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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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▶ Information about Form 990-PF and its instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation CASTAWAYS FOUNDATION		A Employer identification number 36-3738769	
Number and street (or P O box number if mail is not delivered to street address) 414 N ORLEANS ST No 301		B Telephone number (see instructions) (312) 226-6400	
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 606544466		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H 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		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 2,783,274		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J 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 <small>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</small>		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	33,000			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	638	638		
	4 Dividends and interest from securities.	55,730	55,730		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	98,673			
	b Gross sales price for all assets on line 6a 305,844				
	7 Capital gain net income (from Part IV, line 2) . . .		98,673		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	188,041	155,041		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0	0		0
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	247	0		247
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	486	0		486
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	25,969	25,959		10
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	26,702	25,959		743
	25 Contributions, gifts, grants paid	104,000			104,000
	26 Total expenses and disbursements. Add lines 24 and 25	130,702	25,959		104,743
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	57,339			
	b Net investment income (if negative, enter -0-)		129,082		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	16,922	17,062	17,062
	2	Savings and temporary cash investments	29,494	19,934	19,934
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,291,966	1,369,751	1,641,589
	c	Investments—corporate bonds (attach schedule).	26,074	26,074	25,518
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,090,869	1,050,531	1,079,171
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,455,325	2,483,352	2,783,274	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
24		Unrestricted			
25		Temporarily restricted			
26		Permanently restricted			
Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds	0	-29,310	
28		Paid-in or capital surplus, or land, bldg , and equipment fund	1,334,978	1,334,978	
29		Retained earnings, accumulated income, endowment, or other funds	1,120,347	1,177,684	
30		Total net assets or fund balances (see instructions)	2,455,325	2,483,352	
31		Total liabilities and net assets/fund balances (see instructions) . . .	2,455,325	2,483,352	

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 2,455,325
2	Enter amount from Part I, line 27a	2 57,339
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 2,512,664
5	Decreases not included in line 2 (itemize) ▶ _____	5 29,312
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 2,483,352

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1a	See Additional Data Table			
b				
c				
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a See Additional Data Table			
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	98,673
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	}	3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	119,249	2,578,390	0 046249
2012	107,042	2,326,212	0 046016
2011	100,000	2,403,962	0 041598
2010	118,271	2,295,686	0 051519
2009	118,638	2,188,771	0 054203


2	Total of line 1, column (d).	2	0 239585
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 047917
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	2,750,267
5	Multiply line 4 by line 3.	5	131,785
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,291
7	Add lines 5 and 6.	7	133,076
8	Enter qualifying distributions from Part XII, line 4.	8	104,743

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

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

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
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		12,582	
c		All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2		Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
3		Add lines 1 and 2.		2,582	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		2,582	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		0	
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		11	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		2,593	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.			
11		Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded		11	

Part VII-AStatements Regarding Activities

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

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of BRUCE A CROWN Telephone no (312) 226-6400 Located at 414 N ORLEANS ST SUITE 301 CHICAGO IL ZIP +4 606544466			
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
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? Yes No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. Yes No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? Yes No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? Yes No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?. Yes No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). Yes No			
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. Yes No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
DONNA LYNN CROWN	PRES/DIR	0	0	0
414 N ORLEANS ST STE 301 CHICAGO,IL 60654	0 00			
BRADLEY D CROWN	V P /DIR	0	0	0
414 N ORLEANS ST STE 301 CHICAGO,IL 60654	0 00			
BRUCE A CROWN	TREAS/DIR	0	0	0
414 N ORLEANS ST STE 301 CHICAGO,IL 60654	0 00			
LAURIE J CROWN	SEC/DIR	0	0	0
414 N ORLEANS ST STE 301 CHICAGO,IL 60654	0 00			

2

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

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

Total

number of other employees paid over \$50,000.

