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

2014

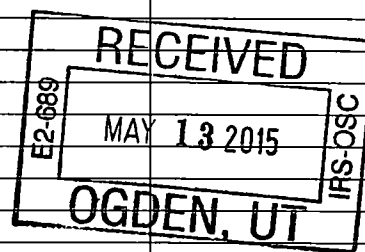
Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation LEON AND MARY STRAUSS CHARITABLE FOUNDATION		A Employer identification number 37-6448116						
Number and street (or P.O. box number if mail is not delivered to street address) 17 WESTMORELAND PLACE		B Telephone number (314) 367-7208						
City or town, state or province, country, and ZIP or foreign postal code ST. LOUIS, MO 63108		C If exemption application is pending, check here <input type="checkbox"/>						
G Check all that apply: <table border="0"> <tr> <td><input type="checkbox"/> Initial return</td> <td><input type="checkbox"/> Initial return of a former public charity</td> </tr> <tr> <td><input type="checkbox"/> Final return</td> <td><input type="checkbox"/> Amended return</td> </tr> <tr> <td><input type="checkbox"/> Address change</td> <td><input type="checkbox"/> Name change</td> </tr> </table>		<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"/>
<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							
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) \$ 2,843,139. (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>						

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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		200,000.		N/A	
2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities		63,041.	63,041.		STATEMENT 1
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		217,637.			
b Gross sales price for all assets on line 6a 2,335,080.					
7 Capital gain net income (from Part IV, line 2)			217,637.		
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)					
11 Other income		2,515.	2,515.		STATEMENT 2
12 Total. Add lines 1 through 11		483,193.	283,193.		
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
b Accounting fees STMT 3		2,620.	0.		0.
c Other professional fees					
17 Interest					
18 Taxes STMT 4		2,621.	0.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 5		16,867.	16,867.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		22,108.	16,867.		0.
25 Contributions, gifts, grants paid		142,000.			142,000.
26 Total expenses and disbursements. Add lines 24 and 25		164,108.	16,867.		142,000.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		319,085.			
b Net investment income (if negative, enter -0-)			266,326.		
c Adjusted net income (if negative, enter -0-)				N/A	



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Part II Balance Sheets

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	91,244.	226,677.	226,677.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	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			
	b Investments - corporate stock STMT 6	2,064,652.	2,248,304.	2,616,462.
	c Investments - corporate bonds			
Liabilities	11 Investments - land, buildings, and equipment basis ▶			
	Less: accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation ▶			
	15 Other assets (describe ▶)			
	16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	2,155,896.	2,474,981.	2,843,139.
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 Total liabilities (add lines 17 through 22)	0.	0.	
	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	2,155,896.	2,474,981.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	0.	
	30 Total net assets or fund balances	2,155,896.	2,474,981.	
	31 Total liabilities and net assets/fund balances	2,155,896.	2,474,981.	

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)	2,155,896.
2 Enter amount from Part I, line 27a	319,085.
3 Other increases not included in line 2 (itemize) ▶	0.
4 Add lines 1, 2, and 3	2,474,981.
5 Decreases not included in line 2 (itemize) ▶	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	2,474,981.

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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 WILLIAM BLAIR & CO - SEE ATTACHED	P	01/01/14	12/31/14
b WILLIAM BLAIR & CO - SEE ATTACHED	P	01/01/13	12/31/14
c CAPITAL GAINS DIVIDENDS			
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 1,634,701.		1,602,438.	32,263.
b 690,695.		515,005.	175,690.
c 9,684.			9,684.
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			32,263.
b			175,690.
c			9,684.
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	217,637.
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). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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	88,259.	2,219,027.	.039774
2012	92,334.	1,722,945.	.053591
2011	64,432.	1,209,964.	.053251
2010	49,651.	1,030,679.	.048173
2009	0.	491,904.	.000000

2 Total of line 1, column (d)	2	.194789
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	.038958
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,575,598.
5 Multiply line 4 by line 3	5	100,340.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,663.
7 Add lines 5 and 6	7	103,003.
8 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.	8	142,000.

