: Form 5227 filers need to complete only Parts I and II.

**Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>1a</b> Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b.				
<b>1b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box A</b> checked . . . . .				
<b>2</b> Totals for all transactions reported on Form(s) 8949 with <b>Box B</b> checked . . . . .				
<b>3</b> Totals for all transactions reported on Form(s) 8949 with <b>Box C</b> checked . . . . .	87,136.	93,505.		-6,369.
<b>4</b> Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824 . . . . .				<b>4</b>
<b>5</b> Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts . . . . .				<b>5</b>
<b>6</b> Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet . . . . .				<b>6</b> ( )
<b>7</b> <b>Net short-term capital gain or (loss).</b> Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . . ▶				<b>7</b> -6,369.

**Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year**

See instructions for how to figure the amounts to enter on the lines below.

This form may be easier to complete if you round off cents to whole dollars.

	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
<b>8a</b> Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b.				
<b>8b</b> Totals for all transactions reported on Form(s) 8949 with <b>Box D</b> checked . . . . .				
<b>9</b> Totals for all transactions reported on Form(s) 8949 with <b>Box E</b> checked . . . . .				
<b>10</b> Totals for all transactions reported on Form(s) 8949 with <b>Box F</b> checked . . . . .	551,130.	427,043.		124,087.
<b>11</b> Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824 . . . . .				<b>11</b>
<b>12</b> Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts. . . . .				<b>12</b>
<b>13</b> Capital gain distributions. . . . .				<b>13</b> 3,159.
<b>14</b> Gain from Form 4797, Part I. . . . .				<b>14</b>
<b>15</b> Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet . . . . .				<b>15</b> ( )
<b>16</b> <b>Net long-term capital gain or (loss).</b> Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . . ▶				<b>16</b> 127,246.

For Paperwork Reduction Act Notice, see the Instructions for Form 1041.

Schedule D (Form 1041) 2014

JSA  
4F1210 1 000

<b>Part III Summary of Parts I and II</b> <i>Caution: Read the instructions before completing this part.</i>		(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
<b>17</b>	Net short-term gain or (loss) . . . . .	<b>17</b>		-6,369.
<b>18</b>	Net long-term gain or (loss):			
a	Total for year . . . . .	<b>18a</b>		127,246.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.) . . . .	<b>18b</b>		
c	28% rate gain . . . . .	<b>18c</b>		
<b>19</b>	<b>Total net gain or (loss).</b> Combine lines 17 and 18a. . . . . ▶	<b>19</b>		120,877.

**Note:** If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a) If lines 18a and 19, column (2), are net gains, go to Part V, and do not complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet**, as necessary

**Part IV Capital Loss Limitation**

<b>20</b>	Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the smaller of: a The loss on line 19, column (3) or b \$3,000 . . . . .	<b>20</b>	( )
-----------	---	-----------	-----

**Note:** If the loss on line 19, column (3), is more than \$3,000, or if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.

**Part V Tax Computation Using Maximum Capital Gains Rates**

**Form 1041 filers.** Complete this part only if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), and Form 1041, line 22, is more than zero.

**Caution:** Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:  
 • Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or  
 • Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.

**Form 990-T trusts.** Complete this part only if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, and Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

<b>21</b>	Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34). . . . .	<b>21</b>		
<b>22</b>	Enter the smaller of line 18a or 19 in column (2) but not less than zero . . . . .	<b>22</b>		
<b>23</b>	Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . . . .	<b>23</b>		
<b>24</b>	Add lines 22 and 23 . . . . .	<b>24</b>		
<b>25</b>	If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶	<b>25</b>		
<b>26</b>	Subtract line 25 from line 24. If zero or less, enter -0- . . . . .	<b>26</b>		
<b>27</b>	Subtract line 26 from line 21. If zero or less, enter -0- . . . . .	<b>27</b>		
<b>28</b>	Enter the smaller of the amount on line 21 or \$2,500 . . . . .	<b>28</b>		
<b>29</b>	Enter the smaller of the amount on line 27 or line 28 . . . . .	<b>29</b>		
<b>30</b>	Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . . . ▶	<b>30</b>		
<b>31</b>	Enter the smaller of line 21 or line 26 . . . . .	<b>31</b>		
<b>32</b>	Subtract line 30 from line 26 . . . . .	<b>32</b>		
<b>33</b>	Enter the smaller of line 21 or \$12,150 . . . . .	<b>33</b>		
<b>34</b>	Add lines 27 and 30 . . . . .	<b>34</b>		
<b>35</b>	Subtract line 34 from line 33. If zero or less, enter -0- . . . . .	<b>35</b>		
<b>36</b>	Enter the smaller of line 32 or line 35 . . . . .	<b>36</b>		
<b>37</b>	Multiply line 36 by 15%. . . . . ▶	<b>37</b>		
<b>38</b>	Enter the amount from line 31 . . . . .	<b>38</b>		
<b>39</b>	Add lines 30 and 36 . . . . .	<b>39</b>		
<b>40</b>	Subtract line 39 from line 38. If zero or less, enter -0- . . . . .	<b>40</b>		
<b>41</b>	Multiply line 40 by 20% . . . . . ▶	<b>41</b>		
<b>42</b>	Figure the tax on the amount on line 27. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>42</b>		
<b>43</b>	Add lines 37, 41, and 42 . . . . .	<b>43</b>		
<b>44</b>	Figure the tax on the amount on line 21. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) . . . . .	<b>44</b>		
<b>45</b>	<b>Tax on all taxable income.</b> Enter the smaller of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . . . ▶	<b>45</b>		

# Sales and Other Dispositions of Capital Assets

► Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).

**2014**

Department of the Treasury  
Internal Revenue Service

► File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment  
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

**Part I Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
55.	AMETEK INC	05/06/2014	10/30/2014	2,798.00	2,906.00			-108.00
115.	AMETEK INC	05/06/2014	11/18/2014	5,843.00	6,077.00			-234.00
16.667	DEUTSCHE FLOATING R INST	02/25/2014	11/21/2014	154.00	158.00			-4.00
.25	HALYARD HEALTH INC USD	05/08/2014	11/17/2014	9.00	9.00			
6.	HALYARD HEALTH INC USD1	05/08/2014	11/18/2014	227.00	221.00			6.00
25.	HARMAN INT'L INDUSTRIE	09/16/2013	04/07/2014	2,533.00	1,682.00			851.00
76.118	ING REAL ESTATE INS	08/30/2013	02/25/2014	1,431.00	1,378.00			53.00
1508.296	ING REAL ESTATE I	05/07/2013	03/20/2014	28,190.00	30,000.00			-1,810.00
136.12	T ROWE PRICE INSTIT GRW	02/25/2014	08/21/2014	3,342.00	3,240.00			102.00
127.858	T ROWE PRICE INSTI GRW	02/25/2014	11/21/2014	3,244.00	3,043.00			201.00
468.	ISHARES MSCI EMERGING	05/07/2013	02/26/2014	18,188.00	20,554.00			-2,366.00
8.886	JPMORGAN DISCIPLINED INSTL	05/31/2013	05/21/2014	203.00	184.00			19.00
5.065	JPMORGAN MORTGAGE BA	12/12/2013	07/15/2014	58.00	57.00			1.00
.42	LEGG MASON CLEARBRIDGE	12/12/2013	08/21/2014	12.00	12.00			
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ►								

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

# Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at [www.irs.gov/form8949](http://www.irs.gov/form8949).