0

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

Part IX-A Summary of Direct Charitable Activities

Part IX-B Summary of Program-Related Investments (see instructions)Form **990-PF** (2014)

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	2,757,994
b	Average of monthly cash balances.	1b	34,155
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,792,149
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,792,149
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	41,882
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,750,267
6	Minimum investment return. Enter 5% of line 5.	6	137,513

Part XI

Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6.	1	137,513
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	2,582
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,582
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	134,931
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	134,931
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . .	7	134,931

Part XII

Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc , purposes		
a	Expenses, contributions, gifts, etc —total from Part I, column (d), line 26.	1a	104,743
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	104,743
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	104,743

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				134,931
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			104,073	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 104,743				
a Applied to 2013, but not more than line 2a			104,073	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				670
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				134,261
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions). . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .				

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

1a

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

b

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

☐ 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.	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number or email address of the person to whom applications should be addressed

b

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

c

Any submission deadlines

d

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

Form 990-PF (2014)

Part XV

Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	104,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1500 SHS BOLT TECHNOLOGY CORP	D	2014-11-17	2014-11-18
535 SHS INTUIT INC	P	2012-05-18	2014-01-08
435 SHS LAB CP OF AMER HLDG	P	2012-03-01	2014-01-08
14 SHS GOOGLE INC	P	2012-05-03	2014-01-09
550 SHS AEROENVIROMENT INC	P	2012-03-01	2014-03-06
692 220 SHS WINTERGREEN FD	P	2012-02-27	2014-03-14
65 637 SHS WINTERGREEN FD	P	2012-02-27	2014-04-09
42 SHS GOOGLE INC	P	2012-05-03	2014-04-23
77 SHS AUTOZONE INC	P	2012-05-03	2014-05-14
47 SHS AUTOZONE INC	P	2013-01-18	2014-05-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
32,962		3,690	29,272
40,797		29,738	11,059
39,825		38,599	1,226
15,787		8,550	7,237
20,352		15,887	4,465
12,100		10,211	1,889
1,190		966	224
22,652		12,846	9,806
40,724		29,886	10,838
24,857		16,345	8,512

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			29,272
			11,059
			1,226
			7,237
			4,465
			1,889
			224
			9,806
			10,838
			8,512

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1479 290 SHS OPPENHEIMER STEELPATH MLP ALPHA FD	P	2012-02-27	2014-09-24
390 SHS SPDR S&P REGIONAL BKNG FD	P	2012-03-01	2014-10-28
1057 082 SHS EATON VANCE FLOATING FD	P	2012-02-27	2014-10-30
555 821 SHS EATON VANCE FLOATING	P	2013-01-18	2014-10-30
Capital Gains Dividends	P		


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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,000		14,524	5,476
15,045		10,660	4,385
9,831		10,000	-169
5,169		5,269	-100
4,553			4,553


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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,476
			4,385
			-169
			-100
			4,553


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ALPINE LEGAL SERVICES 0405 CASTLE CREEK RD ASPEN,CO 81611	N/A	PUBLIC	UNRESTRICTED	500
ANDERSON RANCH ARTS CENTER PO BOX 5598 SNOWMASS VLG,CO 81615	N/A	PUBLIC	UNRESTRICTED	1,500
CALLIE'S BACKYARD FOUNDATION PO BOX 9977 ASPEN,CO 81612	N/A	PUBLIC	UNRESTRICTED	500
THE ARC OF THE PIKES PEAK REGION 12 N MEADE AVENUE CO SPRINGS,CO 80918	N/A	PUBLIC	UNRESTRICTED	1,000
AMERICAN ROSE SOCIETY 8877 JEFFERSON PAIGE ROAD SHREVEPORT,LA 711198817	N/A	PUBLIC	2015 ANNUAL FUND	200
ART INSTITUTE OF CHICAGO 111 S MICHIGAN AVE CHICAGO,IL 60603	N/A	PUBLIC	UNRESTRICTED	500
ASPEN ANIMAL SHELTER 101 ANIMAL SHELTER ROAD ASPEN,CO 81611	N/A	PUBLIC	UNRESTRICTED	500
ASPEN COMMUNITY FOUNDATION 110 E HALLAM STE 126 ASPEN,CO 81611	N/A	PUBLIC	COMMUNITY FUND & CRADLE TO CAREER INITIATIVE FUND	2,000
ASPEN COUNTRY DAY SCHOOL 3 MUSIC SCHOOL ROAD ASPEN,CO 81611	N/A	PUBLIC	UNRESTRICTED	500
ASPEN HOPE CENTER PO BOX 1115 ASPEN,CO 81621	N/A	PUBLIC	UNRESTRICTED	1,500
ASPEN INSTITUTE ONE DUPONT CIRCLE NW STE 700 WASHINGTON,DC 20636	N/A	PUBLIC	ASPEN COMMUNITY FUND	1,500
ASPEN JUNIOR GOLF FOUNDATION PO BOX 3273 ASPEN,CO 81612	N/A	PUBLIC	UNRESTRICTED	500
ASPEN PUBLIC RADIO 110 E HALLAM STE 134 ASPEN,CO 81612	N/A	PUBLIC	UNRESTRICTED	1,000
ASPEN VALLEY MEDICAL FOUNDATION - ASPEN HOMELESS SHELTER PO BOX 1639 ASPEN,CO 81612	N/A	PUBLIC	ASPEN HOMELESS SHELTERASPEN HOPE CENTER	1,000
ASPEN VALLEY SKI & SNOWBOARD CLUB 300 ASVC DRIVE ASPEN,CO 81611	N/A	PUBLIC	UNRESTRICTED	500
Total  3a				104,000


