Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: THE WILLIAMS FAMILY FUND

A Employer identification number: 38-2837463

Number and street (or P O box number if mail is not delivered to street address): 380 N OLD WOODWARD AVENUE SUITE 300

Room/suite:

B Telephone number (see instructions): 248-642-0333

City or town, state or province, country, and ZIP or foreign postal code: BIRMINGHAM MI 48009

C If exemption application is pending, check here ▶ ☐

G Check all that apply. ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 5,149,283

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) (Part I, column (d) must be on cash basis.)

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

Part I **Analysis of Revenue and Expenses** (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc., received (attach schedule)				
	2	Check ▶ ☒ if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	4	4		
	4	Dividends and interest from securities	103,871	103,871		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	524,175			
	b	Gross sales price for all assets on line 6a 2,024,330				
	7	Capital gain net income (from Part IV, line 2)		524,175		
	8	Net short-term capital gain			0	
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less. Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule) Stmt 1	108,472	727		
	12	**Total.** Add lines 1 through 11	736,522	628,777	0	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule) Stmt 2	6,300	3,600		
	c	Other professional fees (attach schedule)				
	17	Interest	186			
	18	Taxes (attach schedule) (see instructions) Stmt 3	52,398			
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (att. sch) Stmt 4	38,714	36,290		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	97,598	39,890	0	0
	25	Contributions, gifts, grants paid	205,500			205,500
	26	**Total expenses and disbursements.** Add lines 24 and 25	303,098	39,890	0	205,500
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	433,424			
	b	**Net investment income** (if negative, enter -0-)		588,887		
	c	**Adjusted net income** (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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			
	2	Savings and temporary cash investments	146,079	516,581	146,079
	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 (att schedule) ▶ Less allowance for doubtful accounts ▶ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments – U.S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 5	1,066,915	549,963	1,691,015
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment. basis ▶ Less: accumulated depreciation (attach sch) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule) See Statement 6	3,196,606	3,743,121	3,312,189
	14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation (attach sch) ▶			
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers – see the instructions Also, see page 1, item I)	4,409,600	4,809,665	5,149,283
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 ▶ See Statement 7)	66,536	33,177	
	23	**Total liabilities** (add lines 17 through 22)	66,536	33,177	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	4,343,064	4,776,488	
	30	**Total net assets or fund balances** (see instructions)	4,343,064	4,776,488	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,409,600	4,809,665	

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	4,343,064
2	Enter amount from Part I, line 27a	2	433,424
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	4,776,488
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	4,776,488

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 Worksheet			
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				
b				
c				
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) 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				
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	524,175
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	26,424

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	257,750	4,847,276	0.053174
2012	239,750	4,704,958	0.050957
2011	228,500	4,737,361	0.048234
2010	223,000	4,623,559	0.048231
2009	289,274	4,472,120	0.064684

2	Total of line 1, column (d)	2	0.265280
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	0.053056
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,227,131
5	Multiply line 4 by line 3	5	277,331
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,889
7	Add lines 5 and 6	7	283,220
8	Enter qualifying distributions from Part XII, line 4	8	205,500

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: (attach copy of letter if necessary—see instructions)				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	11,778
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	11,778
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	11,778
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	10,604		
b	Exempt foreign organizations – tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	10,000		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	20,604
8	Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached			8	53
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	8,773
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ▶ 8,773 Refunded ▶			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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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? N/A	1c		
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation ▶ $ ________ (2) On foundation managers. ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		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	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		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?	6	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	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ MI			
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	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	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities (continued)

		Line	Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ R JAMISON WILLIAMS JR Telephone no. ▶ 248-642-0333

380 N OLD WOODWARD

Located at ▶ BIRMINGHAM MI ZIP+4 ▶ 48009

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

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies. 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)? N/A 1b

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? N/A 1c

2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):

a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No

If "Yes," list the years ▶ 20 , 20 , 20 , 20

b Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement – see instructions.) N/A 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.) N/A 3b

		Line	Yes	No
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

5a During the year did the foundation pay or incur any amount to.

(1) Carry on propaganda, 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 (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
R JAMISON WILLIAMS JR 380 N OLD WOODWARD SUITE 300	BIRMINGHAM MI 48009	PRES/DIR 0.50	0	0	0
WENDY J LYNCH 3544 FRANKLIN RD	BLOOMFIELD HILLS MI 48302	DIRECTOR 0.00	0	0	0

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

(a) Name and address of each person paid more than $50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over $50,000 for professional services ▶		

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 N/A	
2	
All other program-related investments See instructions 3	
Total. Add lines 1 through 3 ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes				
a	Average monthly fair market value of securities			1a	3,863,447
b	Average of monthly cash balances			1b	356,145
c	Fair market value of all other assets (see instructions)			1c	1,087,140
d	**Total** (add lines 1a, b, and c)			1d	5,306,732
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	5,306,732
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)			4	79,601
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	5,227,131
6	**Minimum investment return.** Enter 5% of line 5			6	261,357

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	261,357
2a	Tax on investment income for 2014 from Part VI, line 5	2a	11,778		
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	11,778
3	Distributable amount before adjustments Subtract line 2c from line 1			3	249,579
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	249,579
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	249,579

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	205,500
b	Program-related investments – total from Part IX-B	1b	
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	205,500
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	205,500

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					249,579
2 Undistributed income, if any, as of the end of 2014:					
a Enter amount for 2013 only				200,300	
b Total for prior years 20_____ , 20_____ , 20_____					
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					
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 205,500					
a Applied to 2013, but not more than line 2a				200,300	
b Applied to undistributed income of prior years (Election required – see instructions)					
c Treated as distributions out of corpus (Election required – see instructions)					
d Applied to 2014 distributable amount					5,200
e Remaining amount distributed out of corpus					
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5					
b Prior years' undistributed income. Subtract line 4b from line 2b					
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					
d Subtract line 6c from line 6b. Taxable amount – see instructions					
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions					
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015					244,379
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)					
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)					
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a					
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 XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

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

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

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test – enter.					
(1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test – enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test – enter:					
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 Information Regarding Foundation Managers:

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

N/A

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.

N/A

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:

R JAMISON WILLIAMS 248-642-0333
380 N OLD WOODWARD AVENUE BIRMINGHAM MI 48009

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

See Statement 8

c Any submission deadlines:

See Statement 9

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

ALL APPLICATIONS ARE REVIEWED BY THE BOARD OF TRUSTEES

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Statement 10				205,500
Total			▶ 3a	205,500
b Approved for future payment N/A				
Total			▶ 3b	

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					4
4 Dividends and interest from securities					103,871
5 Net rental income or (loss) from real estate:					
a *Debt-financed property*					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory					524,175
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a					
b UBS QUADRANGLE					727
c STRENGTH CAPITAL II	523000	107,745			
d					
e					
12 Subtotal Add columns (b), (d), and (e)		107,745		0	628,777

13 Total. Add line 12, columns (b), (d), and (e) 13 736,522

(See worksheet in line 13 instructions to verify calculations)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions)
N/A	

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

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

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

b If "Yes," complete the following schedule.

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

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

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

11/11/15 PRESIDENT

Signature of officer or trustee Date Title

Paid Preparer Use Only

Print/Type preparer's name: MARGARET I TANGHE CPA

Preparer's signature: MARGARET I TANGHE CPA

Date: 11/10/15

Check ☒ if self-employed

Firm's name ▶ MARGARET I TANGHE, CPA

PTIN P00706712

Firm's address ▶ 2064 KRISTIN DR
TROY, MI 48084-1134

Firm's EIN ▶

Phone no 248-649-4795

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	524.38-MFB Northern Emerging Mkts	P	01/29/10	11/19/14
(2)	400-MFC Flexshare 5 year Target	P	03/06/12	11/24/14
(3)	600-MFC Flexshare 5 year Target	P	10/09/12	11/24/14
(4)	1000-MFC Flexshare 5 year Target	P	06/20/13	11/24/14
(5)	1000-MFC Flexshare 3 year Target	P	10/09/12	11/24/14
(6)	1000-MFC Flexshare 3 year Target	P	06/20/13	11/24/14
(7)	850-MFC Flexshares Morningstar	P	03/06/12	05/05/14
(8)	250-MFC Flexshares Morningstar	P	03/06/12	11/19/14
(9)	58.35-MFO DFA Intl Small Co Portfoli	P	04/24/14	11/19/14
(10)	496328-MFO DFA Intl Small Co Portfol	P	05/07/14	11/19/14
(11)	831.95-MFB Equity Index	P	04/15/14	11/20/15
(12)	36-3M Co	P	08/24/07	11/21/14
(13)	82-ABBOTT LABS	P	08/26/11	11/21/14
(14)	86-ADT CORP	P	10/22/13	11/21/14
(15)	15-ADT CORP	P	10/23/13	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	10,000		11,007	-1,007
(2)	9,916		10,296	-380
(3)	14,874		15,852	-978
(4)	24,789		25,440	-651
(5)	24,669		25,530	-861
(6)	24,669		25,060	-391
(7)	8,963		9,218	-255
(8)	1,671		1,844	-173
(9)	1,052		1,164	-112
(10)	8,948		10,000	-1,052
(11)	10,000		10,486	-486
(12)	5,784		3,195	2,589
(13)	3,615		1,974	1,641
(14)	3,098		3,453	-355
(15)	540		611	-71

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-1,007
(2)				-380
(3)				-978
(4)				-651
(5)				-861
(6)				-391
(7)				-255
(8)				-173
(9)				-112
(10)				-1,052
(11)				-486
(12)				2,589
(13)				1,641
(14)				-355
(15)				-71

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	15-ALLSTATE CORP	P	03/27/09	11/21/14
(2)	130-ALLSTATE CORP	P	03/27/09	11/21/14
(3)	40-ALLSTATE CORP	P	02/01/11	11/21/14
(4)	53-APACHE CORP	P	03/06/14	11/21/14
(5)	52-APACHE CORP	P	03/27/14	11/21/14
(6)	101-AT&T INC	P	02/05/10	11/21/14
(7)	60-AT&T INC	P	09/01/10	11/21/14
(8)	73-AT&T INC	P	10/29/13	11/21/14
(9)	1-BAKER HUGHES INC	P	08/14/09	11/21/14
(10)	40-BAKER HUGHES INC	P	02/14/12	11/21/14
(11)	45-BAKER HUGHES INC	P	02/28/12	11/21/14
(12)	30-BAKER HUGHES INC.	P	11/03/11	11/21/14
(13)	65-BAKER HUGHES INC.	P	08/06/10	11/21/14
(14)	151-BANK NEW YORK MELLON CORP	P	10/15/08	11/21/14
(15)	70-BANK NEW YORK MELLON CORP	P	09/17/10	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,018		304	714
(2)	8,819		2,631	6,188
(3)	2,714		1,276	1,438
(4)	4,026		4,236	-210
(5)	3,950		4,213	-263
(6)	3,582		2,565	1,017
(7)	2,128		1,617	511
(8)	2,589		2,535	54
(9)	65		37	28
(10)	2,619		1,969	650
(11)	2,946		2,347	599
(12)	1,964		1,743	221
(13)	4,255		2,807	1,448
(14)	6,085		4,031	2,054
(15)	2,821		1,812	1,009