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	2,663.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	2,663.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	2,663.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,760.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c		
d Backup withholding erroneously withheld	6d		
7 Total credits and payments. Add lines 6a through 6d	7	1,760.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	903.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> Refunded <input type="checkbox"/>	11		

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
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		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
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?		X
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	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> NONE		
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
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		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	X	

N/A

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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	<input type="checkbox"/>	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	<input type="checkbox"/>	X				
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	<input type="checkbox"/>				
14 The books are in care of ► MARY STRAUSS Telephone no. ► (314) 367-7208 Located at ► 17 WESTMORELAND PLACE, ST. LOUIS, MO ZIP+4 ► 63108							
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	N/A					
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ►	16	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <th style="width:50%;">Yes</th> <th style="width:50%;">No</th> </tr> <tr> <td style="text-align: center;"><input type="checkbox"/></td> <td style="text-align: center;">X</td> </tr> </table>	Yes	No	<input type="checkbox"/>	X	X
Yes	No						
<input type="checkbox"/>	X						

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
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		N/A	1b	<input type="checkbox"/>
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No 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.) N/A			2b	<input type="checkbox"/>
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No				
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) N/A			3b	<input type="checkbox"/>
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

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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)?

N/A

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?

N/A

☐ 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

X

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?

N/A

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.

(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
MARY STRAUSS	TRUSTEE			
17 WESTMORELAND PLACE				
ST. LOUIS, MO 63108	1.00	0.	0.	0.

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

Total number of others receiving over \$50,000 for professional services	0
---	---

Expenses

Amount

Total. Add lines 1 through 3	0.
-------------------------------------	----

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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	2,575,160.
b	Average of monthly cash balances	1b	39,660.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,614,820.
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	2,614,820.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	39,222.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,575,598.
6	Minimum investment return. Enter 5% of line 5	6	128,780.

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	128,780.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,663.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,663.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	126,117.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	126,117.
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	126,117.

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	142,000.
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	142,000.
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	5	2,663.
6	Adjusted qualifying distributions Subtract line 5 from line 4	6	139,337.

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.

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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				126,117.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			10,658.	
b Total for prior years:		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: ▶ \$ 142,000.				
a Applied to 2013, but not more than line 2a			10,658.	
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				126,117.
e Remaining amount distributed out of corpus	5,225.			
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	5,225.			
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 instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	5,225.			
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	5,225.			

423581 11-24-14

Form 990-PF (2014)

Form 990-PF (2014)

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N/A

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- (4) Gross investment income

[illegible]

1 Information Regarding Foundation Managers:

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

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

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

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

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

- 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:

**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

Form 990-PF (2014)

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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				
COCA 524 TRINITY AVENUE ST. LOUIS, MO 63130	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	40,000.
DANCE ST. LOUIS 3547 OLIVE STREET, SUITE 300 ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	25,000.
NINE NETWORK OF PUBLIC MEDIA 3655 OLIVE STREET ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
OPERA THEATRE OF ST. LOUIS 210 HAZEL AVENUE ST. LOUIS, MO 63119	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
THE ST. LOUIS ART MUSEUM 1 ST. LOUIS, FINE ARTS DRIVE ST. LOUIS, MO 63110	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	5,000.
Total			SEE CONTINUATION SHEET(S) ▶ 3a	142,000.
b Approved for future payment				
NONE				
Total			▶ 3b	0.

Part XVII

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

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

[illegible]

- 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		

**Sign
Here**

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


Signature of officer or trustee

Date 5/8/15

TRUSTEE
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name

Preparer's signature

Date

Check ☐ self-employed

PTIN

MICHAEL EVANS

Michael A Ewons 5/1/15

5/1/15

P00151031

Firm's name ▶ **ANDERS MINKLER HUBER & HELM LLP**

Firm's EIN ► 43-0831507

Firm's address ► 800 MARKET STREET, SUITE 500
ST. LOUIS, MO 63101-2501

Phone no. (314) 655-5500

Form **990-PF** (2014)