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
BAL SWAN CHILDREN'S CENTER 1145 E 13TH AVE BROOMFIELD,CO 80020	N/A	PUBLIC	UNRESTRICTED	250
BESSIE'S HOPE PO BOX 12675 DENVER,CO 80212	N/A	PUBLIC	UNRESTRICTED	500
BOY SCOUTS OF AMERICA DENVER AREA COUNCIL 10455 W 6TH AVE STE 100 DENVER,CO 80215	N/A	PUBLIC	UNRESTRICTED	500
CANINE THERAPY CORPS 1700 W IRVING PARK STE 311 CHICAGO,IL 60613	N/A	PUBLIC	UNRESTRICTED	2,500
CATHOLIC CHARITIES OF CENTRAL COLORADO 228 N CASCADE AVE CO SPRINGS,CO 80903	N/A	PUBLIC	MARIAN HOUSE SOUP KITCHEN	1,000
CO COALITION OF LAND TRUSTS PO BOX 18241 DENVER,CO 80218	N/A	PUBLIC	UNRESTRICTED	250
COACHELLA VALLEY RESCUE MISSION 47-470 VAN BUREN INDIO,CA 922022564	N/A	PUBLIC	UNRESTRICTED	500
COLORADO JUVENILE DEFENDER CENTER 670 SANTA FE DRIVE DENVER,CO 80204	N/A	PUBLIC	UNRESTRICTED	1,000
COLORADO CATTLEMEN'S AGRICULTURAL LAND TRUST 8833 RALSTON RD ARVADA,CO 80002	N/A	PUBLIC	UNRESTRICTED	500
COLORADO RAILROAD MUSEUM 17155 W 44TH AVENUE GOLDEN,CO 80403	N/A	PUBLIC	UNRESTRICTED	50
COLORADO SPRINGS FINE ART CENTER 30 W DALE ST CO SPRINGS,CO 80903	N/A	PUBLIC	UNRESTRICTED	1,000
COLORADO SPRINGS TEEN COURT PO BOX 2169 CO SPRINGS,CO 80901	N/A	PUBLIC	UNRESTRICTED	1,000
COLORADO STATE UNIVERSITY FOUNDATION 601 S HOWES ST FT COLLINS,CO 80523	N/A	PUBLIC	VETERINARY TEACHING HOSPITAL	250
COLORADO WATER TRUST 1420 OGDEN ST STE A2 DENVER,CO 80218	N/A	PUBLIC	UNRESTRICTED	250
COLORADO YOUTH MATTER 1650 FRANKLIN ST LL DENVER,CO 80218	N/A	PUBLIC	UNRESTRICTED	500
Total  3a				104,000