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				714
(2)				6,188
(3)				1,438
(4)				-210
(5)				-263
(6)				1,017
(7)				511
(8)				54
(9)				28
(10)				650
(11)				599
(12)				221
(13)				1,448
(14)				2,054
(15)				1,009

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	108-BAXTER INTL INC	P	10/07/14	11/21/14
(2)	4-BLACKROCK INC	P	06/18/10	11/21/14
(3)	13-BLACKROCK INC	P	08/05/11	11/21/14
(4)	11-BLACKROCK INC	P	06/17/10	11/21/14
(5)	73-BOEING CO COM	P	11/21/08	11/21/14
(6)	43-BP P L C	P	03/25/13	11/21/14
(7)	99-BP P L C	P	07/24/12	11/21/14
(8)	BP P L C	P	07/24/12	09/25/14
(9)	51-BP P L C	P	08/21/12	11/21/14
(10)	61-CAP 1 FNCL	P	09/19/13	11/21/14
(11)	84-CARNIVAL CORP COM PAIRED	P	03/20/13	11/21/14
(12)	52-CARNIVAL CORP COM PAIRED	P	05/24/13	11/21/14
(13)	109-CARNIVAL CORP COM PAIRED	P	03/28/13	11/21/14
(14)	9-CHEVRON CORP	P	03/12/09	11/21/14
(15)	35-CHEVRON CORP	P	09/16/09	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	7,861		7,726	135
(2)	1,413		653	760
(3)	4,591		2,269	2,322
(4)	3,885		1,754	2,131
(5)	9,700		2,834	6,866
(6)	1,819		1,759	60
(7)	4,273		4,131	142
(8)	17		16	1
(9)	2,158		2,180	-22
(10)	4,989		4,187	802
(11)	3,510		2,905	605
(12)	2,173		1,728	445
(13)	4,555		3,716	839
(14)	1,067		533	534
(15)	4,150		2,492	1,658

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				135
(2)				760
(3)				2,322
(4)				2,131
(5)				6,866
(6)				60
(7)				142
(8)				1
(9)				-22
(10)				802
(11)				605
(12)				445
(13)				839
(14)				534
(15)				1,658

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	45-CHEVRON CORP	P	01/21/10	11/21/14
(2)	368-CISCO SYSTEMS INC	P	07/20/12	11/21/14
(3)	7-CISCO SYSTEMS INC	P	11/04/13	11/21/14
(4)	41-COACH INC	P	08/07/12	10/16/14
(5)	89-COACH INC	P	03/13/13	10/16/14
(6)	127-CONAGRA FOODS INC	P	01/24/14	11/21/14
(7)	35-CONAGRA FOODS INC	P	06/30/14	11/21/14
(8)	173-DOW CHEMICAL	P	08/07/09	11/21/14
(9)	117-EMC CORP	P	10/28/13	11/21/14
(10)	137-EMC CORP	P	06/06/13	11/21/14
(11)	131-ENSCO PLC SPON ADR	P	07/02/10	11/21/14
(12)	15-EXXON MOBIL CORP	P	05/18/10	11/21/14
(13)	7-EXXON MOBIL CORP	P	02/27/09	11/21/14
(14)	90-EXXON MOBIL CORP	P	10/09/09	11/21/14
(15)	132-FREEPORT-MCMORAN COPPER & GOLD I	P	08/13/13	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	5,336		3,555	1,781
(2)	9,925		5,952	3,973
(3)	189		159	30
(4)	1,441		2,043	-602
(5)	3,129		4,364	-1,235
(6)	4,536		4,256	280
(7)	1,250		1,002	248
(8)	9,231		3,966	5,265
(9)	3,539		2,751	788
(10)	4,144		3,367	777
(11)	5,216		4,969	247
(12)	1,454		973	481
(13)	678		500	178
(14)	8,724		6,192	2,532
(15)	3,919		4,010	-91

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				1,781
(2)				3,973
(3)				30
(4)				-602
(5)				-1,235
(6)				280
(7)				248
(8)				5,265
(9)				788
(10)				777
(11)				247
(12)				481
(13)				178
(14)				2,532
(15)				-91

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	7-FREEPORT-MCMORAN COPPER & GOLD INC	P	11/04/13	11/21/14
(2)	46-FREEPORT-MCMORAN COPPER & GOLD IN	P	12/08/11	11/21/14
(3)	57-FREEPORT-MCMORAN CPP &GLD INC	P	08/01/12	11/21/14
(4)	5-GENERAL ELECTRIC CO	P	11/04/13	11/21/14
(5)	367-GENERAL ELECTRIC CO	P	03/27/09	11/21/14
(6)	12-GOLDMAN SACHS GROUP INC	P	06/10/10	11/21/14
(7)	21-GOLDMAN SACHS GROUP INC	P	12/19/08	11/21/14
(8)	21-GOLDMAN SACHS GROUP INC	P	07/28/11	11/21/14
(9)	19-GOLDMAN SACHS GRP INC	P	06/19/12	11/21/14
(10)	255-HEWLETT PACKARD CO	P	04/27/12	11/21/14
(11)	131-INTEL CORP	P	02/07/13	11/21/14
(12)	8-INTEL CORP	P	11/04/13	11/21/14
(13)	161-INTEL CORP	P	01/23/08	11/21/14
(14)	110-INTEL CORP	P	08/30/10	11/21/14
(15)	35-INVESCO LTD	P	02/03/10	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	208		260	-52
(2)	1,366		1,848	-482
(3)	1,692		1,855	-163
(4)	135		132	3
(5)	9,927		3,949	5,978
(6)	2,298		1,662	636
(7)	4,021		1,456	2,565
(8)	4,021		2,867	1,154
(9)	3,638		1,779	1,859
(10)	9,496		6,225	3,271
(11)	4,725		2,791	1,934
(12)	289		196	93
(13)	5,807		3,230	2,577
(14)	3,968		2,031	1,937
(15)	1,413		677	736

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-52
(2)				-482
(3)				-163
(4)				3
(5)				5,978
(6)				636
(7)				2,565
(8)				1,154
(9)				1,859
(10)				3,271
(11)				1,934
(12)				93
(13)				2,577
(14)				1,937
(15)				736

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2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	125-INVESCO LTD	P	02/04/10	11/21/14
(2)	60-INVESCO LTD	P	08/05/11	11/21/14
(3)	488-ITAU UNIBANCO HLDG SA	P	08/15/13	11/21/14
(4)	0.4-ITAU UNIBANCO HLDG SA	P	08/12/13	06/06/14
(5)	26-JOHNSON & JOHNSON	P	08/24/07	11/21/14
(6)	50-JOHNSON & JOHNSON	P	09/28/07	11/21/14
(7)	33-JOHNSON & JOHNSON	P	10/10/12	11/21/14
(8)	120-JOHNSON CTL INC	P	11/20/12	11/21/14
(9)	12-JOHNSON CTL INC	P	11/04/13	11/21/14
(10)	116-JPMORGAN CHASE & CO	P	03/24/11	11/21/14
(11)	90-JPMORGAN CHASE & CO	P	07/28/11	11/21/14
(12)	55-MEDTRONIC INC.	P	09/01/10	11/21/14
(13)	15-MEDTRONIC INC.	P	06/02/11	11/21/14
(14)	84-MEDTRONIC INC.	P	05/01/09	11/21/14
(15)	10-MERCK & CO INC	P	10/22/10	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	5,047		2,481	2,566
(2)	2,423		1,274	1,149
(3)	7,344		5,927	1,417
(4)	6		5	1
(5)	2,824		1,605	1,219
(6)	5,430		3,258	2,172
(7)	3,584		2,291	1,293
(8)	6,079		3,021	3,058
(9)	608		541	67
(10)	7,078		5,319	1,759
(11)	5,492		3,760	1,732
(12)	4,004		1,785	2,219
(13)	1,092		605	487
(14)	6,115		2,533	3,582
(15)	600		369	231

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				2,566
(2)				1,149
(3)				1,417
(4)				1
(5)				1,219
(6)				2,172
(7)				1,293
(8)				3,058
(9)				67
(10)				1,759
(11)				1,732
(12)				2,219
(13)				487
(14)				3,582
(15)				231

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	140-MERCK & CO INC	P	04/28/11	11/21/14
(2)	101-METLIFE INC	P	04/22/09	11/21/14
(3)	95-METLIFE INC	P	07/28/11	11/21/14
(4)	30-METLIFE INC	P	11/03/11	11/21/14
(5)	5-METLIFE INC	P	11/04/13	11/21/14
(6)	53-MICROSOFT CORP	P	08/30/10	11/21/14
(7)	115-MICROSOFT CORP	P	06/29/11	11/21/14
(8)	103-MURPHY OIL CORP	P	07/11/14	11/21/14
(9)	60-NATIONAL OILWELL VARCO	P	10/09/14	11/21/14
(10)	227-NEW YORK CMNTY BANCORP INC	P	08/11/09	04/01/14
(11)	41-NEW YORK CMNTY BANCORP INC	P	08/11/09	03/31/14
(12)	85-NEW YORK CMNTY BANCORP INC	P	06/02/11	04/01/14
(13)	88-NEW YORK CMNTY BANCORP INC	P	08/02/11	04/01/14
(14)	47-NEW YORK CMNTY BANCORP INC	P	08/05/11	04/02/14
(15)	9-NEW YORK CMNTY BANCORP INC	P	11/04/13	04/02/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	8,396		4,780	3,616
(2)	5,611		2,806	2,805
(3)	5,278		3,931	1,347
(4)	1,667		1,080	587
(5)	278		245	33
(6)	2,598		1,281	1,317
(7)	5,637		2,795	2,842
(8)	5,588		6,832	-1,244
(9)	4,407		4,438	-31
(10)	3,643		2,526	1,117
(11)	658		456	202
(12)	1,364		1,374	-10
(13)	1,412		1,183	229
(14)	755		632	123
(15)	145		146	-1

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				3,616
(2)				2,805
(3)				1,347
(4)				587
(5)				33
(6)				1,317
(7)				2,842
(8)				-1,244
(9)				-31
(10)				1,117
(11)				202
(12)				-10
(13)				229
(14)				123
(15)				-1