**2014**

Department of the Treasury  
Internal Revenue Service

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

Attachment  
Sequence No **12A**

Name(s) shown on return

Social security number or taxpayer identification number

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

**Part I Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

**Note.** You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box A, B, or C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (B) Short-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (C) Short-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	18.484 METROPOLITAN WEST H #514	02/25/2014	11/21/2014	186.00	191.00			-5.00
	205. MORGAN STANLEY DEAN W	11/05/2013	05/02/2014	6,294.00	5,983.00			311.00
	170. NETAPP INC COM	08/05/2013	05/08/2014	5,758.00	7,054.00			-1,296.00
	27.531 OPPENHEIMER DEVELOP Y	12/06/2013	02/25/2014	984.00	969.00			15.00
	1.82 DREYFUS MIDCAP INDEX	03/18/2014	11/21/2014	73.00	67.00			6.00
	6.158 PRINCIPAL EQUITY INC	11/21/2013	02/25/2014	150.00	146.00			4.00
	.428 T ROWE PRICE SMALL-CA	12/13/2013	08/21/2014	19.00	18.00			1.00
	135. SOUTHWESTERN ENERGY C	05/02/2014	10/30/2014	4,229.00	6,353.00			-2,124.00
	7.117 TEMPLETON GLOBAL BON #616	12/16/2013	02/25/2014	92.00	90.00			2.00
	1.032 TEMPLETON GLOBAL BON #616	12/16/2013	10/06/2014	14.00	13.00			1.00
	.25 TIME INC NEW	09/05/2013	06/26/2014	6.00	5.00			1.00
	1.196 VANGUARD MORGAN GROW #526	12/17/2013	02/25/2014	98.00	91.00			7.00
	187.141 VANGUARD S/T BOND 5132	02/25/2014	11/21/2014	1,969.00	1,971.00			-2.00
	98.135 VANGUARD SHORT-TERM #1349	02/25/2014	08/21/2014	1,032.00	1,033.00			-1.00
<b>2 Totals.</b>	Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 1b (if Box A above is checked), line 2 (if Box B above is checked), or line 3 (if Box C above is checked) ▶			87,136.	93,505.			-6,369.

**Note.** If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2014)

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>	Social security number or taxpayer identification number <b>31-6632672</b>
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

**Part II Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
165.	ACTUANT CORP	03/22/2012	01/10/2014	5,920.00	4,844.00			1,076.00
38.	AFFILIATED MANAGERS GR	07/22/2011	03/26/2014	7,013.00	3,458.00			3,555.00
40.	ALLERGAN, INC	03/26/2013	04/23/2014	6,567.00	4,462.00			2,105.00
20.	ALLERGAN, INC	03/26/2013	07/29/2014	3,412.00	2,231.00			1,181.00
7.	APPLE COMPUTER INC.	12/28/2009	04/07/2014	3,693.00	1,484.00			2,209.00
25.	BOEING CO.	09/15/2009	02/11/2014	3,202.00	1,309.00			1,893.00
25.	BOEING CO.	09/15/2009	03/13/2014	3,108.00	1,309.00			1,799.00
60.	CIGNA	03/02/2011	02/19/2014	4,631.00	2,165.00			2,466.00
58.	CIGNA	03/02/2011	03/06/2014	4,609.00	2,470.00			2,139.00
110.	CHUBB CORPORATION	08/16/2011	06/10/2014	10,326.00	6,785.00			3,541.00
60.	CITIGROUP INC	04/12/2011	02/11/2014	2,944.00	2,790.00			154.00
117.	CITIGROUP INC	10/25/2011	03/13/2014	5,592.00	4,280.00			1,312.00
190.	COCA-COLA CO.	06/26/2012	02/19/2014	7,073.00	5,582.00			1,491.00
80.	CONOCOPHILLIPS	04/02/2009	09/24/2014	6,220.00	2,834.00			3,386.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>	Social security number or taxpayer identification number <b>31-6632672</b>
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

**Part II Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D)** Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E)** Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- (F)** Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the <b>Note</b> below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) <b>See the separate instructions</b>		(h) <b>Gain or (loss).</b> Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	25.846 DEUTSCHE FLOATING R INST	05/31/2011	08/21/2014	243.00	245.00			-2.00
	60.63 DEUTSCHE FLOATING RA INST	05/31/2011	11/21/2014	561.00	574.00			-13.00
	35000. FED FARM CR BK 12/15/14	05/21/2008	12/15/2014	35,000.00	35,504.00			-504.00
	170. GENERAL ELECTRIC CO.	01/26/2009	11/04/2014	4,368.00	4,345.00			23.00
	175. GENWORTH FINL INCCL A	02/14/2013	07/10/2014	2,969.00	1,619.00			1,350.00
	375. GENWORTH FINL INCCL A	02/14/2013	08/12/2014	4,833.00	3,470.00			1,363.00
	55. HANESBRANDS INC	11/09/2012	07/10/2014	5,289.00	1,852.00			3,437.00
	167. HERSHEY FOODS CORP.	02/19/2009	07/17/2014	15,391.00	5,919.00			9,472.00
	352. ISHARES MSCI CANADA E	03/17/2011	02/05/2014	9,730.00	9,442.00			288.00
	629. ISHARES MSCI UNITED K	03/17/2011	02/05/2014	12,335.00	10,461.00			1,874.00
	394. ISHARES MSCI SWITZERL ETF	12/14/2009	02/05/2014	12,533.00	8,707.00			3,826.00
	164. ISHARES MSCI SWEDEN E	03/17/2011	02/05/2014	5,564.00	4,006.00			1,558.00
	548. ISHARES MSCI GERMANY	03/17/2011	02/05/2014	16,122.00	13,272.00			2,850.00
	1023. ISHARES MSCI JAPAN E	12/14/2009	02/05/2014	11,284.00	10,271.00			1,013.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, <b>line 8b</b> (if <b>Box D</b> above is checked), <b>line 9</b> (if <b>Box E</b> above is checked), or <b>line 10</b> (if <b>Box F</b> above is checked) ▶</p>								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>	Social security number or taxpayer identification number <b>31-6632672</b>
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Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later)