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
COMMUNITY SAILING OF COLORADO PO BOX 102613 DENVER,CO 80250	N/A	PUBLIC	UNRESTRICTED	500
CRISIS CENTER PO BOX 367 CASTLE ROCK,CO 80104	N/A	PUBLIC	UNRESTRICTED	500
DENVER POLICE BROTHERHOOD YOUTH BOXING TEAM 2090 S BANNOCK ST DENVER,CO 80223	N/A	PUBLIC	UNRESTRICTED	6,500
DENVER URBAN GARDENS 1031 33rd STREET STE 100 DENVER,CO 80205	N/A	PUBLIC	UNRESTRICTED	500
DIVERS ALERT NETWORK 6 W COLONY PLACE DURHAM,NC 27705	N/A	PUBLIC	UNRESTRICTED	1,000
DIVINE FELINE INC 2600 W 2ND AVE DENVER,CO 80219	N/A	PUBLIC	THE FELINE FIX PROGRAM	100
CENTRO HUMANITARIO 2260 CALIFORNIA ST DENVER,CO 80205	N/A	PUBLIC	UNRESTRICTED	1,000
EDUCATING CHILDREN OF COLOR PO BOX 16074 CO SPRINGS,CO 80935	N/A	PUBLIC	UNRESTRICTED	2,000
ENGLISH IN ACTION PO BOX 4856 BASALT,CO 81621	N/A	PUBLIC	UNRESTRICTED	500
FAMILY VISITOR PROGRAMS PO BOX 1845 GLENWOOD SPRINGS,CO 81602	N/A	PUBLIC	UNRESTRICTED	1,000
FREEDOM SERVICE DOGS 2000 W UNION ENGLEWOOD,CO 80110	N/A	PUBLIC	UNRESTRICTED	500
GREATER CHICAGO FOOD DEPOSITORY 4100 WANN LURIE PL CHICAGO,IL 60632	N/A	PUBLIC	UNRESTRICTED	1,000
HUMANE SOCIETY OF THE SOUTH PLATTE VALLEY 2129 W CHENANGO AVE UNIT A LITTLETON,CO 80120	N/A	PUBLIC	UNRESTRICTED	500
ILLINOIS INSTITUTE OF TECHNOLOGY 10 W 35TH ST STE 1700 CHICAGO,IL 60616	N/A	PUBLIC	REHABILITATION PSYCHOLOGY ENDOWED FACULTY FUND	2,500
INTERNATIONAL HEARING DOG INC 5901 EAST 89TH AVENUE HENDERSON,CO 80640	N/A	PUBLIC	UNRESTRICTED	250
Total  3a				104,000