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	48-NORTHROP GRUMMAN CORP	P	06/11/13	11/21/14
(2)	57-OCCIDENTAL PETROLEUM CORP	P	07/24/12	11/21/14
(3)	70-OMNICOM GROUP INC	P	10/21/14	11/21/14
(4)	71-PEPSICO INC	P	07/02/08	11/21/14
(5)	22-PETSMART INC	P	08/26/13	11/21/14
(6)	30-PETSMART INC	P	08/28/13	11/21/14
(7)	41-PETSMART INC	P	10/15/13	11/21/14
(8)	35-PETSMART INC	P	01/24/14	11/21/14
(9)	7-PFIZER INC	P	11/04/13	11/21/14
(10)	9-PFIZER INC	P	03/03/06	11/21/14
(11)	65-PFIZER INC	P	08/10/11	11/21/14
(12)	280-PFIZER INC	P	09/28/07	11/21/14
(13)	58-PHILIP MORRIS INTL INC	P	10/15/08	11/21/14
(14)	60-PNC FINANCIAL SERVICES GROUP	P	11/20/12	11/21/14
(15)	46-PARTNERRE HLDG LTD	P	09/19/13	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	6,718		3,933	2,785
(2)	5,014		4,954	60
(3)	5,248		4,669	579
(4)	7,029		4,580	2,449
(5)	1,733		1,582	151
(6)	2,363		2,132	231
(7)	3,229		2,953	276
(8)	2,757		2,234	523
(9)	215		217	-2
(10)	254		218	36
(11)	1,995		1,146	849
(12)	8,615		4,917	3,698
(13)	4,994		2,545	2,449
(14)	5,266		3,275	1,991
(15)	5,337		4,179	1,158

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				2,785
(2)				60
(3)				579
(4)				2,449
(5)				151
(6)				231
(7)				276
(8)				523
(9)				-2
(10)				36
(11)				849
(12)				3,698
(13)				2,449
(14)				1,991
(15)				1,158

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	40-PARTNERRE HLDG LTD	P	08/01/13	11/21/14
(2)	6-PARTNERRE HLDG LTD	P	08/02/13	11/21/14
(3)	88-PRUDENTIAL FINL INC	P	11/24/10	11/21/14
(4)	30-PRUDENTIAL FINL INC	P	01/11/11	11/21/14
(5)	25-PRUDENTIAL FINL INC	P	08/05/11	11/21/14
(6)	93-SCHLUMBERGER LTD	P	01/14/09	11/21/14
(7)	22-SIEMENS AG	P	06/19/12	11/21/14
(8)	61-SIEMENS AG	P	03/27/12	11/21/14
(9)	104-TARGET CORP	P	01/19/12	11/21/14
(10)	59-UNITEDHEALTH GROUP INC	P	05/09/13	11/21/14
(11)	33-UNITEDHEALTH GROUP INC	P	05/24/13	11/21/14
(12)	80-VERIZON COMMUNICATIONS	P	07/28/14	11/21/14
(13)	88.73-VODAFONE GROUP PLC	P	06/30/11	04/18/43
(14)	33.27-VODAFONE GROUP PLC	P	06/19/12	07/23/14
(15)	1-VODAFONE GROUP PLC	P	06/14/12	07/25/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	4,641		3,676	965
(2)	696		546	150
(3)	7,444		4,717	2,727
(4)	2,538		1,842	696
(5)	2,115		1,419	696
(6)	9,119		3,912	5,207
(7)	2,566		1,801	765
(8)	7,115		6,218	897
(9)	7,469		5,176	2,293
(10)	5,715		3,569	2,146
(11)	3,196		2,073	1,123
(12)	6,912		4,096	2,816
(13)	2,909		4,220	-1,311
(14)	1,082		1,618	-536
(15)	34		50	-16

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				965
(2)				150
(3)				2,727
(4)				696
(5)				696
(6)				5,207
(7)				765
(8)				897
(9)				2,293
(10)				2,146
(11)				1,123
(12)				2,816
(13)				-1,311
(14)				-536
(15)				-16

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	170-WELLS FARGO & CO	P	05/12/08	11/21/14
(2)	69-WELLS FARGO & CO	P	03/17/08	11/21/14
(3)	5-WFC - WELLS FARGO & CO	P	11/04/13	11/21/14
(4)	35-Accenture PLC	P	01/12/10	06/30/14
(5)	14-AGRIUM INC	P	09/18/12	12/01/14
(6)	9-AGRIUM INC	P	09/18/12	11/24/14
(7)	16-AGRIUM INC	P	04/30/14	12/01/14
(8)	52-ARKEMA SPONSORED RIGHTS	P	12/26/14	12/26/14
(9)	21-BAIDU INC SPONSORED ADR	P	10/22/12	04/23/14
(10)	5-BASF AKTIENGESELLSCHAFT	P	01/15/10	12/12/14
(11)	25-BASF AKTIENGESELLSCHAFT	P	02/03/10	12/12/14
(12)	2-BASF AKTIENGESELLSCHAFT	P	03/22/11	12/12/14
(13)	5-BASF AKTIENGESELLSCHAFT	P	03/16/12	12/12/14
(14)	6-BASF AKTIENGESELLSCHAFT	P	03/16/12	12/11/14
(15)	BRAMBLES LTD RIGHTS	P	01/23/14	06/27/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	9,175		5,245	3,930
(2)	3,724		2,055	1,669
(3)	270		216	54
(4)	2,849		1,488	1,361
(5)	1,349		1,472	-123
(6)	900		946	-46
(7)	1,542		1,503	39
(8)	121			121
(9)	3,344		2,415	929
(10)	437		303	134
(11)	2,186		1,435	751
(12)	175		155	20
(13)	437		433	4
(14)	534		520	14
(15)	364			364

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				3,930
(2)				1,669
(3)				54
(4)				1,361
(5)				-123
(6)				-46
(7)				39
(8)				121
(9)				929
(10)				134
(11)				751
(12)				20
(13)				4
(14)				14
(15)				364

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	18-CANON INC ADR	P	01/12/10	01/15/14
(2)	64-CANON INC ADR	P	01/12/10	01/16/14
(3)	42-CENOVUS ENERGY INC	P	04/27/11	07/25/14
(4)	56-CHINA MOBILE LTD	P	01/12/10	08/01/14
(5)	15-CHINA MOBILE LTD	P	01/12/10	06/10/14
(6)	31-CHINA MOBILE LTD	P	06/10/14	05/04/14
(7)	19-CHINA MOBILE LTD	P	03/22/13	05/27/14
(8)	4-CHL - CHINA MOBILE LTD	P	03/22/13	06/10/14
(9)	31-CHL - CHINA MOBILE LTD	P	03/22/13	08/01/14
(10)	82-CIELO S A SPONSORED ADR	P	12/17/12	07/08/14
(11)	14-CNOOC LTD	P	06/19/12	04/23/14
(12)	14-CORUS ENTMT INC CL B	P	01/27/10	02/06/14
(13)	43-DELPHI AUTOMOTIVE PLC	P	02/06/14	05/29/14
(14)	23-DELPHI AUTOMOTIVE PLC	P	04/28/14	05/29/14
(15)	1-DAIHATSU MTR CO LTD	P	05/13/13	02/03/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	557		768	-211
(2)	1,968		2,731	-763
(3)	1,282		1,569	-287
(4)	1,966		1,131	835
(5)	740		735	5
(6)	1,520		1,611	-91
(7)	927		987	-60
(8)	197		208	-11
(9)	1,088		1,611	-523
(10)	1,671		909	762
(11)	2,281		2,779	-498
(12)	311		257	54
(13)	2,977		2,544	433
(14)	1,592		1,582	10
(15)	31		40	-9

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				-211
(2)				-763
(3)				-287
(4)				835
(5)				5
(6)				-91
(7)				-60
(8)				-11
(9)				-523
(10)				762
(11)				-498
(12)				54
(13)				433
(14)				10
(15)				-9

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	82-DAIHATSU MTR CO LTD	P	05/13/13	02/03/14
(2)	3-EUTELSAT COMMUNICATIONS ADR	P	08/23/13	03/05/14
(3)	17-EUTELSAT COMMUNICATIONS ADR	P	08/23/13	03/06/14
(4)	209-EUTELSAT COMMUNICATIONS ADR	P	08/26/13	03/06/14
(5)	122-EUTELSAT COMMUNICATIONS ADR	P	08/26/13	05/14/14
(6)	222-EUTELSAT COMMUNICATIONS ADR	P	08/27/13	05/14/14
(7)	7-GRUPO FINANCIERO BANORTE S A B	P	03/26/13	10/02/14
(8)	17-GRUPO FINANCIERO BANORTE S A B	P	04/01/13	10/02/14
(9)	65-GIVAUDAN SA ADR	P	01/15/10	10/10/14
(10)	9-GIVAUDAN SA ADR	P	04/13/11	06/26/14
(11)	4-GIVAUDAN SA ADR	P	04/13/11	10/10/14
(12)	15-GIVAUDAN SA ADR	P	04/21/10	10/10/14
(13)	4-HENKEL AG & CO KGAA	P	09/26/13	02/06/14
(14)	30-ICICI BK LTD	P	03/12/13	05/16/14
(15)	48-ICICI BK LTD	P	03/13/13	05/16/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,539		3,249	-710
(2)	24		23	1
(3)	135		128	7
(4)	1,657		1,567	90
(5)	1,027		891	136
(6)	1,858		1,664	194
(7)	220		272	-52
(8)	534		677	-143
(9)	2,004		1,132	872
(10)	267		187	80
(11)	123		83	40
(12)	463		276	187
(13)	448		414	34
(14)	1,528		1,321	207
(15)	2,445		2,146	299

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
(1)				-710
(2)				1
(3)				7
(4)				90
(5)				136
(6)				194
(7)				-52
(8)				-143
(9)				872
(10)				80
(11)				40
(12)				187
(13)				34
(14)				207
(15)				299

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	109-ICAP PLC SPONSORED ADR	P	03/07/12	05/21/14
(2)	4-ICAP PLC SPONSORED ADR	P	03/12/12	05/21/14
(3)	60-ICAP PLC SPONSORED ADR	P	07/19/12	05/21/14
(4)	236-IND & COMM BK	P	12/12/12	04/23/14
(5)	23-IND & COMM BK	P	12/21/12	04/23/14
(6)	6-JARDINE MATHESON HLDGS LTD	P	02/06/13	02/06/14
(7)	24-KONINKLIJKE AHOLD NV SPONSORED AD	P	01/15/10	02/06/14
(8)	0.92-KONINKLIJKE AHOLD NV SPONSORED	P	01/15/10	04/03/14
(9)	129-NEW GOLD INC	P	11/15/10	05/08/14
(10)	78-NEW GOLD INC	P	11/15/10	05/07/14
(11)	145-NEW GOLD INC	P	11/15/10	05/06/14
(12)	129-NEW GOLD INC	P	11/15/10	05/05/14
(13)	8-NEW GOLD INC	P	08/10/11	05/05/14
(14)	149-NOKIAN TYRES OYJ	P	04/11/13	04/14/14
(15)	14-PUBLICIS S A	P	05/31/13	02/06/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,393		1,353	40
(2)	51		48	3
(3)	767		592	175
(4)	2,834		3,259	-425
(5)	276		327	-51
(6)	316		389	-73
(7)	414		323	91
(8)	17		13	4
(9)	628		1,163	-535
(10)	383		703	-320
(11)	731		1,307	-576
(12)	680		1,199	-519
(13)	41		92	-51
(14)	2,761		3,332	-571
(15)	314		254	60

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				40
(2)				3
(3)				175
(4)				-425
(5)				-51
(6)				-73
(7)				91
(8)				4
(9)				-535
(10)				-320
(11)				-576
(12)				-519
(13)				-51
(14)				-571
(15)				60