**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

37-6448116

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WHITE FLAG PROJECTS 4568 MANCHESTER AVENUE ST. LOUIS, MO 63110	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	25,000.
FOX PERFORMING ARTS CHARITABLE FOUNDATION 462 NORTH TAYLOR AVENUE, SUITE 203 ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,500.
CINEMA ST. LOUIS 3547 OLIVE STREET ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
ST. LOUIS SYMPHONY ORCHESTRA 718 NORTH GRAND BOULEVARD ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	10,000.
OPEN DOOR ANIMAL SANCTUARY 6065 DUDA ROAD HOUSE SPRINGS, MO 63051	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	500.
ST. LOUIS PUBLIC RADIO 3651 OLIVE STREET ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
MEDS & FOOD FOR KIDS 4488 FOREST PARK, SUITE 230 ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
SALVATION ARMY 1130 HAMPTON AVENUE ST. LOUIS, MO 63139	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
CONTEMPORARY ART MUSEUM 3750 WASHINGTON BOULEVARD ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
WINGS OF HOPE 18370 WINGS OF HOPE BOULEVARD CHESTERFIELD, MO 63005	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
Total from continuation sheets				62,000.

**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

37-6448116

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

<div>Recipient</div> <div>Name and address (home or business)</div>	<div>If recipient is an individual, show any relationship to any foundation manager or substantial contributor</div>	<div>Foundation status of recipient</div>	<div>Purpose of grant or contribution</div>	<div>Amount</div>
TENTH LIFE CAT RESCUE 3200 CHEROKEE STREET ST. LOUIS, MO 63118	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	500.
SHELDON ART GALLERIES 3648 WASHINGTON BOULEVARD ST. LOUIS, MO 63108	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	2,500.
FOUNDATION FOR BARNES JEWISH HOSPITAL 1 BARNES-JEWISH HOSPITAL PLAZA ST. LOUIS, MO 63110	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
CIRCUS FLORA 3547 OLIVE STREET, SUITE 250 ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	500.
NATIONAL COUNCIL FOR JEWISH WOMEN 295 NORTH LINDBERGH BOULEVAR ST. LOUIS, MO 63141	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	250.
THE CLOWDER HOUSE FOUNDATION 3134 WYOMING STREET ST. LOUIS, MO 63118	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	500.
JAZZ ST. LOUIS 3536 WASHINGTON AVENUE ST. LOUIS, MO 63103	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	1,000.
MIRIAM FOUNDATION 501 BACON AVENUE WEBSTER GROVES, MO 63119	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	250.
ST. LOUIS PET RESCUE 21 WALTERS PLACE HOUSE SPRINGS, MO 63051	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	500.
NARAL PRO CHOICE MISSOURI FOUNDATION 1210 S. VANDEVENTER ST. LOUIS, MO 63110	N/A	PUBLIC CHARITY	GENERAL CHARITABLE PURPOSES	500.
Total from continuation sheets				

37-6448116

3 Grants and Contributions Paid During the Year (Continuation)

Total from continuation sheets

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

Employer identification number

37-6448116

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck 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 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 33 1/3% 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 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization
**LEON AND MARY STRAUSS CHARITABLE
 FOUNDATION**

Employer identification number

37-6448116**Part I Contributors** (see instructions). Use duplicate copies of Part I if additional space is needed

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARY B. STRAUSS 17 WESTMORELAND PLACE ST. LOUIS, MO 63108	\$ 200,000.	Person <input checked="" 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.)
(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.)

Name of organization

**LEON AND MARY STRAUSS CHARITABLE
FOUNDATION**

Employer identification number

37-6448116**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
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

LEON AND MARY STRAUSS CHARITABLE
FOUNDATION

37-6448116

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 info once) ▶ \$
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
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
WILLIAM BLAIR & CO. LLC	72,725.	9,684.	63,041.	63,041.	
TO PART I, LINE 4	72,725.	9,684.	63,041.	63,041.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
OTHER INCOME	2,515.	2,515.	
TOTAL TO FORM 990-PF, PART I, LINE 11	2,515.	2,515.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
	2,620.	0.		0.
TO FORM 990-PF, PG 1, LN 16B	2,620.	0.		0.