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
JAZZ ASPEN SNOWMASS 110 E HALLAM STE 104 ASPEN,CO 81611	N/A	PUBLIC	UNRESTRICTED	5,000
LEGAL AID FOUNDATION OF COLORADO 1900 GRANT ST STE 1112 DENVER,CO 80203	N/A	PUBLIC	UNRESTRICTED	2,500
LIFT-UP 800 RAILROAD AVE RIFLE,CO 81650	N/A	PUBLIC	UNRESTRICTED	500
LINCOLN PARK ZOOLOGICAL SOCIETY 2001 N CLARK ST CHICAGO,IL 60614	N/A	PUBLIC	UNRESTRICTED	2,500
LURIE CHILDREN'S HOSPITAL OF CHICAGO 225 E CHICAGO AVE BOX 4 CHICAGO,IL 60611	N/A	PUBLIC	SKYLIGHT TV FUND	2,500
MARYVILLE ACADEMY 1150 N RIVER ROAD DES PLAINES,IL 60016	N/A	PUBLIC	GOLF PROGRAM	1,000
NAPERVILLE AREA HUMANE SOCIETY 1620 WDIEHL RD NAPERVILLE,CO 60563	N/A	PUBLIC	UNRESTRICTED	1,400
NATIONAL JEWISH HEALTH 1400 JACKSON ST DENVER,CO 80206	N/A	PUBLIC	FOOD ALLERGY PROGRAM	1,000
NORTHWESTERN MEMORIAL HOSPITAL FOUNDATION 251 E HURON STE 3-200 CHICAGO,IL 60611	N/A	PUBLIC	UNRESTRICTED	2,500
PARKER TASK FORCE 20118 E MAINSTREET UNIT D PARKER,CO 80138	N/A	PUBLIC	UNRESTRICTED	250
PATHFINDERS ASPEN PO BOX 11799 ASPEN,CO 81612	N/A	PUBLIC	UNRESTRICTED	1,000
PAWS CHICAGO 1997 N CLYBOURN CHICAGO,IL 60614	N/A	PUBLIC	UNRESTRICTED	2,500
PRAYING HANDS RANCH 4825 E DALEY CIRCLE PARKER,CO 80138	N/A	PUBLIC	UNRESTRICTED	250
PROJECT LINUS PO BOX 5621 BLOOMINGTON,IL 617025621	N/A	PUBLIC	UNRESTRICTED	500
REHAB INSTITUTE OF CHICAGO 345 E SUPERIOR CHICAGO,IL 60611	N/A	PUBLIC	VOCATIONAL REHABILITATION	2,500
Total  3a				104,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
REHAB INSTITUTE OF CHICAGO WOMEN'S BOARD 345 E SUPERIOR CHICAGO,IL 60611	N/A	PUBLIC	VOCATIONAL REHABILITATION	1,000
ROCKY MT IMMIGRANT ADVOCACY NETWORK 3489 W 72ND AVE STE 211 WESTMINSTER,CO 80030	N/A	PUBLIC	UNRESTRICTED	1,000
ROCKY MTN FELINE RESCUE 2390 S DELAWARE STREET DENVER,CO 80223	N/A	PUBLIC	UNRESTRICTED	500
ROCKY MTN MICROFINANCE INSTITUTE PO BOX 48138 DENVER,CO 80204	N/A	PUBLIC	UNRESTRICTED	1,000
RONALD MCDONALD HOUSE CHARITIES OF SO CO 311 N LOGAN CO SPRINGS,CO 80909	N/A	PUBLIC	UNRESTRICTED	1,000
ROOM TO READ 111 SUTTER ST 16TH FL SAN FRANCISCO,CA 94104	N/A	PUBLIC	UNRESTRICTED	1,000
SHEDD AQUARIUM 1200 S LAKE SHORE DRIVE CHICAGO,IL 60605	N/A	PUBLIC	UNRESTRICTED	3,000
SHRINERS HOSPITALS FOR CHILDREN - CHICAGO 2211 N OAK PARK AVE CHICAGO,IL 60707	N/A	PUBLIC	UNRESTRICTED	1,000
SOUTHERN COLORADO AIDS PROJECT 1301 S EIGHTH ST STE200 CO SPRINGS,CO 80905	N/A	PUBLIC	UNRESTRICTED	2,000
THE GAZETTE EL POMAR FOUNDATION 30 E PIKES PEAK AVE STE 100 CO SPRINGS,CO 80903	N/A	PUBLIC	EMPTY STOCKING FUND	500
THE RIGHT STEP INC 7990 S SANTA FE DR LITTLETON,CO 80120	N/A	PUBLIC	UNRESTRICTED	500
TRASHMASTERS INTERNATIONAL PO BOX 6200 SNOWMASS VLG,CO 81615	N/A	PUBLIC	TRASHMASTER'S SCHOLARSHIP FUND	500
TRUST FOR PUBLIC LAND 1410 GRANT ST STE D210 DENVER,CO 80203	N/A	PUBLIC	UNRESTRICTED	250
TULANE UNIVERSITY 1555 POYDRAS ST STE 1100 NEWORLEANS,LA 70112	N/A	PUBLIC	MILDRED AND HERMAN CROWN MEMORIAL SCHOLARSHIP	4,000
TULANE UNIVERSITY 1555 POYDRAS ST STE 1100 NEWORLEANS,LA 70112	N/A	PUBLIC	IDA & ABRAHAM ROGOVIN MEMORIAL SCHOLARSHIP FUND	4,000
Total  3a				104,000