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	218-SBERBANK RUSSIA SPONSORED ADR	P	08/02/12	04/14/14
(2)	154-SBERBANK RUSSIA SPONSORED ADR	P	09/24/12	04/14/14
(3)	15-SBERBANK RUSSIA SPONSORED ADR	P	09/24/14	04/11/14
(4)	12-SABMILLER PLC	P	02/12/13	09/15/14
(5)	25-SILVER WHEATON CORP	P	01/12/10	05/27/14
(6)	86-SILVER WHEATON CORP	P	03/26/10	08/01/14
(7)	9-SILVER WHEATON CORP	P	03/26/10	05/27/14
(8)	32-SILVER WHEATON CORP	P	12/21/12	05/27/14
(9)	32-SVENSKA CELLULOSA AKTIEBOLAGET	P	04/30/14	08/01/14
(10)	110-SVENSKA CELLULOSA AKTIEBOLAGET S	P	10/16/12	08/01/14
(11)	21-SVENSKA CELLULOSA AKTIEBOLAGET SC	P	10/18/12	08/01/14
(12)	38-TURKIYE GARANTI BANKASI A S	P	04/12/13	01/15/14
(13)	564-TURKIYE GARANTI BANKASI A S	P	04/22/13	01/15/14
(14)	3-TOYOTA MTR CORP	P	02/10/12	02/16/14
(15)	101-TOSHIBA CORP ADR	P	07/22/13	04/23/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,922		2,418	-496
(2)	1,358		1,918	-560
(3)	135		187	-52
(4)	724		599	125
(5)	515		425	90
(6)	2,231		1,357	874
(7)	185		142	43
(8)	659		1,154	-495
(9)	787		898	-111
(10)	2,705		1,984	721
(11)	516		377	139
(12)	115		207	-92
(13)	1,703		3,047	-1,344
(14)	348		238	110
(15)	2,489		2,932	-443

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-496
(2)				-560
(3)				-52
(4)				125
(5)				90
(6)				874
(7)				43
(8)				-495
(9)				-111
(10)				721
(11)				139
(12)				-92
(13)				-1,344
(14)				110
(15)				-443

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	15-TOSHIBA CORP ADR	P	07/25/13	04/23/14
(2)	339-TULLOW OIL PLC ADR	P	11/04/11	05/30/14
(3)	259-UNICHARM CORP	P	05/07/13	06/03/14
(4)	29-UNILEVER N V NEW YORK	P	01/12/10	01/21/14
(5)	0.5-AAON INC	P	09/10/12	07/17/14
(6)	5-AARONS INC	P	02/07/08	09/26/14
(7)	25-AARONS INC	P	02/07/08	05/28/14
(8)	38-AARONS INC	P	02/07/08	05/22/14
(9)	42-AARONS INC	P	02/07/08	05/02/14
(10)	13-AARONS INC	P	08/06/12	05/02/14
(11)	36-AARONS INC	P	10/21/13	09/26/14
(12)	10-AARONS INC	P	10/22/13	09/26/14
(13)	7-ACUITY BRANDS INC	P	03/05/10	05/28/14
(14)	10-ACUITY BRANDS INC	P	03/05/10	04/30/14
(15)	3-ACUITY BRANDS INC	P	03/05/10	03/13/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	370		435	-65
(2)	2,488		3,652	-1,164
(3)	3,133		3,355	-222
(4)	1,157		924	233
(5)	17		4	13
(6)	123		65	58
(7)	818		324	494
(8)	1,239		492	747
(9)	1,263		544	719
(10)	391		379	12
(11)	886		1,030	-144
(12)	246		286	-40
(13)	876		283	593
(14)	1,246		404	842
(15)	421		121	300

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				-65
(2)				-1,164
(3)				-222
(4)				233
(5)				13
(6)				58
(7)				494
(8)				747
(9)				719
(10)				12
(11)				-144
(12)				-40
(13)				593
(14)				842
(15)				300

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	10-ACUITY BRANDS INC	P	03/31/10	03/13/14
(2)	1-ACUITY BRANDS INC	P	03/21/10	02/24/14
(3)	13-ACUITY BRANDS INC	P	11/10/11	02/24/14
(4)	20-ACUITY BRANDS INC	P	07/19/10	09/22/14
(5)	10-CARLISLE COMPANIES	P	08/14/09	10/21/14
(6)	5-CARLISLE COMPANIES	P	08/14/09	10/13/14
(7)	5-CARLISLE COMPANIES	P	10/27/09	10/13/14
(8)	10-CARLISLE COMPANIES	P	10/27/09	05/30/14
(9)	7-CARLISLE COMPANIES	P	12/22/09	03/13/14
(10)	16-CARLISLE COMPANIES INC	P	08/25/11	03/13/14
(11)	4-CARLISLE COMPANIES INC	P	08/25/11	05/30/14
(12)	DIAMOND FOODS INC	P	11/20/14	11/20/14
(13)	1-DRIL-QUIP INC	P	12/12/08	05/22/14
(14)	6-DRIL-QUIP INC	P	12/21/12	05/22/14
(15)	55-TEETER SUPERMARKETS	P	09/05/07	01/29/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,402		416	986
(2)	137		42	95
(3)	1,782		571	1,211
(4)	2,432		807	1,625
(5)	857		323	534
(6)	383		161	222
(7)	383		166	217
(8)	847		332	515
(9)	544		239	305
(10)	1,244		539	705
(11)	339		135	204
(12)	29		30	-1
(13)	104		21	83
(14)	624		434	190
(15)	2,716		1,799	917

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				986
(2)				95
(3)				1,211
(4)				1,625
(5)				534
(6)				222
(7)				217
(8)				515
(9)				305
(10)				705
(11)				204
(12)				-1
(13)				83
(14)				190
(15)				917

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	8-HENRY JACK & ASSOC INC	P	09/05/07	05/28/14
(2)	12-HENRY JACK & ASSOC INC	P	09/05/07	03/12/14
(3)	6-HENRY JACK & ASSOC INC	P	04/27/12	03/12/14
(4)	15-HENRY JACK & ASSOC INC	P	04/27/12	03/11/14
(5)	4-HENRY JACK & ASSOC INC	P	12/21/12	03/11/14
(6)	20-HITTITE MICROWAVE CORP	P	10/27/10	07/16/14
(7)	15-HITTITE MICROWAVE CORP	P	12/16/10	07/16/14
(8)	11-HITTITE MICROWAVE CORP	P	04/27/12	07/16/14
(9)	14-KIRBY CORP	P	10/22/08	05/02/14
(10)	7-KIRBY CORP	P	12/12/08	05/02/14
(11)	16-KIRBY CORP	P	12/12/08	05/15/14
(12)	17-KIRBY CORP	P	12/12/08	05/28/14
(13)	10-KIRBY CORP	P	12/12/08	06/11/14
(14)	15-KIRBY CORP	P	02/05/09	06/19/14
(15)	5-KIRBY CORP	P	02/05/09	06/11/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	463		207	256
(2)	687		310	377
(3)	344		200	144
(4)	864		500	364
(5)	230		159	71
(6)	1,557		1,010	547
(7)	1,168		935	233
(8)	857		543	314
(9)	1,505		450	1,055
(10)	753		178	575
(11)	1,670		406	1,264
(12)	1,872		431	1,441
(13)	1,132		254	878
(14)	1,731		363	1,368
(15)	566		121	445

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				256
(2)				377
(3)				144
(4)				364
(5)				71
(6)				547
(7)				233
(8)				314
(9)				1,055
(10)				575
(11)				1,264
(12)				1,441
(13)				878
(14)				1,368
(15)				445

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	27-KIRBY CORP	P	09/10/12	03/14/14
(2)	40-MANHATTAN ASSOCS INC	P	02/29/08	03/13/14
(3)	70-MANHATTAN ASSOCS INC	P	02/29/08	03/19/14
(4)	2-MANHATTAN ASSOCS INC	P	02/29/08	11/11/14
(5)	16-MANHATTAN ASSOCS INC	P	10/27/08	11/11/14
(6)	32-MERIDIAN BIOSCIENCE INC	P	10/27/10	11/21/14
(7)	1-MERIDIAN BIOSCIENCE INC	P	10/27/10	11/03/14
(8)	14-MERIDIAN BIOSCIENCE INC	P	04/29/11	11/03/14
(9)	21-MERIDIAN BIOSCIENCE INC	P	04/29/11	10/31/14
(10)	5-MIDDLEBY CORP	P	05/23/12	02/05/14
(11)	13-MIDDLEBY CORP	P	05/23/12	02/05/14
(12)	1-MIDDLEBY CORP	P	12/21/12	02/04/14
(13)	7-MONRO MUFFLER BRAKE INC	P	12/16/10	02/24/14
(14)	16-MONRO MUFFLER BRAKE INC	P	09/11/12	02/24/14
(15)	6-MOOG INC CL A	P	12/13/10	11/11/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,763		1,518	1,245
(2)	1,568		226	1,342
(3)	2,627		396	2,231
(4)	80		11	69
(5)	638		65	573
(6)	509		749	-240
(7)	18		23	-5
(8)	259		346	-87
(9)	390		520	-130
(10)	1,211		502	709
(11)	3,124		1,305	1,819
(12)	242		132	110
(13)	402		245	157
(14)	919		575	344
(15)	445		236	209

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				1,245
(2)				1,342
(3)				2,231
(4)				69
(5)				573
(6)				-240
(7)				-5
(8)				-87
(9)				-130
(10)				709
(11)				1,819
(12)				110
(13)				157
(14)				344
(15)				209

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	4-ABBVIE INC	P	01/25/13	04/15/14
(2)	21-ABBVIE INC	P	01/25/13	03/31/14
(3)	20-ABBVIE INC	P	12/27/13	05/22/14
(4)	16-ABBVIE INC	P	01/19/10	05/13/14
(5)	11-ABBVIE INC	P	01/19/10	04/15/14
(6)	2-ABBVIE INC	P	02/17/10	05/13/14
(7)	18-ABBVIE INC	P	02/17/10	05/20/14
(8)	11-ABBVIE INC	P	02/19/10	05/20/14
(9)	4-ABBVIE INC	P	02/19/10	05/22/14
(10)	15-ABBVIE INC	P	10/24/11	05/22/14
(11)	6-ABBVIE INC	P	08/07/12	04/15/14
(12)	3-ALEXION PHARMACEUTICALS INC	P	11/05/12	05/01/14
(13)	4-ALEXION PHARMACEUTICALS INC	P	11/13/12	05/01/14
(14)	3-ALEXION PHARMACEUTICALS INC	P	11/13/12	05/13/14
(15)	30-ALEXION PHARMACEUTICALS INC	P	05/11/10	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	188		145	43
(2)	1,075		759	316
(3)	1,074		1,056	18
(4)	834		468	366
(5)	516		322	194
(6)	104		57	47
(7)	963		514	449
(8)	588		312	276
(9)	215		113	102
(10)	805		420	385
(11)	282		206	76
(12)	484		271	213
(13)	645		356	289
(14)	485		267	218
(15)	5,875		769	5,106