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**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions.		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	450. ISHARES MSCI EMERGING	03/17/2011	02/26/2014	17,488.00	20,195.00			-2,707.00
	20. ISHARES NASDAQ BIOTECH	06/26/2012	04/07/2014	4,597.00	2,569.00			2,028.00
	150. ISHARES CORE S&P SMAL	01/26/2009	05/06/2014	15,918.00	5,835.00			10,083.00
	200. ISHARES CORE S&P SMAL	01/26/2009	07/15/2014	21,838.00	7,780.00			14,058.00
	19.998 JPMORGAN DISCIPLINE INSTL	05/31/2013	08/21/2014	489.00	414.00			75.00
	16.611 JPMORGAN DISCIPLINE INSTL	05/31/2013	11/21/2014	420.00	344.00			76.00
	40.862 JPMORGAN MORTGAGE B	11/30/2010	02/25/2014	463.00	463.00			
	6039.689 JPMORGAN MORTGAGE FD	05/07/2013	07/15/2014	68,671.00	70,000.00			-1,329.00
	21.269 JPMORGAN MORTGAGE B	11/30/2010	08/21/2014	242.00	241.00			1.00
	16.031 LEGG MASON CLEARBRI Y	12/13/2012	08/21/2014	461.00	273.00			188.00
	184. LOWE'S COMPANIES INC	03/18/2011	06/20/2014	8,410.00	4,676.00			3,734.00
	118.631 METROPOLITAN WEST #514	02/28/2011	08/21/2014	1,233.00	1,211.00			22.00
	51.605 METROPOLITAN WEST H #514	12/14/2012	11/21/2014	519.00	522.00			-3.00
	90. MONSANTO CO NEW	04/30/2012	01/10/2014	10,086.00	6,442.00			3,644.00
<p><b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶</p>								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no not required if shown on other side <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>	Social security number or taxpayer identification number <b>31-6632672</b>
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**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see Note above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was not reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the Note below and see Column (e) in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). See the separate instructions		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	2.023 OPPENHEIMER DEVELOPI	05/31/2012	02/25/2014	72.00	60.00			12.00
	48.701 DREYFUS MIDCAP INDE	03/19/2013	11/21/2014	1,942.00	1,246.00			696.00
	135. PFIZER INC	04/02/2009	11/04/2014	4,041.00	1,892.00			2,149.00
	4. PRICELINE GROUP INC	03/11/2013	04/07/2014	4,663.00	2,897.00			1,766.00
	276.648 PRINCIPAL EQUITY I	02/29/2012	02/25/2014	6,717.00	4,775.00			1,942.00
	90. PROCTER & GAMBLE CO	03/02/2011	09/09/2014	7,458.00	5,181.00			2,277.00
	35000. PROCTER & GAMBLE 8/15/14	08/11/2008	08/15/2014	35,000.00	35,640.00			-640.00
	8.365 T ROWE PRICE SMALL-C STOCKFD#65	12/14/2012	08/21/2014	377.00	247.00			130.00
	201. SPDR S&P MIDCAP 400 E	12/14/2009	10/06/2014	49,783.00	26,001.00			23,782.00
	99.295 TEMPLETON GLOBAL BO #616	12/17/2012	02/25/2014	1,279.00	1,330.00			-51.00
	4327.165 TEMPLETON GLOBAL #616	12/17/2012	10/06/2014	57,205.00	56,003.00			1,202.00
	4.837 TEMPLETON INSTITUTIO	06/01/2010	08/21/2014	111.00	82.00			29.00
	35. THERMO ELECTRON	10/26/2012	05/27/2014	4,023.00	2,140.00			1,883.00
	21. TIME INC NEW	10/16/2013	11/18/2014	470.00	426.00			44.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, line 8b (if Box D above is checked), line 9 (if Box E above is checked), or line 10 (if Box F above is checked) ▶								

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See Column (g) in the separate instructions for how to figure the amount of the adjustment.

Name(s) shown on return Name and SSN or taxpayer identification no. not required if shown on other side

Social security number or taxpayer identification number

THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

**Part II Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

**Note.** You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

**You must check Box D, E, or F below. Check only one box.** If more than one box applies for your long-term transactions, complete a separate Form 8949, page 2, for each applicable box. If you have more long-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

- (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
- (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
- (F) Long-term transactions not reported to you on Form 1099-B

1	(a) Description of property (Example: 100 sh XYZ Co)	(b) Date acquired (Mo, day, yr)	(c) Date sold or disposed (Mo, day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the <b>Note</b> below and see <i>Column (e)</i> in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f) <b>See the separate instructions.</b>		(h) <b>Gain or (loss).</b> Subtract column (e) from column (d) and combine the result with column (g)
						(f) Code(s) from instructions	(g) Amount of adjustment	
	29.752 VANGUARD MORGAN GRO #526	08/31/2012	02/25/2014	2,431.00	1,406.00			1,025.00
	108.12 VANGUARD INTER TERM #1350	11/10/2008	02/25/2014	1,224.00	1,100.00			124.00
	344.387 VANGUARD SHORT-TER #1349	05/31/2013	08/21/2014	3,623.00	3,640.00			-17.00
	28.486 VANGUARD ADMIRAL GN	06/01/2010	02/25/2014	302.00	310.00			-8.00
	15.26 VANGUARD 500 INDEX S #1340	06/01/2010	02/25/2014	2,150.00	1,248.00			902.00
	1.497 VANGUARD 500 INDEX S #1340	06/01/2010	05/21/2014	216.00	122.00			94.00
	6.872 VOYA MIDCAP OPPORTUN	08/31/2012	11/21/2014	192.00	149.00			43.00
	87. WAL-MART STORES	08/16/2011	03/06/2014	6,484.00	4,493.00			1,991.00
<b>2 Totals.</b> Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, <b>line 8b</b> (if <b>Box D</b> above is checked), <b>line 9</b> (if <b>Box E</b> above is checked), or <b>line 10</b> (if <b>Box F</b> above is checked) ▶				551,130.	427,043.			124,087.