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
TWO ANGELS FOUNDATION PO BOX 740849 ARVADA,CO 80006	N/A	PUBLIC	UNRESTRICTED	1,000
UNIVERSITY OF DENVER 2190 E ASBURY AVE DENVER,CO 80208	N/A	PUBLIC	BARRY S CROWN MEMORIAL ENDOWED SCHOLARSHIP FUND	4,000
UNIVERSITY OF DENVER 2190 E ASBURY AVE DENVER,CO 80208	N/A	PUBLIC	CORPORATE AND COMMERCIAL LAW GIFT FUND	2,000
UNIVERSITY OF WISCONSIN FOUNDATION 1848 UNIVERSITY AVENUE MADISON,WI 537264090	N/A	PUBLIC	CHANCELLOR'S ANNUAL FUND	1,000
URBAN PEAK 730 21ST ST DENVER,CO 80205	N/A	PUBLIC	UNRESTRICTED	100
THE KOHN FOUNDATION 566 MEADOW VISTA DRIVE EVERGREEN,CO 80439	N/A	PUBLIC	UNRESTRICTED	2,700
WORK OPTIONS FOR WOMEN 1200 FEDERAL BLVD DENVER,CO 80204	N/A	PUBLIC	UNRESTRICTED	250
THE SALVATION ARMY PO BOX 2369 DENVER,CO 80201	N/A	PUBLIC	UNRESTRICTED	500
COTTONWOOD CENTER FOR THE ARTS 427 E COLORADO AVENUE CO SPRINGS,CO 80903	N/A	PUBLIC	PORTRAIT BIOGRAPHIES	1,000
PURE APOSTOLIC WORKS 7851 S DUQUESNE WAY AURORA,CO 80016	N/A	PUBLIC	UNRESTRICTED	500
DUMB FRIENDS LEAGUE 2080 S QUEBEC ST DENVER,CO 802313298	N/A	PUBLIC	UNRESTRICTED	1,000
COLORADO ENERGY OUTREACH 225 E 16TH AVENUE STE 200 DENVER,CO 802031612	N/A	PUBLIC	UNRESTRICTED	100
FOODBANKROCKIESORG 10700 E 45TH AVENUE DENVER,CO 80239	N/A	PUBLIC	UNRESTRICTED	100
KENOSHA JUNIOR WOMAN'S CLUB PO BOX 2131 KENOSHA,WI 53140	N/A	PUBLIC	UNRESTRICTED	1,000
Total  3a				104,000

<div>Schedule B</div> <div>(Form 990, 990-EZ, or 990-PF)</div> <div>Department of the Treasury Internal Revenue Service</div>	<div>Schedule of Contributors</div> <div>▶ Attach to Form 990, 990-EZ, or 990-PF.</div> <div>▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.</div>	<div>OMB No 1545-0047</div> <div>2014</div>
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<div>Name of the organization</div> <div>CASTAWAYS FOUNDATION</div>	<div>Employer identification number</div> <div>36-3738769</div>
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Organization type (check one)

<div>Filers of:</div> <div>Form 990 or 990-EZ</div> <div>Form 990-PF</div>	<div>Section:</div> <div><div><input type="checkbox"/> 501(c)() (enter number) organization</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust not treated as a private foundation</div><div><input type="checkbox"/> 527 political organization</div><div><input checked="" type="checkbox"/> 501(c)(3) exempt private foundation</div><div><input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation</div><div><input type="checkbox"/> 501(c)(3) taxable private foundation</div></div>
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Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

General Rule

☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or other property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

Name of organization CASTAWAYS FOUNDATION	Employer identification number 36-3738769
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Part I	Contributors (see instructions) Use duplicate copies of Part I if additional space is needed
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(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	BRUCE A CROWN c/o 414 N ORLEANS ST STE 301 CHICAGO, IL 60654	\$ 33,000	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions)

Employer identification number
36-3738769

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
<u>1</u>	1500 SHS BOLT TECHNOLOGY CORP	\$ 33,000	2014-11-17
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	

Name of organization CASTAWAYS FOUNDATION	Employer identification number 36-3738769
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Part III

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc., contributions of **\$1,000 or less** for the year. (Enter this information once. See instructions.) ▶ \$ _____

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	

**TY 2014 Investments Corporate
Bonds Schedule**

Name: CASTAWAYS FOUNDATION
EIN: 36-3738769

Name of Bond	End of Year Book Value	End of Year Fair Market Value
25M MATTEL INC DUE 11/01/16	26,074	25,518