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				43
(2)				316
(3)				18
(4)				366
(5)				194
(6)				47
(7)				449
(8)				276
(9)				102
(10)				385
(11)				76
(12)				213
(13)				289
(14)				218
(15)				5,106

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	4-ALEXION PHARMACEUTICALS INC	P	02/21/13	05/13/14
(2)	7-ALEXION PHARMACEUTICALS INC	P	02/21/13	11/21/14
(3)	6-ALEXION PHARMACEUTICALS INC	P	07/10/13	11/21/14
(4)	7-ALLIANCE DATA SYS CORP	P	02/04/14	11/21/14
(5)	1-ALLIANCE DATA SYS CORP	P	02/05/14	11/21/14
(6)	9-ALLIANCE DATA SYS CORP	P	02/05/14	11/21/14
(7)	4-ALLIANCE DATA SYS CORP	P	04/01/14	11/21/14
(8)	3-ALLIANCE DATA SYS CORP	P	04/11/14	11/21/14
(9)	4-ALLIANCE DATA SYS CORP	P	04/21/14	11/21/14
(10)	6-ALLIANCE DATA SYS CORP	P	05/05/14	11/21/14
(11)	1-AMAZON COM INC	P	01/19/10	05/14/14
(12)	5-AMAZON COM INC	P	01/19/10	05/13/14
(13)	4-AMAZON COM INC	P	01/19/10	04/30/14
(14)	7-AMAZON COM INC	P	01/19/10	04/28/14
(15)	6-AMAZON COM INC	P	03/04/10	05/14/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	647		344	303
(2)	1,371		602	769
(3)	1,175		154	1,021
(4)	2,014		1,743	271
(5)	288		244	44
(6)	2,589		2,220	369
(7)	1,151		1,091	60
(8)	863		774	89
(9)	1,151		1,010	141
(10)	1,726		1,443	283
(11)	301		126	175
(12)	1,520		631	889
(13)	1,206		504	702
(14)	2,024		883	1,141
(15)	1,804		719	1,085

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				303
(2)				769
(3)				1,021
(4)				271
(5)				44
(6)				369
(7)				60
(8)				89
(9)				141
(10)				283
(11)				175
(12)				889
(13)				702
(14)				1,141
(15)				1,085

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	4-AMAZON COM INC	P	03/04/10	11/21/14
(2)	3-AMAZON COM INC	P	01/29/14	06/20/14
(3)	2-AMAZON COM INC	P	02/05/14	06/20/14
(4)	2-AMAZON COM INC	P	03/04/14	06/20/14
(5)	3-AMAZON COM INC	P	03/04/14	07/15/14
(6)	3-AMAZON COM INC	P	04/01/14	11/21/14
(7)	12-AMERICAN EXPRESS CO.	P	06/14/10	05/22/14
(8)	8-AMERICAN EXPRESS CO.	P	06/14/10	05/20/14
(9)	13-AMERICAN EXPRESS CO.	P	05/06/10	04/08/14
(10)	3-AMERICAN EXPRESS CO.	P	05/06/10	05/13/14
(11)	12-AMERICAN EXPRESS CO.	P	07/21/10	05/13/14
(12)	8-AMERICAN EXPRESS CO.	P	07/21/10	05/20/14
(13)	19-AMERICAN EXPRESS CO.	P	10/24/13	05/22/14
(14)	40-AMERICAN TOWER CORP	P	12/13/10	11/21/14
(15)	14-AMERICAN TOWER CORP	P	12/29/10	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,342		479	863
(2)	968		1,168	-200
(3)	645		732	-87
(4)	645		721	-76
(5)	1,062		1,081	-19
(6)	1,006		1,015	-9
(7)	1,058		461	597
(8)	698		307	391
(9)	1,124		549	575
(10)	268		127	141
(11)	1,071		504	567
(12)	698		336	362
(13)	1,676		1,534	142
(14)	4,066		2,041	2,025
(15)	1,423		718	705

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				863
(2)				-200
(3)				-87
(4)				-76
(5)				-19
(6)				-9
(7)				597
(8)				391
(9)				575
(10)				141
(11)				567
(12)				362
(13)				142
(14)				2,025
(15)				705

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	16-AMERICAN TOWER CORP	P	08/29/13	11/21/14
(2)	13-AMERICAN TOWER CORP	P	01/22/14	11/21/14
(3)	11-AMERICAN TOWER CORP	P	01/29/14	11/21/14
(4)	13-AMERIPRISE FINL INC	P	12/24/13	11/21/14
(5)	10-AMERIPRISE FINL INC	P	12/27/13	11/21/14
(6)	14-AMERIPRISE FINL INC	P	01/09/14	11/21/14
(7)	10-AMERIPRISE FINL INC	P	01/22/14	11/21/14
(8)	10-AMERIPRISE FINL INC	P	01/29/14	11/21/14
(9)	9-AMERIPRISE FINL INC	P	04/21/14	11/21/14
(10)	10-AMERIPRISE FINL INC	P	05/23/14	11/21/14
(11)	2-APPLE INC	P	01/19/10	04/29/14
(12)	252-APPLE INC	P	01/19/10	11/21/14
(13)	14-APPLE INC	P	12/24/13	11/21/14
(14)	18-APPLE INC	P	06/25/14	11/21/14
(15)	47-APPLE INC	P	07/03/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,626		1,120	506
(2)	1,321		1,084	237
(3)	1,118		877	241
(4)	1,718		1,443	275
(5)	1,322		1,130	192
(6)	1,850		1,589	261
(7)	1,322		1,138	184
(8)	1,322		1,070	252
(9)	1,190		913	277
(10)	1,322		1,084	238
(11)	1,185		423	762
(12)	29,619		7,619	22,000
(13)	1,646		1,089	557
(14)	2,116		1,650	466
(15)	5,524		4,390	1,134

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col. (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				506
(2)				237
(3)				241
(4)				275
(5)				192
(6)				261
(7)				184
(8)				252
(9)				277
(10)				238
(11)				762
(12)				22,000
(13)				557
(14)				466
(15)				1,134

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	18-APPLE INC	P	10/06/14	11/21/14
(2)	13-ARM HLDS PLC	P	06/12/13	11/21/14
(3)	23-ARM HLDS PLC	P	06/20/13	11/21/14
(4)	22-ARM HLDS PLC	P	07/26/13	11/21/14
(5)	25-ARM HLDS PLC	P	07/29/13	11/21/14
(6)	21-ARM HLDS PLC	P	11/12/13	11/21/14
(7)	23-ARM HLDS PLC	P	06/10/13	11/21/14
(8)	21-ARM HLDS PLC	P	03/18/14	11/21/14
(9)	34-ARM HLDS PLC	P	05/16/14	11/21/14
(10)	22-BOEING CO	P	01/19/10	07/17/14
(11)	13-BOEING CO	P	01/19/10	07/15/14
(12)	9-BOEING CO	P	01/19/10	07/04/14
(13)	11-BOEING CO	P	07/11/13	07/14/14
(14)	9-BOEING CO	P	01/13/14	07/17/14
(15)	11-BIOGEN IDEC INC	P	08/09/11	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,116		1,782	334
(2)	553		519	34
(3)	979		894	85
(4)	936		921	15
(5)	1,064		993	71
(6)	894		931	-37
(7)	979		939	40
(8)	894		1,006	-112
(9)	1,447		1,553	-106
(10)	2,792		1,337	1,455
(11)	1,683		790	893
(12)	1,168		547	621
(13)	1,428		1,148	280
(14)	1,142		1,270	-128
(15)	3,358		1,051	2,307

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				334
(2)				34
(3)				85
(4)				15
(5)				71
(6)				-37
(7)				40
(8)				-112
(9)				-106
(10)				1,455
(11)				893
(12)				621
(13)				280
(14)				-128
(15)				2,307

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	9-BIOGEN IDEC INC	P	01/04/12	11/21/14
(2)	4-BIOGEN IDEC INC	P	02/15/12	11/21/14
(3)	8-BIOGEN IDEC INC	P	12/08/11	11/21/14
(4)	6-BIOMARIN PHARMACEUTICAL INC	P	09/27/12	05/21/14
(5)	13-BIOMARIN PHARMACEUTICAL INC	P	09/27/12	05/20/14
(6)	18-BIOMARIN PHARMACEUTICAL INC	P	09/27/12	05/13/14
(7)	4-BIOMARIN PHARMACEUTICAL INC	P	09/27/12	04/28/14
(8)	16-BIOMARIN PHARMACEUTICAL INC	P	03/04/13	04/28/14
(9)	17-BIOMARIN PHARMACEUTICAL INC	P	11/19/13	05/21/14
(10)	34-BORG WARNER INC	P	05/01/14	11/21/14
(11)	23-BORG WARNER INC	P	05/02/14	11/21/14
(12)	17-BORG WARNER INC	P	05/05/14	11/21/14
(13)	23-BORG WARNER INC	P	05/23/14	11/21/14
(14)	16-BORG WARNER INC	P	05/28/14	11/21/14
(15)	22-BORG WARNER INC	P	07/22/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,747		992	1,755
(2)	1,221		478	743
(3)	2,442		912	1,530
(4)	339		240	99
(5)	731		520	211
(6)	1,038		720	318
(7)	226		160	66
(8)	903		910	-7
(9)	961		1,098	-137
(10)	1,992		2,053	-61
(11)	1,347		1,406	-59
(12)	996		1,048	-52
(13)	1,347		1,368	-21
(14)	937		980	-43
(15)	1,289		1,428	-139

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				1,755
(2)				743
(3)				1,530
(4)				99
(5)				211
(6)				318
(7)				66
(8)				-7
(9)				-137
(10)				-61
(11)				-59
(12)				-52
(13)				-21
(14)				-43
(15)				-139

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	25-BORG WARNER INC	P	10/07/14	11/21/14
(2)	25-BORG WARNER INC	P	10/17/14	11/21/14
(3)	2-CELGENE CORP	P	05/16/11	11/21/14
(4)	8-CELGENE CORP	P	02/01/12	04/28/14
(5)	2-CELGENE CORP	P	02/01/12	11/21/14
(6)	12-CELGENE CORP	P	05/02/12	11/21/14
(7)	6-CELGENE CORP	P	05/02/12	11/21/14
(8)	50-CELGENE CORP	P	01/22/10	11/21/14
(9)	16-CHURCH & DWIGHT INC	P	06/10/13	11/21/14
(10)	19-CHURCH & DWIGHT INC	P	06/25/13	11/21/14
(11)	11-CHURCH & DWIGHT INC	P	08/21/13	11/21/14
(12)	18-CHURCH & DWIGHT INC	P	08/20/13	11/21/14
(13)	15-CHURCH & DWIGHT INC	P	05/23/14	11/21/14
(14)	89-CITIGROUP INC	P	07/18/14	11/21/14
(15)	44-CITIGROUP INC	P	07/22/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,464		1,346	118
(2)	1,464		1,320	144
(3)	436		119	317
(4)	1,121		592	529
(5)	436		148	288
(6)	2,615		874	1,741
(7)	1,307		435	872
(8)	10,894		2,912	7,982
(9)	1,202		955	247
(10)	1,427		1,137	290
(11)	826		668	158
(12)	1,352		1,086	266
(13)	1,127		1,018	109
(14)	4,803		4,394	409
(15)	2,375		2,186	189