**Note.** If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

FEDERAL CAPITAL GAIN DISTRIBUTIONS

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LONG-TERM CAPITAL GAIN DISTRIBUTIONS

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15% RATE CAPITAL GAIN DISTRIBUTIONS

T ROWE PRICE INSTIT LG CP CORE GRW	61.00
JPMORGAN DISCIPLINED EQUITY INSTL	221.00
JPMORGAN MORTGAGE BACKED SEC FD	5.00
DREYFUS MIDCAP INDEX FUND#113	2.00
PUTNAM ABSOLUTE RETURN 700 Y	1,904.00
TEMPLETON INSTITUTIONAL FOREIGN	530.00
VANGUARD S/T BOND INDEX ADM # 5132	2.00
VANGUARD INTERM-TRM BD IDX ADM#5314	101.00
VANGUARD INTER TERM BD IDX SS #1350	4.00
VANGUARD SHORT-TERM BD INDX SS #1349	2.00
VANGUARD ADMIRAL GNMA FD #536	144.00
VOYA MIDCAP OPPORTUNITIES I	183.00

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TOTAL 15% RATE CAPITAL GAIN DISTRIBUTIONS

3,159.00

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TOTAL LONG-TERM CAPITAL GAIN DISTRIBUTIONS

3,159.00

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THE JOAN H. BRACK CHARITABLE FOUNDATION

31-6632672

FORM 990-PF, PART XV - LINE 2d

THE PURPOSE OF THIS FUND IS TO AWARD TWO ANNUAL SCHOLARSHIPS. ONE SCHOLARSHIP WILL BE AWARDED TO A SENIOR MEMBER OF THE VARSITY BOYS' SOCCER TEAM AND ONE TO A SENIOR MEMBER OF THE VARSITY GIRLS' SOCCER TEAM AT SILVERLAKE REGIONAL HIGH SCHOOL. EACH RECIPIENT WILL BE ELIGIBLE FOR UP TO THREE ADDITIONAL GRANTS (ONE EACH FOR THE RECIPIENT'S SECOND, THIRD AND FOURTH YEARS OF COLLEGE) IF THE RECIPIENT MAINTAINS A GPA OF 3.0 OR HIGHER DURING THE PRECEDING ACADEMIC YEAR AND MAINTAINS HIS OR HER STATUS AS A FULL-TIME STUDENT AT A QUALIFIED SCHOOL DURING THE PRECEDING ACADEMIC YEAR.

# ✳️ Citizens Bank

## Investment Detail

2011484 | MICHAEL T BRACK MEM SCHOLARSHIPIMA

13-Apr-2015 4 09 PM ET

**Asset Types:** Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable,  
Fixed Income -Taxable, Other, Real Estate  
**Data Current as of:** 31-Dec-2014

### SUMMARY

Asset Type	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	4.824%	\$3,544.09	\$3,544.09	\$0.00
Equities	53.787%	\$39,517.53	\$34,303.01	\$5,214.52
Fixed Income -Taxable	41.390%	\$30,409.52	\$30,613.21	(\$203.69)
<b>Totals</b>		<b>\$73,471.14</b>	<b>\$68,460.31</b>	<b>\$5,010.83</b>

### DETAIL

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
<b>Cash &amp; Cash Equivalents: 4.824%</b>								
CASH - INCOME	-	0.429%	315.2800	1.0000		\$315.28	\$315.28	\$0.00
CASH - INVESTED INCOME	-	(0.405)%	(297.8000)	1.0000		(\$297.80)	(\$297.80)	\$0.00
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QQQ0	990110702 - - PP510QQQ0	4.395%	3,228.8100	100.0000%	31-Dec-2014	\$3,228.81	\$3,228.81	\$0.00
RBS CITIZENS N A CASH SWEEP ACCOUNT Ticker PP510QQQ0	990110702 - - PP510QQQ0	0.405%	297.8000	100.0000%	31-Dec-2014	\$297.80	\$297.80	\$0.00
<b>Subtotal</b>		<b>4.824%</b>				<b>\$3,544.09</b>	<b>\$3,544.09</b>	<b>\$0.00</b>
<b>Equities: 53.787%</b>								
JPMORGAN DISCIPLINED EQUITY INSTL Ticker JPIEX   Asset ID 4812A1852	4812A1852 US4812A18524 - JPIEX	14.055%	435.8960	23.6900	31-Dec-2014	\$10,326.38	\$9,319.00	\$1,007.38
OPPENHEIMER INTL GROWTH FD Ticker OIGYX   Asset ID 68380L407	68380L407 US68380L4077 - B0KNCP7 OIGYX	2.274%	47.6360	35.0800	31-Dec-2014	\$1,671.07	\$1,767.22	(\$96.15)
PUTNAM ABSOLUTE RETURN 700 Y Ticker PDMYX   Asset ID 746764257	746764257 US7467642572 - PDMYX	2.990%	179.7530	12.2200	31-Dec-2014	\$2,196.58	\$2,277.05	(\$80.47)
T ROWE PRICE	45775L507	5.994%	177.1470	24.8600	31-Dec-2014	\$4,403.87	\$4,189.60	\$214.27

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Prced	Market Value	Total Cost	Unrealized Gain/Loss
INSTIT LG CP CORE GRW Ticker TPLGX   Asset ID 45775L507	US45775L5075 - TPLGX							
TEMPLETON INSTITUTIONAL FOREIGN Ticker TFEQX   Asset ID 880210505	880210505 - TFEQX	3.424%	125,4650	20.0500	31-Dec-2014	\$2,515.57	\$2,574.62	(\$59.05)
VANGUARD 500 INDEX ADMIRAL # 540 Ticker VFIAX   Asset ID 922908710	922908710 US9229087104 - VFIAX	19.925%	77,0920	189.8900	31-Dec-2014	\$14,639.00	\$10,587.65	\$4,051.35
VANGUARD MID CAP INDEX ADM#5859 Ticker VIMAX   Asset ID 922908645	922908645 US9229086452 - VIMAX	2.532%	12,1620	152.9700	31-Dec-2014	\$1,860.42	\$1,874.21	(\$13.79)
VOYA MIDCAP OPPORTUNITIES I Ticker NMCIX   Asset ID 92913K850	92913K850 US92913K8505 - NMCIX	2.592%	76,0640	25.0400	31-Dec-2014	\$1,904.64	\$1,713.66	\$190.98
<b>Subtotal</b>		<b>53.787%</b>				<b>\$39,517.53</b>	<b>\$34,303.01</b>	<b>\$5,214.52</b>
<b>Fixed Income -Taxable: 41.390%</b>								
JPMORGAN MORTGAGE BACKED SEC FD Ticker OMBIX   Asset ID 4812C1215	4812C1215 US4812C12150 - OMBIX	7.100%	460,0210	11.3400	31-Dec-2014	\$5,216.64	\$5,269.53	(\$52.89)
VANGUARD ADMIRAL GNMA FD #536 Ticker VFIJX   Asset ID 922031794	922031794 - VFIJX	5.813%	394,7150	10.8200	31-Dec-2014	\$4,270.82	\$4,285.52	(\$14.70)
VANGUARD INTERM-TRM BD IDX ADM#5314 Ticker VBILX   Asset ID 921937801	921937801 US9219378018 - VBILX	25.639%	1,643,7140	11.4600	31-Dec-2014	\$18,836.96	\$18,963.13	(\$126.17)
VANGUARD S/T BOND INDEX ADM # 5132 Ticker VBIRX   Asset ID 921937702	921937702 US9219377028 - VBIRX	2.838%	198,9600	10.4800	31-Dec-2014	\$2,085.10	\$2,095.03	(\$9.93)
<b>Subtotal</b>		<b>41.390%</b>				<b>\$30,409.52</b>	<b>\$30,613.21</b>	<b>(\$203.69)</b>