FORM 990-PF TAXES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
EXCISE TAX ON INVESTMENT INCOME	861.	0.		0.
ESTIMATED EXCISE TAXES PAID	1,760.	0.		0.
TO FORM 990-PF, PG 1, LN 18	2,621.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	15,460.	15,460.		0.
FOREIGN TAX WITHHOLDING	1,407.	1,407.		0.
TO FORM 990-PF, PG 1, LN 23	16,867.	16,867.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	6
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SECURITIES	2,248,304.	2,616,462.
TOTAL TO FORM 990-PF, PART II, LINE 10B	2,248,304.	2,616,462.

FORM 990-PF	LIST OF SUBSTANTIAL CONTRIBUTORS PART VII-A, LINE 10	STATEMENT	7
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NAME OF CONTRIBUTOR	ADDRESS
MARY STRAUSS	17 WESTMORELAND PLACE ST. LOUIS, MO 63108

William Blair & Company, L.L.C
LEON & MARY STRAUSS CHARITABLE FOUNDATION
REALIZED GAINS AND LOSSES

452-28103-18 RR# 169

From 01-01-14 Through 12-31-14

		<u>Gain Or Loss</u>								
<u>Open Date</u>	<u>Close Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Amort. or Unit Accretion</u>	<u>Unit Price</u>	<u>Proceeds</u>	<u>Short Term</u>	<u>Long Term</u>
10-28-13	01-16-14	1,500	***UNILEVER PLC SPONSORED ADR	40	9761,469		39 82	59,743	-1,725 15	
12-09-11	01-21-14	250	STARBUCKS CORP	43	9610,991		73 62	18,407		7,415.44
09-05-13	01-24-14	200	AFFILIATED MANAGERS GROUP INC	178	5335,706		201.27	40,255	4,548 69	
12-12-12	01-24-14	500	HARLEY DAVIDSON INC	48.75	24,375		63 98	31,994		7,619 59
06-18-13	01-24-14	100	STERICYCLE INC	110	8311,083		116 44	11,644	561.17	
11-08-12	01-27-14	150	BLACKROCK INC	187	9028,185		301 23	45,184		16,999.77
09-05-13	01-29-14	50	AFFILIATED MANAGERS GROUP INC	178	53 8,926		198 23	9,911	985 20	
09-10-13	02-04-14	150	AFFILIATED MANAGERS GROUP INC	182	9527,442		193 34	29,001	1,558 77	
07-11-13	02-04-14	100	BOEING CO	106	6110,661		121 91	12,191	1,530 11	
11-12-13	02-04-14	375	ECOLAB INC	106	3639,887		98 51	36,944	-2,942 60	
12-09-11	02-06-14	500	STARBUCKS CORP	43.96	21,983		72 20	36,104		14,121 28
07-11-13	03-05-14	500	BOEING CO	106.61	53,305		128 91	64,458	11,153 92	
01-14-14	03-05-14	3,000	INTEL CORP	26.55	79,650		24 41	73,243	-6,406 28	
12-17-13	03-07-14	1,000	GENERAL ELECTRIC CO	27	0827,085		26 06	26,069	-1,015 66	
12-31-10	03-11-14	325	COSTCO WHOLESALE CORP-NEW	72	3223,507		114 42	37,189		13,682.30
01-11-11	03-11-14	175	COSTCO WHOLESALE CORP-NEW	71	1512,451		114 42	20,025		7,573 16
06-18-13	03-20-14	500	STERICYCLE INC	110	8355,418		114 34	57,174	1,756 38	
12-10-13	03-20-14	500 000	KKR & CO L P DEL COM UNITS	24	5512,277		23 31	11,659	-617.31	
01-18-13	03-25-14	50	CHIPOTLE MEXICAN GRILL INC COMMON STOCK	295	5314,776		569 61	28,480		13,703.77
05-21-13	03-25-14	250	ISHARES NASDAQ BIOTECHNOLOGY INDEX FD	181	6645,415		239 76	59,941	14,526 45	
08-30-11	03-31-14	1,000	PFIZER INC	18.84	18,845		32 03	32,039		13,193 59
12-24-09	04-17-14	2,124.780	**HARBOR BOND FUND	12	1525,816		12 08	25,688		-127 48
02-01-10	04-17-14	157 174	**HARBOR BOND FUND	12 31	1,934		12 08	1,900		-34 58
12-21-10	04-17-14	68 152	**HARBOR BOND FUND	12 02	819		12 08	823		4 76
12-21-10	04-17-14	142 564	**HARBOR BOND FUND	12 02	1,713		12 09	1,723		9 98
12-21-10	04-17-14	73.320	INSTITUTIONAL	12.02	881		12 09	886		5 13