TY 2014 Investments Corporate
 Stock Schedule

Name: CASTAWAYS FOUNDATION
 EIN: 36-3738769

Name of Stock	End of Year Book Value	End of Year Fair Market Value
1110 SHS WELLS FARGO & CO	41,084	60,850
1135 SH BROOKFIELD ASSET MGMT	34,315	56,898
124 SH AUTOZONE INC.	0	0
1270 SHS ORACLE CORP	43,587	57,112
1315 SHS CARNIVAL CORP	47,167	59,609
1390 SH UNITEDHEALTH GROUP INC.	77,407	140,515
145 SHS VOLKSWAGEN A G	34,025	31,377
1820 SHS CISCO SYSTEMS INC	41,128	50,623
1955 SH AEROVIRONMENT INC.	36,435	38,286
2585 SH POTASH CORP. SASK INC	103,195	91,302
406 SHS BAYERISCHE MOTR NEW	45,677	43,564
440 SH BERKSHIRE HATHAWAY B NEW	35,345	66,066
505 SHS ANTHEM F/K/A WELLPOINT INC	44,503	63,463
525 SH APACHE CORP.	52,127	32,902
535 SH INTUIT INC.	0	0
42 SH GOOGLE INC. CLASS A	12,805	22,109
9150 SH ASHMORE GRP PLC ORD	54,512	39,934
630 SH NESTLE S A REG B ADR	40,183	45,959
635 SHS HEINEKEN NV NEW	44,611	45,296
645 SHS LYONDELLBASELL INDS	42,675	51,207
685 SHS DISNEY WALT CO	41,154	64,520
705 SHS ROCHE HLDG	43,201	47,926
740 SHS NORDSTROM INC	43,421	58,749
77 SHS MASTERCARD INC	40,596	66,343
855 SH JOY GLOBAL INC.	50,890	39,775
1540 SH MEDTRONIC INC.	72,452	111,188
935 SH BCE INC NEW	40,434	42,879
990 SHS GAP INC	44,391	41,689
1210 SHS MATTEL INC	46,777	37,443
630 SHS QUALCOMM	46,165	46,828

Name of Stock	End of Year Book Value	End of Year Fair Market Value
765 SHS VENTAS INC COM	46,657	54,851
640 SHS YAHOO! INC	22,832	32,326

TY 2014 Investments - Other Schedule**Name:** CASTAWAYS FOUNDATION**EIN:** 36-3738769

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
11513 UNITS ABERDEEN ASIA BD FD INST	AT COST	125,000	114,553
9603 UNITS OPPENHEIMER STEELPATH	AT COST	87,436	118,689
11828.8730 EATON VANCE FLOATING	AT COST	104,938	103,825
11845.4970 OPPENHEIMER INTL BD FD	AT COST	98,624	92,516
21775.6100 LORD ABBETT SHORT	AT COST	100,000	96,901
2465 UNITS SPDR S&P REGIONAL BKING	AT COST	67,376	100,326
4697.207 MATTHEWS CHINA FUND	AT COST	110,000	100,802
4817.0830 MILLER CONV FD CL A	AT COST	53,132	58,961
625 UNITS SPDR GOLD TRUST	AT COST	97,561	70,988
6214 UNITS WINTERGREEN FUND	AT COST	91,464	106,191
7819.6970 LOOMIS SAYLES BD FD	AT COST	115,000	115,419

TY 2014 Legal Fees Schedule

Name: CASTAWAYS FOUNDATION

EIN: 36-3738769

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	247	0		247

TY 2014 Other Decreases Schedule

Name: CASTAWAYS FOUNDATION

EIN: 36-3738769

Description	Amount
ROUNDING	2
REALIZED GAIN ON DONATED SECURITIES	29,310

TY 2014 Other Expenses Schedule**Name:** CASTAWAYS FOUNDATION**EIN:** 36-3738769

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT FEES	23,276	23,276		0
FOREIGN TAXES	2,469	2,469		0
STATE REPORT FILING FEES	10	0		10
OTHER FEES	214	214		0

TY 2014 Substantial Contributors Schedule

Name: CASTAWAYS FOUNDATION

EIN: 36-3738769

Name	Address
BRUCE A CROWN	414 N ORLEANS ST STE 301 CHICAGO,IL 60654

TY 2014 Taxes Schedule**Name:** CASTAWAYS FOUNDATION**EIN:** 36-3738769

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	471	0		471
IL TAX	15	0		15