# ✳️ Citizens Bank

## Investment Detail

2011480 | THE JOAN H. BRACK CHAR FDNIMA

13-Apr-2015 4 12 PM ET

**Asset Types:**      Balanced Funds, Cash & Cash Equivalents, Equities, Fixed Income -Non Taxable,  
                          Fixed Income -Taxable, Other, Real Estate

**Data Current as of:** 31-Dec-2014

*Citizens Checking #1 10,078.67 10,078.67*  
*Citizens Checking #2 46,099.68 46,099.68*

SUMMARY	Current Allocation	Market Value	Total Cost	Unrealized Gain/Loss
Cash & Cash Equivalents	1 604%	\$22,836 56	\$22,836 56	\$0 00
Equities	60 788%	\$865,323 91	\$626,305 78	\$239,018 13
Fixed Income -Taxable	37 608%	\$535,345 86	\$519,307 17	\$16,038 69
<b>Totals</b>		<b>\$1,423,506.33</b>	<b>\$1,168,449.51</b>	<b>\$255,056.82</b>

**DETAIL**      *GRAND TOTAL 1,479,684.68 1,224,627.86*

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
<b>Cash &amp; Cash Equivalents: 1.604%</b>								
CASH - INCOME	-	0 637%	9,074 4600	1 0000		\$9,074 46	\$9,074 46	\$0 00
CASH - INVESTED INCOME	-	(0 635)%	(9,033 4700)	1 0000		(\$9,033 47)	(\$9,033 47)	\$0 00
RBS CITIZENS N A CASH SWEEP ACCOUNT	990110702 - - PP510QGQ0	0 967%	13,762 1000	100 0000%	31-Dec-2014	\$13,762 10	\$13,762 10	\$0 00
Asset ID 990110702								
RBS CITIZENS N A CASH SWEEP ACCOUNT	990110702 - - PP510QGQ0	0 635%	9,033 4700	100 0000%	31-Dec-2014	\$9,033 47	\$9,033 47	\$0 00
Asset ID 990110702								
<b>Subtotal</b>		<b>1.604%</b>				<b>\$22,836.56</b>	<b>\$22,836.56</b>	<b>\$0.00</b>
<b>Equities: 60.788%</b>								
ABBOTT LABORATORIES	002824100 US0028241000 Ticker ABT   Asset ID 002824100	0 699%	221 0000	45 0200	31-Dec-2014	\$9,949 42	\$7,188 60	\$2,760 82
- ABT								
ABBVIE INC	00287Y109 US00287Y1091 Ticker ABBV   Asset ID 00287Y109	0 579%	126 0000	65.4400	31-Dec-2014	\$8,245 44	\$4,719.53	\$3,525 91
B92SR70 ABBV								
ACCENTURE PLC IRELAND	G1151C101 IE00B4BNMY34 Ticker ACN   Asset ID G1151C101	0 753%	120 0000	89 3100	31-Dec-2014	\$10,717 20	\$9,344 45	\$1,372 75
B4BNMY3 ACN								

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
ALLERGAN, INC Ticker AGN   Asset ID 018490102	018490102 US0184901025 - AGN	0.373%	25.0000	212.5900	31-Dec-2014	\$5,314.75	\$2,448.22	\$2,866.53
AMERICAN INTL GROUP INC Ticker AIG   Asset ID 026874784	026874784 US0268747849 2027342 AIG	0.866%	220.0000	56.0100	31-Dec-2014	\$12,322.20	\$12,027.41	\$294.79
AMGEN INC Ticker AMGN   Asset ID 031162100	031162100 US0311621009 - AMGN	0.895%	80.0000	159.2900	31-Dec-2014	\$12,743.20	\$5,720.34	\$7,022.86
ANADARKO PETE CORP Ticker APC   Asset ID 032511107	032511107 US0325111070 - APC	0.348%	60.0000	82.5000	31-Dec-2014	\$4,950.00	\$5,860.17	(\$910.17)
APPLE INC Ticker AAPL   Asset ID 037833100	037833100 US0378331005 - AAPL	1.520%	196.0000	110.3800	31-Dec-2014	\$21,634.48	\$7,963.62	\$13,670.86
AT & T INC Ticker T   Asset ID 00206R102	00206R102 US00206R1023 - T	0.439%	186.0000	33.5900	31-Dec-2014	\$6,247.74	\$5,481.40	\$766.34
BANK OF AMERICA CORPORATION Ticker BAC   Asset ID 060505104	060505104 US0605051046 - BAC	1.056%	840.0000	17.8900	31-Dec-2014	\$15,027.60	\$9,601.60	\$5,426.00
BARD CR INC Ticker BCR   Asset ID 067383109	067383109 US0673831097 - BCR	0.878%	75.0000	166.6200	31-Dec-2014	\$12,496.50	\$9,131.59	\$3,364.91
BB&T CORP Ticker BBT   Asset ID 054937107	054937107 US0549371070 - BBT	0.615%	225.0000	38.8900	31-Dec-2014	\$8,750.25	\$5,230.58	\$3,519.67
BOEING CO Ticker BA   Asset ID 097023105	097023105 US0970231058 - BA	0.429%	47.0000	129.9800	31-Dec-2014	\$6,109.06	\$3,077.06	\$3,032.00
BOSTON SCIENTIFIC CORP Ticker BSX   Asset ID 101137107	101137107 US1011371077 - BSX	0.228%	245.0000	13.2500	31-Dec-2014	\$3,246.25	\$3,345.52	(\$99.27)
CALIFORNIA RES CORP Ticker CRC   Asset ID 13057Q107	13057Q107 US13057Q1076 BRJ3H52 CRC	0.012%	32.0000	5.5100	31-Dec-2014	\$176.32	\$289.05	(\$112.73)
CHARLES SCHWAB CORP NEW Ticker SCHW   Asset ID 808513105	808513105 US8085131055 - SCHW	0.689%	325.0000	30.1900	31-Dec-2014	\$9,811.75	\$8,314.79	\$1,496.96
CHEVRON CORP Ticker CVX   Asset ID 166764100	166764100 US1667641005 - CVX	0.378%	48.0000	112.1800	31-Dec-2014	\$5,384.64	\$4,411.19	\$973.45
CINTAS CORPORATION	172908105 US1729081059	0.909%	165.0000	78.4400	31-Dec-2014	\$12,942.60	\$7,403.07	\$5,539.53