William Blair & Company, L.L.C.
LEON & MARY STRAUSS CHARITABLE FOUNDATION
REALIZED GAINS AND LOSSES
From 01-01-14 Through 12-31-14

452-28103-18 RR# 169

		Gain Or Loss								
Open Date	Close Date	Quantity	Security	Unit Cost	Cost Basis	Amort. or Accretion	Unit Price	Proceeds	Short Term	Long Term
			**HARBOR BOND FUND INSTITUTIONAL							
04-01-11	04-17-14	34 502	**HARBOR BOND FUND INSTITUTIONAL	12 13	418		12 09	417		-1 38
07-01-11	04-17-14	22.204	**HARBOR BOND FUND INSTITUTIONAL	12 30	273		12 08	268		-4 67
10-03-11	04-17-14	31.569	**HARBOR BOND FUND INSTITUTIONAL	12.05	380		12.09	381		0.95
12-20-11	04-17-14	26.277	**HARBOR BOND FUND INSTITUTIONAL	12.13	319		12 09	317		-1.31
12-20-11	04-17-14	9 072	**HARBOR BOND FUND INSTITUTIONAL	12.13	110		12 08	109		-0 45
04-02-12	04-17-14	22.826	**HARBOR BOND FUND INSTITUTIONAL	12 45	284		12 08	275		-8.45
07-02-12	04-17-14	21 028	**HARBOR BOND FUND INSTITUTIONAL	12 65	266		12.09	254		-11 78
10-01-12	04-17-14	8 979	**HARBOR BOND FUND INSTITUTIONAL	12 99	116		12.08	108		-8 09
12-19-12	04-17-14	28.053	**HARBOR BOND FUND INSTITUTIONAL	12 43	348		12 08	339		-9 54
12-19-12	04-17-14	84 881	**HARBOR BOND FUND INSTITUTIONAL	12 42	1,055		12 09	1,026		-28 85
12-19-12	04-17-14	26 831	**HARBOR BOND FUND INSTITUTIONAL	12.43	333		12 09	324		-9 12
04-02-13	04-17-14	14 694	**HARBOR BOND FUND INSTITUTIONAL	12 50	183		12 08	177		-6.03
07-01-13	04-17-14	15 235	**HARBOR BOND FUND INSTITUTIONAL	12 00	182		12 08	184	1 22	
09-30-13	04-17-14	10 767	**HARBOR BOND FUND INSTITUTIONAL	12.08	130		12 08	130	0 00	
12-19-13	04-17-14	43 086	**HARBOR BOND FUND INSTITUTIONAL	12.02	518		12.09	520	2.60	
03-31-14	04-17-14	13 196	**HARBOR BOND FUND INSTITUTIONAL	12.04	159		12 09	159	0 54	
09-13-13	04-25-14	500	OMNICOM GROUP INC	64.93	32,468		68.54	34,273	1,804 49	
01-18-13	04-29-14	50	CHIPOTLE MEXICAN GRILL INC COMMON STOCK	295.53	14,776		489 81	24,490		9,714 13
09-23-13	04-29-14	500	OMNICOM GROUP INC	64.78	32,394		66 61	33,308	914.21	
02-02-10	04-30-14	250		41 30	10,325		78.51	19,628		9,303.46