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				118
(2)				144
(3)				317
(4)				529
(5)				288
(6)				1,741
(7)				872
(8)				7,982
(9)				247
(10)				290
(11)				158
(12)				266
(13)				109
(14)				409
(15)				189

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	40-CITIGROUP INC	P	10/17/14	11/21/14
(2)	5-CITRIX SYS INC	P	06/03/10	01/08/14
(3)	7-CITRIX SYS INC	P	06/03/10	01/08/14
(4)	15-CITRIX SYS INC	P	06/29/10	01/08/14
(5)	20-CITRIX SYS INC	P	06/14/10	01/08/14
(6)	3-CITRIX SYS INC	P	06/22/10	01/08/14
(7)	42-COSTCO WHOLESALE CORP	P	01/22/10	11/21/14
(8)	5-COSTCO WHOLESALE CORP	P	01/05/12	11/21/14
(9)	10-CATAMARAN CORP	P	10/16/13	04/10/14
(10)	30-CATAMARAN CORP	P	10/18/13	11/21/14
(11)	17-CATAMARAN CORP	P	10/18/13	04/10/14
(12)	22-CATAMARAN CORP	P	11/05/13	11/21/14
(13)	27-CATAMARAN CORP	P	12/27/13	04/10/14
(14)	20-CATAMARAN CORP	P	02/19/14	04/10/14
(15)	35-CATAMARAN CORP	P	03/04/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,159		2,051	108
(2)	305		218	87
(3)	427		306	121
(4)	916		670	246
(5)	1,221		858	363
(6)	183		137	46
(7)	5,912		2,485	3,427
(8)	704		412	292
(9)	384		493	-109
(10)	654		626	28
(11)	653		818	-165
(12)	1,107		1,058	49
(13)	1,038		1,302	-264
(14)	769		1,040	-271
(15)	1,760		1,605	155

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				108
(2)				87
(3)				121
(4)				246
(5)				363
(6)				46
(7)				3,427
(8)				292
(9)				-109
(10)				28
(11)				-165
(12)				49
(13)				-264
(14)				-271
(15)				155

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	46-CATAMARAN CORP	P	08/04/14	11/21/14
(2)	54-CATAMARAN CORP	P	08/21/14	11/21/14
(3)	19-CUMMINS INC	P	01/19/10	11/21/14
(4)	5-CUMMINS INC	P	05/07/10	11/21/14
(5)	8-CUMMINS INC	P	08/26/13	11/21/14
(6)	8-CUMMINS INC	P	12/31/13	11/21/14
(7)	8-CUMMINS INC	P	06/25/14	11/21/14
(8)	63-DANAHER CORP.	P	01/19/10	11/21/14
(9)	22-DANAHER CORP.	P	01/09/14	10/14/14
(10)	6-DU PONT E I DE NEMOURS & CO	P	09/27/11	03/27/14
(11)	16-DU PONT E I DE NEMOURS & CO	P	09/27/11	04/03/14
(12)	1-DU PONT E I DE NEMOURS & CO	P	09/27/11	04/08/14
(13)	23-DU PONT E I DE NEMOURS & CO	P	10/03/11	04/08/14
(14)	20-DU PONT E I DE NEMOURS & CO	P	10/03/11	04/10/14
(15)	2-DU PONT E I DE NEMOURS & CO	P	10/03/11	04/15/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,314		2,109	205
(2)	2,716		2,501	215
(3)	2,784		912	1,872
(4)	733		351	382
(5)	1,172		993	179
(6)	1,172		1,121	51
(7)	1,172		1,269	-97
(8)	5,253		2,414	2,839
(9)	1,592		843	749
(10)	399		249	150
(11)	1,086		664	422
(12)	67		41	26
(13)	1,539		941	598
(14)	1,342		818	524
(15)	132		82	50

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				205
(2)				215
(3)				1,872
(4)				382
(5)				179
(6)				51
(7)				-97
(8)				2,839
(9)				749
(10)				150
(11)				422
(12)				26
(13)				598
(14)				524
(15)				50

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	12-DU PONT E I DE NEMOURS & CO	P	04/05/12	03/27/14
(2)	17-DU PONT E I DE NEMOURS & CO	P	12/31/13	04/15/14
(3)	15-EBAY INC	P	06/12/13	06/30/14
(4)	25-EBAY INC	P	11/25/13	06/30/14
(5)	27-EBAY INC	P	04/23/13	06/20/14
(6)	5-EBAY INC	P	04/29/13	06/20/14
(7)	21-EBAY INC	P	04/29/13	06/30/14
(8)	10-EBAY INC	P	05/30/13	01/31/14
(9)	14-EBAY INC	P	07/23/13	01/31/14
(10)	5-EBAY INC	P	07/23/13	06/30/14
(11)	23-EBAY INC	P	05/16/14	06/30/14
(12)	1-EDWARDS LIFESCIENCES CORP	P	10/09/12	04/30/14
(13)	11-EDWARDS LIFESCIENCES CORP	P	10/24/12	04/30/14
(14)	1-EDWARDS LIFESCIENCES CORP	P	10/24/12	10/01/14
(15)	12-EDWARDS LIFESCIENCES CORP	P	06/19/13	10/01/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	864		687	177
(2)	1,124		1,091	33
(3)	750		772	-22
(4)	1,251		1,261	-10
(5)	1,324		1,438	-114
(6)	245		266	-21
(7)	1,050		1,116	-66
(8)	530		554	-24
(9)	742		750	-8
(10)	250		268	-18
(11)	1,150		1,185	-35
(12)	81		87	-6
(13)	896		949	-53
(14)	103		86	17
(15)	1,239		840	399

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				177
(2)				33
(3)				-22
(4)				-10
(5)				-114
(6)				-21
(7)				-66
(8)				-24
(9)				-8
(10)				-18
(11)				-35
(12)				-6
(13)				-53
(14)				17
(15)				399

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	1-EDWARDS LIFESCIENCES CORP	P	06/19/13	10/14/14
(2)	6-EDWARDS LIFESCIENCES CORP	P	10/15/13	10/14/14
(3)	12-EDWARDS LIFESCIENCES CORP	P	10/18/13	11/21/14
(4)	15-EDWARDS LIFESCIENCES CORP	P	11/01/13	11/21/14
(5)	16-EDWARDS LIFESCIENCES CORP	P	03/18/14	11/21/14
(6)	13-EDWARDS LIFESCIENCES CORP	P	07/22/14	10/14/14
(7)	10-ESTEE LAUDER COMPANIES INC	P	02/08/12	08/18/14
(8)	16-ESTEE LAUDER COMPANIES INC	P	05/25/12	08/18/14
(9)	30-ESTEE LAUDER COMPANIES INC	P	10/04/11	11/21/14
(10)	16-ESTEE LAUDER COMPANIES INC	P	10/04/11	10/14/14
(11)	10-ESTEE LAUDER COMPANIES INC	P	10/04/11	11/21/14
(12)	1-ESTEE LAUDER COMPANIES INC	P	10/27/14	10/14/14
(13)	5-ESTEE LAUDER COMPANIES INC	P	10/27/11	08/18/14
(14)	17-ESTEE LAUDER COMPANIES INC	P	02/04/14	11/21/14
(15)	2-ESTEE LAUDER COMPANIES INC	P	02/05/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	102		70	32
(2)	614		449	165
(3)	1,517		898	619
(4)	1,897		1,052	845
(5)	2,023		1,153	870
(6)	1,330		1,124	206
(7)	766		550	216
(8)	1,226		879	347
(9)	1,031		610	421
(10)	1,148		697	451
(11)	736		435	301
(12)	72		49	23
(13)	383		247	136
(14)	1,252		1,172	80
(15)	147		136	11

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				32
(2)				165
(3)				619
(4)				845
(5)				870
(6)				206
(7)				216
(8)				347
(9)				421
(10)				451
(11)				301
(12)				23
(13)				136
(14)				80
(15)				11

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	21-ESTEE LAUDER COMPANIES INC	P	05/23/14	11/21/14
(2)	9-EATON CORP PLC	P	04/01/13	08/18/14
(3)	21-EATON CORP PLC	P	04/01/13	10/17/14
(4)	16-EATON CORP PLC	P	04/04/13	10/17/14
(5)	15-EATON CORP PLC	P	04/08/13	10/17/14
(6)	13-EATON CORP PLC	P	04/18/13	10/14/14
(7)	9-EATON CORP PLC	P	07/23/13	08/18/14
(8)	21-EOG RESOURCES INC	P	05/01/14	11/21/14
(9)	14-EOG RESOURCES INC	P	05/02/14	11/21/14
(10)	16-EOG RESOURCES INC	P	05/05/14	11/21/14
(11)	13-EOG RESOURCES INC	P	05/06/14	11/21/14
(12)	10-EOG RESOURCES INC	P	05/23/14	11/21/14
(13)	11-EOG RESOURCES INC	P	08/21/14	11/21/14
(14)	5-EOG RESOURCES INC	P	09/04/14	11/21/14
(15)	12-EOG RESOURCES INC	P	09/29/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,546		1,554	-8
(2)	618		553	65
(3)	1,246		1,290	-44
(4)	949		979	-30
(5)	890		896	-6
(6)	771		750	21
(7)	618		609	9
(8)	2,157		2,032	125
(9)	1,438		1,391	47
(10)	1,643		1,564	79
(11)	1,335		1,265	70
(12)	1,027		1,019	8
(13)	1,130		1,160	-30
(14)	514		548	-34
(15)	1,233		1,218	15

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-8
(2)				65
(3)				-44
(4)				-30
(5)				-6
(6)				21
(7)				9
(8)				125
(9)				47
(10)				79
(11)				70
(12)				8
(13)				-30
(14)				-34
(15)				15

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	15-EOG RESOURCES INC	P	10/17/14	11/21/14
(2)	21-EXPRESS SCRIPTS HLDG CO	P	04/26/12	02/27/14
(3)	9-EXPRESS SCRIPTS HLDG CO	P	04/26/12	06/20/14
(4)	2-EXPRESS SCRIPTS HLDG CO	P	05/15/12	06/20/14
(5)	20-EXPRESS SCRIPTS HLDG CO	P	05/15/12	06/30/14
(6)	18-EXPRESS SCRIPTS HLDG CO	P	06/29/12	06/30/14
(7)	22-EXPRESS SCRIPTS HLDG CO	P	03/01/13	06/20/14
(8)	51-FACEBOOK INC	P	01/29/13	11/21/14
(9)	26-FACEBOOK INC	P	05/30/13	11/21/14
(10)	19-FACEBOOK INC	P	12/24/13	11/21/14
(11)	44-FACEBOOK INC	P	05/20/13	11/21/14
(12)	18-FACEBOOK INC	P	05/05/14	11/21/14
(13)	39-GILEAD SCIENCES INC	P	11/15/12	11/21/14
(14)	28-GILEAD SCIENCES INC	P	03/04/13	11/21/14
(15)	28-GILEAD SCIENCES INC	P	04/01/13	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,541		1,278	263
(2)	1,565		1,196	369
(3)	616		513	103
(4)	137		108	29
(5)	1,384		1,076	308
(6)	1,245		939	306
(7)	1,507		1,210	297
(8)	3,798		1,613	2,185
(9)	1,936		628	1,308
(10)	1,415		1,045	370
(11)	3,277		1,184	2,093
(12)	1,340		1,064	276
(13)	3,997		1,408	2,589
(14)	2,869		1,189	1,680
(15)	2,869		1,277	1,592