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
Ticker CTAS   Asset ID 172908105	- CTAS							
CISCO SYSTEMS Ticker CSCO   Asset ID 17275R102	17275R102 US17275R1023	0.655%	335,000	27.8150	31-Dec-2014	\$9,318.03	\$8,588.05	\$729.98
COLGATE- PALMOLIVE CO Ticker CL   Asset ID 194162103	- CSCO 194162103 US1941621039	0.705%	145,000	69.1900	31-Dec-2014	\$10,032.55	\$6,805.65	\$3,226.90
CONOCOPHILLIPS Ticker COP   Asset ID 20825C104	- CL 20825C104 US20825C1045	0.611%	126,000	69.0600	31-Dec-2014	\$8,701.56	\$7,302.17	\$1,399.39
CVS HEALTH CORPORATION Ticker CVS   Asset ID 126650100	- COP 126650100 US1266501006	1.083%	160,000	96.3100	31-Dec-2014	\$15,409.60	\$7,132.43	\$8,277.17
DANAHER CORP Ticker DHR   Asset ID 235851102	- CVS 235851102 US2358511028	0.903%	150,000	85.7100	31-Dec-2014	\$12,856.50	\$9,827.23	\$3,029.27
DAVITA HEALTHCARE PARTNERS INC Ticker DVA   Asset ID 23918K108	2250870 DHR 23918K108 US23918K1088	0.798%	150,000	75.7400	31-Dec-2014	\$11,361.00	\$10,133.74	\$1,227.26
DUKE ENERGY CORP NEW Ticker DUK   Asset ID 26441C204	B012RK3 DVA 26441C204 US26441C2044	0.646%	110,000	83.5400	31-Dec-2014	\$9,189.40	\$8,086.24	\$1,103.16
EXXON MOBIL CORP Ticker XOM   Asset ID 30231G102	B7VD3F2 DUK 30231G102 US30231G1022	1.026%	158,000	92.4500	31-Dec-2014	\$14,607.10	\$11,874.73	\$2,732.37
FISERV INC Ticker FISV   Asset ID 337738108	- XOM 337738108 US3377381088	0.523%	105,000	70.9700	31-Dec-2014	\$7,451.85	\$7,198.90	\$252.95
GENERAL DYNAMICS Ticker GD   Asset ID 369550108	- FISV 369550108 US3695501086	1.160%	120,000	137.6200	31-Dec-2014	\$16,514.40	\$10,561.75	\$5,952.65
GENERAL ELECTRIC CO Ticker GE   Asset ID 369604103	GD 369604103 US3696041033	0.421%	237,000	25.2700	31-Dec-2014	\$5,988.99	\$2,723.86	\$3,265.13
GENERAL MILLS INC Ticker GIS   Asset ID 370334104	- GE 370334104 US3703341046	0.468%	125,000	53.3300	31-Dec-2014	\$6,666.25	\$6,387.77	\$278.48
GOOGLE INC CL A Ticker GOOGL   Asset ID 38259P508	- GIS 38259P508 US38259P5089	0.559%	15,000	530.6600	31-Dec-2014	\$7,959.90	\$4,382.58	\$3,577.32
GOOGLE INC CL C Ticker GOOG   Asset ID 38259P706	B020QX2 GOOGL 38259P706 US38259P7069	0.555%	15,000	526.4000	31-Dec-2014	\$7,896.00	\$4,371.55	\$3,524.45
	BKM4JZ7							

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
	GOOG							
HANESBRANDS INC Ticker HBI   Asset ID 410345102	410345102 US4103451021	0.941%	120.0000	111.6200	31-Dec-2014	\$13,394.40	\$4,040.81	\$9,353.59
	HBI							
HARMAN INT'L INDUSTRIES INC Ticker HAR   Asset ID 413086109	413086109 US4130861093	0.450%	60.0000	106.7100	31-Dec-2014	\$6,402.60	\$4,037.24	\$2,365.36
	2411138 HAR							
ISHARES NASDAQ BIOTECHNOLOGY ETF Ticker IBB   Asset ID 464287556	464287556 US4642875565	0.533%	25.0000	303.3500	31-Dec-2014	\$7,583.75	\$3,210.66	\$4,373.09
	2724892 IBB							
ISHARES US OIL EQUIP & SVCS ETF Ticker IEZ   Asset ID 464288844	464288844 US4642888444	0.614%	175.0000	49.9600	31-Dec-2014	\$8,743.00	\$10,703.59	(\$1,960.59)
	B14MFQ9 IEZ							
JOHNSON & JOHNSON Ticker JNJ   Asset ID 478160104	478160104 US4781601046	0.977%	133.0000	104.5700	31-Dec-2014	\$13,907.81	\$9,838.81	\$4,069.00
	JNJ							
JPMORGAN CHASE & CO Ticker JPM   Asset ID 46625H100	46625H100 US46625H1005	0.673%	153.0000	62.5800	31-Dec-2014	\$9,574.74	\$4,629.77	\$4,944.97
	JPM							
KIMBERLY CLARK Ticker KMB   Asset ID 494368103	494368103 US4943681035	0.406%	50.0000	115.5400	31-Dec-2014	\$5,777.00	\$5,315.84	\$461.16
	KMB							
KLA TENCOR CORP Ticker KLAC   Asset ID 482480100	482480100 US4824801009	0.568%	115.0000	70.3200	31-Dec-2014	\$8,086.80	\$6,920.36	\$1,166.44
	KLAC							
LEGG MASON INC Ticker LM   Asset ID 524901105	524901105 US5249011058	0.469%	125.0000	53.3700	31-Dec-2014	\$6,671.25	\$6,607.02	\$64.23
	2510615 LM							
MARSH & MCLENNAN COMPANIES Ticker MMC   Asset ID 571748102	571748102 US5717481023	0.865%	215.0000	57.2400	31-Dec-2014	\$12,306.60	\$9,422.26	\$2,884.34
	MMC							
MEAD JOHNSON NUTRITION CO Ticker MJN   Asset ID 582839106	582839106 US5828391061	0.777%	110.0000	100.5400	31-Dec-2014	\$11,059.40	\$9,411.07	\$1,648.33
	B4W9F29 MJN							
MICROSOFT CORP Ticker MSFT   Asset ID 594918104	594918104 US5949181045	1.184%	363.0000	46.4500	31-Dec-2014	\$16,861.35	\$11,583.05	\$5,278.30
	MSFT							
MONSTER BEVERAGE CORP Ticker MNST   Asset ID 611740101	611740101 US6117401017	0.913%	120.0000	108.3500	31-Dec-2014	\$13,002.00	\$8,688.08	\$4,313.92
	B6X2H81 MNST							
NEXTERA ENERGY INC COM Ticker NEE   Asset ID 65339F101	65339F101 US65339F1012	0.709%	95.0000	106.2900	31-Dec-2014	\$10,097.55	\$5,678.63	\$4,418.92
	2328915 NEE							