William Blair & Company, L.L.C.
LEON & MARY STRAUSS CHARITABLE FOUNDATION
REALIZED GAINS AND LOSSES
From 01-01-14 Through 12-31-14

452-28103-18 RR# 169

		<u>Gain Or Loss</u>							
<u>Open Date</u>	<u>Close Date</u>	<u>Quantity</u>	<u>Security</u>	<u>Unit Cost</u>	<u>Cost Basis</u>	<u>Amort. or Unit Accretion</u>	<u>Unit Price</u>	<u>Proceeds</u>	<u>Short Term</u> <u>Long Term</u>
			CONCUR TECHNOLOGIES INC						
03-13-13	04-30-14	250	CONCUR TECHNOLOGIES INC	71.25	17,812		78.51	19,628	1,815.97
01-27-14	05-01-14	250	HONEYWELL INTL INC	90.63	22,659		92.09	23,024	364.64
03-25-14	05-06-14	1,000	MERCK & CO INC	54.98	54,980		57.15	57,158	2,178.83
12-10-13	05-13-14	1,000,000	KKR & CO L P DEL COM UNITS	24.55	24,554		23.11	23,119	-1,434.62
12-10-13	06-11-14	1,500,000	KKR & CO L P DEL COM UNITS	24.55	36,831		24.19	36,299	-532.11
12-17-13	06-16-14	500	GENERAL ELECTRIC CO	27.08	13,542		26.68	13,344	-197.90
02-04-14	06-16-14	250	WP GLIMCHER INC COM	18.34	4,585		19.23	4,809	224.85
12-17-13	06-19-14	925	GENERAL ELECTRIC CO	27.08	25,053		26.81	24,807	-245.84
02-06-14	06-19-14	575	GENERAL ELECTRIC CO	25.03	14,397		26.81	15,421	1,023.24
05-06-14	07-02-14	350	BRISTOL MYERS SQUIBB CO	51.24	17,935		48.08	16,831	-1,104.38
01-16-14	07-09-14	500	***NESTLE SA-SPONSORED ADR REPSTG REGD ORD	74.81	37,409		77.18	38,594	1,184.68
12-12-12	07-15-14	500	HARLEY DAVIDSON INC	48.75	24,375		65.90	32,954	8,579.12
09-06-13	07-18-14	100	ISHARES NASDAQ BIOTECHNOLOGY INDEX FD	202.19	20,219		246.11	24,611	4,391.53
12-12-12	07-22-14	500	HARLEY DAVIDSON INC	48.75	24,375		62.83	31,417	7,042.25
01-24-14	07-22-14	1,000	PROCTER & GAMBLE CO	80.49	80,499		80.01	80,015	-484.47
01-16-14	07-24-14	450	***NESTLE SA-SPONSORED ADR REPSTG REGD ORD	74.81	33,668		77.27	34,775	1,106.71
02-26-14	07-24-14	50	***NESTLE SA-SPONSORED ADR REPSTG REGD ORD	74.85	3,742		77.27	3,863	121.42
03-20-14	08-07-14	250	MANPOWERGROUP	78.17	19,544		74.98	18,745	-799.22
01-27-14	08-15-14	250	HONEYWELL INTL INC	90.63	22,659		94.08	23,522	862.05
04-30-14	08-18-14	500	ESTEE LAUDER COMPANIES INC CL A	72.54	36,272		76.64	38,323	2,050.55
05-05-14	08-18-14	250	ESTEE LAUDER COMPANIES INC CL A	74.25	18,563		76.64	19,161	598.62
05-13-14	08-18-14	250	ESTEE LAUDER COMPANIES INC CL A	73.75	18,437		76.64	19,161	724.13
07-25-13	08-26-14	250	THERMO FISHER SCIENTIFIC INC	90.75	22,687		121.00	30,251	7,564.15
06-19-14	08-28-14	250	MEDTRONIC INC	64.73	16,182		63.12	15,782	-400.54
06-16-14	08-28-14	250	AVERY DENNISON CORP	50.38	12,595		48.06	12,017	-578.31

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TOTAL REALIZED GAIN/LOSS	207,952
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