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				263
(2)				369
(3)				103
(4)				29
(5)				308
(6)				306
(7)				297
(8)				2,185
(9)				1,308
(10)				370
(11)				2,093
(12)				276
(13)				2,589
(14)				1,680
(15)				1,592

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	14-GILEAD SCIENCES INC	P	04/15/13	05/01/14
(2)	8-GILEAD SCIENCES INC	P	04/15/13	11/21/14
(3)	6-GILEAD SCIENCES INC	P	06/10/13	11/21/14
(4)	2-GILEAD SCIENCES INC	P	06/04/13	11/21/14
(5)	8-GILEAD SCIENCES INC	P	06/11/13	11/21/14
(6)	22-GILEAD SCIENCES INC	P	02/10/14	11/21/14
(7)	75-GOODYEAR TIRE & RUBBER CO	P	05/01/14	11/21/14
(8)	52-GOODYEAR TIRE & RUBBER CO	P	05/02/14	11/21/14
(9)	54-GOODYEAR TIRE & RUBBER CO	P	05/05/14	11/21/14
(10)	57-GOODYEAR TIRE & RUBBER CO	P	05/16/14	11/21/14
(11)	42-GOODYEAR TIRE & RUBBER CO	P	05/28/14	11/21/14
(12)	36-GOODYEAR TIRE & RUBBER CO	P	06/25/14	11/21/14
(13)	10-GOOGLE INC Cl A	P	01/22/10	11/21/14
(14)	4-GOOGLE INC Cl A	P	09/27/11	11/21/14
(15)	2-GOOGLE INC Cl A	P	02/21/12	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,113		697	416
(2)	820		398	422
(3)	615		300	315
(4)	205		112	93
(5)	820		399	421
(6)	2,255		1,750	505
(7)	1,985		2,022	-37
(8)	1,376		1,339	37
(9)	1,429		1,353	76
(10)	1,509		1,416	93
(11)	1,112		1,042	70
(12)	953		994	-41
(13)	5,510		2,911	2,599
(14)	2,204		1,038	1,166
(15)	1,102		611	491

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
(1)				416
(2)				422
(3)				315
(4)				93
(5)				421
(6)				505
(7)				-37
(8)				37
(9)				76
(10)				93
(11)				70
(12)				-41
(13)				2,599
(14)				1,166
(15)				491

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	3-GOOGLE INC Cl A	P	05/25/12	11/21/14
(2)	10-GOOGLE INC Cl C	P	01/22/10	11/21/14
(3)	4-GOOGLE INC Cl C	P	09/27/11	11/21/14
(4)	2-GOOGLE INC Cl C	P	02/21/12	11/21/14
(5)	3-GOOGLE INC Cl C	P	05/25/12	11/21/14
(6)	4-GOOGLE INC Cl C	P	07/22/14	11/21/14
(7)	4-GOOGLE INC Cl C	P	10/06/14	11/21/14
(8)	1-GOOGLE INC	P	12/29/11	04/02/14
(9)	1-GOOGLE INC	P	12/18/12	04/02/14
(10)	8-GRAINGER W. W. INC.	P	10/28/11	02/11/14
(11)	1-GRAINGER W. W. INC.	P	11/15/11	02/11/14
(12)	7-GRAINGER W W INC	P	10/19/12	02/05/14
(13)	12-HCA HLDGS INC	P	03/13/14	10/14/14
(14)	32-HCA HLDGS INC	P	03/13/14	11/21/14
(15)	22-HCA HLDGS INC	P	03/17/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,653		897	756
(2)	5,421		2,901	2,520
(3)	2,168		1,034	1,134
(4)	1,084		609	475
(5)	1,626		894	732
(6)	2,168		2,304	-136
(7)	2,168		2,273	-105
(8)	1,132		639	493
(9)	1,132		705	427
(10)	1,902		1,362	540
(11)	238		177	61
(12)	1,633		1,414	219
(13)	804		594	210
(14)	2,182		1,584	598
(15)	1,500		1,080	420

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				756
(2)				2,520
(3)				1,134
(4)				475
(5)				732
(6)				-136
(7)				-105
(8)				493
(9)				427
(10)				540
(11)				61
(12)				219
(13)				210
(14)				598
(15)				420

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	25-HCA HLDGS INC	P	03/18/14	11/21/14
(2)	4-HCA HLDGS INC	P	04/15/14	10/14/14
(3)	21-HCA HLDGS INC	P	04/15/14	10/02/14
(4)	20-HCA HLDGS INC	P	06/25/14	10/02/14
(5)	35-HOME DEPOT INC	P	01/11/12	07/17/14
(6)	8-HOME DEPOT INC	P	03/22/12	04/03/14
(7)	18-HOME DEPOT INC	P	03/22/12	04/10/14
(8)	8-HOME DEPOT INC	P	04/12/12	04/03/14
(9)	11-HOME DEPOT INC	P	06/10/13	07/17/14
(10)	13-HOME DEPOT INC	P	08/26/13	07/17/14
(11)	13-HOME DEPOT INC	P	12/24/13	07/17/14
(12)	3-INTERCONTINENTALEXCHANGE GRP	P	09/20/10	04/29/14
(13)	5-INTERCONTINENTALEXCHANGE GRP	P	09/20/10	04/28/14
(14)	4-INTERCONTINENTALEXCHANGE GRP	P	09/29/10	04/29/14
(15)	4-INTERCONTINENTALEXCHANGE GRP	P	09/29/10	04/30/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,705		1,194	511
(2)	268		200	68
(3)	1,421		1,048	373
(4)	1,353		1,147	206
(5)	2,781		1,501	1,280
(6)	634		391	243
(7)	1,348		880	468
(8)	634		404	230
(9)	874		829	45
(10)	1,033		971	62
(11)	1,033		1,041	-8
(12)	605		315	290
(13)	1,002		525	477
(14)	807		420	387
(15)	816		420	396

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				511
(2)				68
(3)				373
(4)				206
(5)				1,280
(6)				243
(7)				468
(8)				230
(9)				45
(10)				62
(11)				-8
(12)				290
(13)				477
(14)				387
(15)				396

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	1-INTERCONTINENTALEXCHANGE GRP	P	09/29/10	04/30/14
(2)	8-INTERCONTINENTALEXCHANGE GRP	P	10/05/10	04/30/14
(3)	1-INTUITIVE SURGICAL INC	P	01/19/10	04/03/14
(4)	3-INTUITIVE SURGICAL INC	P	08/19/10	05/13/14
(5)	2-INTUITIVE SURGICAL INC	P	08/24/10	05/13/14
(6)	1-INTUITIVE SURGICAL INC	P	08/24/10	11/21/14
(7)	1-INTUITIVE SURGICAL INC	P	07/20/12	04/03/14
(8)	1-INTUITIVE SURGICAL INC	P	02/19/14	11/21/14
(9)	4-INTUITIVE SURGICAL INC	P	02/20/14	11/21/14
(10)	4-INTUITIVE SURGICAL INC	P	02/28/14	11/21/14
(11)	3-INTUITIVE SURGICAL INC	P	03/18/14	11/21/14
(12)	4-INTUITIVE SURGICAL INC	P	08/26/14	11/21/14
(13)	1-INTUITIVE SURGICAL INC	P	10/17/14	11/21/14
(14)	22-JACOBS ENGR GROUP INC	P	04/01/13	03/27/14
(15)	12-JACOBS ENGR GROUP INC	P	04/01/13	04/30/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	204		96	108
(2)	1,631		840	791
(3)	535		315	220
(4)	1,101		938	163
(5)	734		611	123
(6)	520		305	215
(7)	535		499	36
(8)	520		442	78
(9)	2,080		1,738	342
(10)	2,080		1,745	335
(11)	1,560		1,291	269
(12)	2,080		1,887	193
(13)	520		464	56
(14)	1,383		1,212	171
(15)	689		661	28

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				108
(2)				791
(3)				220
(4)				163
(5)				123
(6)				215
(7)				36
(8)				78
(9)				342
(10)				335
(11)				269
(12)				193
(13)				56
(14)				171
(15)				28

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	16-JACOBS ENGR GROUP INC	P	04/04/13	04/30/14
(2)	19-JACOBS ENGR GROUP INC	P	04/08/13	04/30/14
(3)	15-JACOBS ENGR GROUP INC	P	04/18/13	04/30/14
(4)	11-JACOBS ENGR GROUP INC	P	11/12/13	04/30/14
(5)	12-KANSAS CITY SOUTHN	P	07/08/10	
(6)	8-KANSAS CITY SOUTHN	P	07/08/10	07/17/14
(7)	14-KANSAS CITY SOUTHN	P	07/21/10	02/25/14
(8)	11-KANSAS CITY SOUTHN	P	07/21/10	02/27/14
(9)	8-KANSAS CITY SOUTHN	P	08/17/10	02/27/14
(10)	2-KANSAS CITY SOUTHN	P	08/17/10	11/21/14
(11)	4-KANSAS CITY SOUTHN	P	07/14/10	02/25/14
(12)	14-KANSAS CITY SOUTHN	P	01/29/14	11/21/14
(13)	11-KANSAS CITY SOUTHN	P	09/25/13	11/21/14
(14)	15-KLA-TENCOR CORP	P	01/28/13	01/31/14
(15)	8-KLA-TENCOR CORP	P	01/29/13	01/31/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	919		885	34
(2)	1,091		1,018	73
(3)	861		760	101
(4)	632		680	-48
(5)	1,499		422	1,077
(6)	910		281	629
(7)	1,304		495	809
(8)	1,025		389	636
(9)	745		281	464
(10)	250		56	194
(11)	372		143	229
(12)	1,749		1,388	361
(13)	1,374		1,235	139
(14)	920		777	143
(15)	491		415	76

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
(1)				34
(2)				73
(3)				101
(4)				-48
(5)				1,077
(6)				629
(7)				809
(8)				636
(9)				464
(10)				194
(11)				229
(12)				361
(13)				139
(14)				143
(15)				76