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
NIKE, INC CLASS B Ticker NKE   Asset ID 654106103	654106103 US6541061031  2640147 NKE	0.878%	130.0000	96.1500	31-Dec-2014	\$12,499.50	\$10,261.45	\$2,238.05
OCCIDENTAL PETROLEUM CORP Ticker OXY   Asset ID 674599105	674599105 US6745991058  - OXY	0.453%	80.0000	80.6100	31-Dec-2014	\$6,448.80	\$8,002.56	(\$1,553.76)
PEPSICO INC Ticker PEP   Asset ID 713448108	713448108 US7134481081  - PEP	0.751%	113.0000	94.5600	31-Dec-2014	\$10,685.28	\$6,646.96	\$4,038.32
PFIZER INC Ticker PFE   Asset ID 717081103	717081103 US7170811035  - PFE	0.400%	183.0000	31.1500	31-Dec-2014	\$5,700.45	\$3,219.27	\$2,481.18
PNC FINANCIAL SERVICES GROUP Ticker PNC   Asset ID 693475105	693475105 US6934751057  - PNC	0.788%	123.0000	91.2300	31-Dec-2014	\$11,221.29	\$8,026.83	\$3,194.46
PRICELINE GROUP INC Ticker PCLN   Asset ID 741503403	741503403 US7415034039  7613724 PCLN	0.481%	6.0000	1,140.2100	31-Dec-2014	\$6,841.26	\$4,345.32	\$2,495.94
PUTNAM ABSOLUTE RETURN 700 Y Ticker PDMYX   Asset ID 746764257	746764257 US7467642572  - PDMYX	2.842%	3,310.1710	12.2200	31-Dec-2014	\$40,450.29	\$41,805.53	(\$1,355.24)
QUALCOMM CORP Ticker QCOM   Asset ID 747525103	747525103 US7475251036  - QCOM	0.757%	145.0000	74.3300	31-Dec-2014	\$10,777.85	\$9,219.28	\$1,558.57
ROCKWELL COLLINS INC Ticker COL   Asset ID 774341101	774341101 US7743411016  - COL	0.801%	135.0000	84.4800	31-Dec-2014	\$11,404.80	\$10,149.58	\$1,255.22
SCHEIN HENRY INC Ticker HSIC   Asset ID 806407102	806407102 US8064071025  - HSIC	0.765%	80.0000	136.1500	31-Dec-2014	\$10,892.00	\$9,520.80	\$1,371.20
SELECT SEC SPDR MATLS Ticker XLB   Asset ID 81369Y100	81369Y100 US81369Y1001  B1HKVC8 XLB	1.263%	370.0000	48.5800	31-Dec-2014	\$17,974.60	\$14,843.64	\$3,130.96
SPDR S&P MIDCAP 400 ETF TR Ticker MDY   Asset ID 78467Y107	78467Y107 US78467Y1073  2550688 MDY	6.305%	340.0000	263.9700	31-Dec-2014	\$89,749.80	\$46,340.46	\$43,409.34
TE CONNECTIVITY LTD Ticker TEL   Asset ID H84989104	H84989104 - TEL	0.622%	140.0000	63.2500	31-Dec-2014	\$8,855.00	\$6,365.18	\$2,489.82
TEMPLETON INSTITUTIONAL FOREIGN Ticker TFEQX   Asset ID 880210505	880210505 - TFEQX	4.472%	3,174.7360	20.0500	31-Dec-2014	\$63,653.46	\$68,087.35	(\$4,433.89)
TEXAS INSTRUMENTS INC	882508104 US8825081040	0.808%	215.0000	53.4650	31-Dec-2014	\$11,494.98	\$10,515.69	\$979.29

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Pnced	Market Value	Total Cost	Unrealized Gain/Loss
Ticker TXN   Asset ID 882508104	- TXN							
THERMO FISHER SCIENTIFIC INC Ticker TMO   Asset ID 883556102	883556102 US8835561023	0.484%	55,000	125.2900	31-Dec-2014	\$6,890.95	\$3,363.63	\$3,527.32
Ticker TMO   Asset ID 883556102	- TMO							
TIME WARNER INC Ticker TWX   Asset ID 887317303	887317303 US8873173038	1.020%	170,000	85.4200	31-Dec-2014	\$14,521.40	\$10,433.46	\$4,087.94
Ticker TWX   Asset ID 887317303	B63QTN2 TWX							
TJX COMPANIES NEW Ticker TJX   Asset ID 872540109	872540109 US8725401090	0.915%	190,000	68.5800	31-Dec-2014	\$13,030.20	\$6,741.51	\$6,288.69
Ticker TJX   Asset ID 872540109	- TJX							
UNITED TECHNOLOGIES CORP Ticker UTX   Asset ID 913017109	913017109 US9130171096	0.630%	78,000	115.0000	31-Dec-2014	\$8,970.00	\$5,321.09	\$3,648.91
Ticker UTX   Asset ID 913017109	- UTX							
VERIZON COMMUNICATIONS Ticker VZ   Asset ID 92343V104	92343V104 US92343V1044	0.477%	145,000	46.7800	31-Dec-2014	\$6,783.10	\$5,669.33	\$1,113.77
Ticker VZ   Asset ID 92343V104	- VZ							
VISA INC Ticker V   Asset ID 92826C839	92826C839 US92826C8394	1.105%	60,000	262.2000	31-Dec-2014	\$15,732.00	\$5,280.10	\$10,451.90
Ticker V   Asset ID 92826C839	- V							
WELLS FARGO & CO NEW Ticker WFC   Asset ID 949746101	949746101 US9497461015	1.101%	286,000	54.8200	31-Dec-2014	\$15,678.52	\$6,593.87	\$9,084.65
Ticker WFC   Asset ID 949746101	- WFC							
WYNDHAM WORLDWIDE CORP Ticker WYN   Asset ID 98310W108	98310W108 US98310W1080	0.813%	135,000	85.7600	31-Dec-2014	\$11,577.60	\$8,530.86	\$3,046.74
Ticker WYN   Asset ID 98310W108	- WYN							
<b>Subtotal</b>		<b>60.788%</b>				<b>\$865,323.91</b>	<b>\$626,305.78</b>	<b>\$239,018.13</b>
<b>Fixed Income -Taxable: 37.608%</b>								
BERKSHIRE HATHAWAY 2.000% 8/15/18 Ticker BH22018   Asset ID 084664BY6	084664BY6 US084664BY67	3.552%	50,000,000	101.1290%	31-Dec-2014	\$50,564.50	\$50,401.71	\$162.79
Ticker BH22018   Asset ID 084664BY6	BCZP2L8 BH22018							
EBAY INC 2.200% 8/01/19 Ticker EI22219   Asset ID 278642AH6	278642AH6 US278642AH64	3.477%	50,000,000	98.9830%	31-Dec-2014	\$49,491.50	\$49,527.95	(\$36.45)
Ticker EI22219   Asset ID 278642AH6	BPFK1N9 EI22219							
FED FARM CR BK 4.625% 12/15/17 Asset ID 31331YHQ6	31331YHQ6	2.715%	35,000,000	110.4040%	31-Dec-2014	\$38,641.40	\$35,608.30	\$3,033.10
Ticker 31331YHQ6	-							
FED FARM CR BK 4.800% 11/05/15 Asset ID 31331VMV5	31331VMV5	2.553%	35,000,000	103.8190%	31-Dec-2014	\$36,336.65	\$35,593.95	\$742.70
Ticker 31331VMV5	-							
FED FARM CR BK 5.050% 5/18/17 Asset ID 31331XZB1	31331XZB1	2.692%	35,000,000	109.4860%	31-Dec-2014	\$38,320.10	\$35,448.00	\$2,872.10
Ticker 31331XZB1	-							
FED HOME LN BK	3130A1GM4	1.775%	25,000,000	101.0950%	31-Dec-	\$25,273.75	\$25,031.31	\$242.44

Asset Name	CUSIP ISIN SEDOL Ticker	Current Allocation	Quantity	Current Price	Date Priced	Market Value	Total Cost	Unrealized Gain/Loss
2 000% 10/24/19 Asset ID 3130A1GM4	US3130A1GM4				2014			
FED HOME LN BKS 4 750% 12/16/16 Asset ID 3133XHZK1	3133XHZK1	2 662%	35,000 0000	108 2800%	31-Dec-2014	\$37,898 00	\$35,380 80	\$2,517 20
FED HOME LN MTG 2 000% 2/21/20 Asset ID 3134G3MN7	3134G3MN7 US3134G3MN77	3 533%	50,000 0000	100 5950%	31-Dec-2014	\$50,297 50	\$50,338 96	(\$41 46)
FEDERAL FARM CR BK 4 900% 6/12/18 Asset ID 31331YW63	31331YW63	2 753%	35,000 0000	111 9850%	31-Dec-2014	\$39,194 75	\$35,253 75	\$3,941 00
VANGUARD ADMIRAL GNMA FD #536 Ticker VFIJX   Asset ID 922031794	922031794 VFIJX	11 895%	15,649 5110	10 8200	31-Dec-2014	\$169,327 71	\$166,722 44	\$2,605 27
<b>Subtotal</b>		<b>37.608%</b>				<b>\$535,345.86</b>	<b>\$519,307.17</b>	<b>\$16,038.69</b>

# Application for Extension of Time To File an Exempt Organization Return

File a separate application for each return.

Information about Form 8868 and its instructions is at [www.irs.gov/form8868](http://www.irs.gov/form8868).

- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** and check this box
- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** (on page 2 of this form)

**Do not complete Part II unless** you have already been granted an automatic 3-month extension on a previously filed Form 8868.

**Electronic filing (e-file).** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time. You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit [www.irs.gov/efile](http://www.irs.gov/efile) and click on *e-file for Charities & Nonprofits*.

## Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns.

Enter filer's identifying number, see instructions

<b>Type or print</b>  File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>	Employer identification number (EIN) or <b>31-6632672</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>C/O CITIZENS, N.A. 10 TRIPPS LANE</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions <b>RIVERSIDE, RI 02915-7995</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)

Application Is For	Return Code	Application Is For	Return Code
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec. 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of **CITIZENS, N.A.**

Telephone No. **(401) 456-1156** FAX No

- If the organization does not have an office or place of business in the United States, check this box
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) . If this is for the whole group, check this box . If it is for part of the group, check this box  and attach a list with the names and EINs of all members the extension is for.

**1** I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until 08/17, 2015, to file the exempt organization return for the organization named above. The extension is for the organization's return for:

calendar year 2014 or

tax year beginning \_\_\_\_\_, 20\_\_\_\_, and ending \_\_\_\_\_, 20\_\_\_\_.

**2** If the tax year entered in line 1 is for less than 12 months, check reason:  Initial return  Final return  Change in accounting period

<b>3a</b> If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	<b>3a</b> \$	<b>3,359.</b>
<b>b</b> If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit.	<b>3b</b> \$	<b>2,109.</b>
<b>c</b> <b>Balance due.</b> Subtract line 3b from line 3a. Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions.	<b>3c</b> \$	<b>1,250.</b>

**Caution** If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box  **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1).

**Part II Additional (Not Automatic) 3-Month Extension of Time.** Only file the original (no copies needed).

<b>Type or print</b>  File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions <b>THE JOAN H. BRACK CHARITABLE FOUNDATION</b>	Enter filer's identifying number, see instructions Employer identification number (EIN) or <b>31-6632672</b>
	Number, street, and room or suite no. If a P.O. box, see instructions <b>C/O CITIZENS, N.A. 10 TRIPPS LANE</b>	Social security number (SSN)
	City, town or post office, state, and ZIP code For a foreign address, see instructions <b>RIVERSIDE, RI 02915-7995</b>	

Enter the Return code for the return that this application is for (file a separate application for each return)  0  1  2  3  4  5  6  7  8  9  0  1  2  3  4 <