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	7-KLA-TENCOR CORP	P	02/25/13	01/31/14
(2)	18-KLA-TENCOR CORP	P	03/20/13	01/31/14
(3)	2-LINKEDIN CORP	P	05/10/13	01/06/14
(4)	6-LINKEDIN CORP	P	05/10/13	05/14/14
(5)	2-LINKEDIN CORP	P	05/20/13	05/14/14
(6)	3-LINKEDIN CORP	P	05/20/13	05/20/14
(7)	5-LINKEDIN CORP	P	06/25/13	05/20/14
(8)	4-LINKEDIN CORP	P	10/30/13	01/06/14
(9)	30-MASTERCARD INC	P	10/31/11	11/21/14
(10)	30-MASTERCARD INC	P	12/08/11	11/21/14
(11)	30-MASTERCARD INC	P	01/09/12	11/21/14
(12)	30-MASTERCARD INC	P	03/14/12	11/21/14
(13)	13-MASTERCARD INC	P	04/05/12	11/21/14
(14)	7-MASTERCARD INC	P	04/05/12	10/01/14
(15)	5-MASTERCARD INC	P	01/25/13	08/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	430		372	58
(2)	1,104		952	152
(3)	409		383	26
(4)	874		1,052	-178
(5)	291		383	-92
(6)	449		575	-126
(7)	748		870	-122
(8)	817		927	-110
(9)	2,575		986	1,589
(10)	2,575		1,130	1,445
(11)	2,575		1,079	1,496
(12)	2,575		1,260	1,315
(13)	1,116		569	547
(14)	513		306	207
(15)	385		260	125

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				58
(2)				152
(3)				26
(4)				-178
(5)				-92
(6)				-126
(7)				-122
(8)				-110
(9)				1,589
(10)				1,445
(11)				1,496
(12)				1,315
(13)				547
(14)				207
(15)				125

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	15-MASTERCARD INC	P	01/25/13	10/01/14
(2)	10-MASTERCARD INC	P	06/04/13	08/21/14
(3)	10-MC DONALDS CORP.	P	01/22/10	01/08/14
(4)	11-MC DONALDS CORP.	P	03/22/10	01/22/14
(5)	14-MC DONALDS CORP.	P	01/22/10	01/23/14
(6)	9-MC DONALDS CORP.	P	08/31/10	01/08/14
(7)	9-MC DONALDS CORP.	P	05/20/13	01/23/14
(8)	14-MICHAEL KORS HOLDINGS LTD	P	09/14/12	05/20/14
(9)	6-MICHAEL KORS HOLDINGS LTD	P	09/14/12	08/18/14
(10)	5-MICHAEL KORS HOLDINGS LTD	P	09/28/12	08/18/14
(11)	6-MICHAEL KORS HOLDINGS LTD	P	11/14/12	08/21/14
(12)	4-MICHAEL KORS HOLDINGS LTD	P	11/14/12	08/18/14
(13)	17-MICHAEL KORS HOLDINGS LTD	P	12/18/12	08/18/14
(14)	8-MOHAWK INDS INC	P	04/24/14	11/21/14
(15)	7-MOHAWK INDS INC	P	04/25/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,099		779	320
(2)	770		580	190
(3)	951		633	318
(4)	1,044		697	347
(5)	1,333		886	447
(6)	856		660	196
(7)	857		917	-60
(8)	1,284		749	535
(9)	476		321	155
(10)	396		265	131
(11)	491		315	176
(12)	317		210	107
(13)	1,391		846	545
(14)	1,200		1,087	113
(15)	1,050		963	87

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				320
(2)				190
(3)				318
(4)				347
(5)				447
(6)				196
(7)				-60
(8)				535
(9)				155
(10)				131
(11)				176
(12)				107
(13)				545
(14)				113
(15)				87

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	9-MOHAWK INDS INC	P	05/01/14	11/21/14
(2)	10-MOHAWK INDS INC	P	05/05/14	11/21/14
(3)	11-MOHAWK INDS INC	P	05/16/14	11/21/14
(4)	8-MOHAWK INDS INC	P	05/28/14	11/21/14
(5)	14-MOHAWK INDS INC	P	07/22/14	11/21/14
(6)	9-MONSANTO CO	P	01/12/11	08/26/14
(7)	7-MONSANTO CO	P	01/10/11	08/26/14
(8)	9-MONSANTO CO	P	01/10/11	09/24/14
(9)	4-MONSANTO CO	P	01/13/11	11/21/14
(10)	15-MONSANTO CO	P	04/11/11	11/21/14
(11)	3-MONSANTO CO	P	03/16/12	08/26/14
(12)	4-MONSANTO CO	P	03/16/12	08/18/14
(13)	15-MONSANTO CO	P	04/09/13	08/18/14
(14)	11-MONSANTO CO	P	04/11/14	11/21/14
(15)	9-MONSANTO CO	P	04/15/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,350		1,182	168
(2)	1,500		1,322	178
(3)	1,650		1,536	114
(4)	1,200		1,074	126
(5)	2,100		1,838	262
(6)	1,056		640	416
(7)	821		496	325
(8)	1,037		638	399
(9)	483		284	199
(10)	1,811		1,048	763
(11)	352		238	114
(12)	478		318	160
(13)	1,792		1,594	198
(14)	1,328		1,246	82
(15)	1,086		1,025	61

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				168
(2)				178
(3)				114
(4)				126
(5)				262
(6)				416
(7)				325
(8)				399
(9)				199
(10)				763
(11)				114
(12)				160
(13)				198
(14)				82
(15)				61

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	21-NATIONAL OILWELL VARCO	P	01/19/10	08/29/14
(2)	20-NATIONAL OILWELL VARCO	P	01/19/10	08/26/14
(3)	14-NATIONAL OILWELL VARCO	P	01/19/10	08/18/14
(4)	15-NATIONAL OILWELL VARCO	P	02/07/13	02/05/14
(5)	14-NATIONAL OILWELL VARCO	P	07/24/13	08/18/14
(6)	0.5-NOW INC	P	01/19/10	06/20/14
(7)	13.25-NOW INC	P	01/19/10	06/20/14
(8)	3.5-NOW INC	P	07/24/13	06/20/14
(9)	62-NIKE INC CL B	P	01/22/10	11/21/14
(10)	8-NIKE INC CL B	P	01/22/10	10/01/14
(11)	16-NIKE INC CL B	P	04/05/12	10/01/14
(12)	14-NOBLE ENERGY INC	P	03/01/12	02/05/14
(13)	1-NOBLE ENERGY INC	P	03/09/12	02/05/14
(14)	39-NOBLE ENERGY INC	P	03/09/12	03/13/14
(15)	33-NXP SEMICONDUCTORS	P	08/30/13	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,811		878	933
(2)	1,715		836	879
(3)	1,152		585	567
(4)	1,098		1,067	31
(5)	1,152		924	228
(6)	8		5	3
(7)	468		246	222
(8)	121		101	20
(9)	6,116		2,001	4,115
(10)	701		258	443
(11)	1,401		883	518
(12)	860		665	195
(13)	61		47	14
(14)	2,607		1,837	770
(15)	2,489		1,163	1,326

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				933
(2)				879
(3)				567
(4)				31
(5)				228
(6)				3
(7)				222
(8)				20
(9)				4,115
(10)				443
(11)				518
(12)				195
(13)				14
(14)				770
(15)				1,326

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name	Employer Identification Number
THE WILLIAMS FAMILY FUND	38-2837463

	(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)
(1)	32-NXP SEMICONDUCTORS	P	09/18/13	11/21/14
(2)	11-NXP SEMICONDUCTORS	P	09/18/13	11/21/14
(3)	23-NXP SEMICONDUCTORS	P	12/19/13	11/21/14
(4)	4-NXP SEMICONDUCTORS	P	12/19/13	04/28/14
(5)	19-NXP SEMICONDUCTORS	P	01/07/14	04/28/14
(6)	21-NXP SEMICONDUCTORS	P	08/12/14	11/21/14
(7)	23-NXP SEMICONDUCTORS	P	08/21/14	11/21/14
(8)	21-PALO ALTO NETWORKS INC	P	04/07/14	11/21/14
(9)	17-PALO ALTO NETWORKS INC	P	04/08/14	11/21/14
(10)	12-PALO ALTO NETWORKS INC	P	07/22/14	09/10/14
(11)	7-PALO ALTO NETWORKS INC	P	07/22/14	11/21/14
(12)	4-PANERA BREAD CO	P	07/02/14	01/30/14
(13)	5-PANERA BREAD CO	P	07/02/12	01/31/14
(14)	3-PANERA BREAD CO	P	07/06/12	01/31/14
(15)	5-PANERA BREAD CO	P	07/06/12	01/31/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,414		1,205	1,209
(2)	830		412	418
(3)	1,735		987	748
(4)	228		172	56
(5)	1,082		835	247
(6)	1,584		1,270	314
(7)	1,735		1,442	293
(8)	2,325		1,491	834
(9)	1,883		187	1,696
(10)	1,188		933	255
(11)	775		1,477	-702
(12)	672		555	117
(13)	838		694	144
(14)	503		410	93
(15)	838		684	154

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				1,209
(2)				418
(3)				748
(4)				56
(5)				247
(6)				314
(7)				293
(8)				834
(9)				1,696
(10)				255
(11)				-702
(12)				117
(13)				144
(14)				93
(15)				154

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	6-PANERA BREAD CO	P	09/25/13	01/31/14
(2)	45-PEPSICO INC	P	01/22/10	01/31/14
(3)	9-PEPSICO INC	P	02/14/12	01/08/14
(4)	6-PEPSICO INC	P	02/14/12	01/31/14
(5)	14-PEPSICO INC	P	07/17/12	01/08/14
(6)	12-PEPSICO INC	P	08/15/11	01/31/14
(7)	14-PEPSICO INC	P	08/26/13	01/31/14
(8)	11-PRECISION CASTPARTS CORP	P	08/25/10	11/21/14
(9)	5-PRECISION CASTPARTS CORP	P	08/03/10	03/27/14
(10)	1-PRECISION CASTPARTS CORP	P	08/03/10	04/03/14
(11)	2-PRECISION CASTPARTS CORP	P	08/11/10	04/03/14
(12)	6-PRECISION CASTPARTS CORP	P	08/11/10	11/21/14
(13)	5-PRECISION CASTPARTS CORP	P	04/15/13	04/29/14
(14)	1-PRECISION CASTPARTS CORP	P	04/15/13	11/21/14
(15)	3-PRICELINE COM INC	P	12/03/10	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,006		1,022	-16
(2)	3,619		2,800	819
(3)	747		581	166
(4)	483		387	96
(5)	1,162		978	184
(6)	965		729	236
(7)	1,126		1,113	13
(8)	2,592		1,303	1,289
(9)	1,223		623	600
(10)	256		125	131
(11)	513		245	268
(12)	1,414		736	678
(13)	1,252		935	317
(14)	236		187	49
(15)	3,501		1,185	2,316

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-16
(2)				819
(3)				166
(4)				96
(5)				184
(6)				236
(7)				13
(8)				1,289
(9)				600
(10)				131
(11)				268
(12)				678
(13)				317
(14)				49
(15)				2,316

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	2-PRICELINE COM INC	P	01/20/11	11/21/14
(2)	3-PRICELINE COM INC	P	02/03/11	11/21/14
(3)	1-PRICELINE COM INC	P	02/05/14	11/21/14
(4)	1-PRICELINE COM INC	P	05/16/14	11/21/14
(5)	1-PRICELINE COM INC	P	07/22/14	11/21/14
(6)	2-PRICELINE COM INC	P	08/12/14	11/21/14
(7)	8-QUALCOMM INC	P	08/05/10	04/29/14
(8)	22-QUALCOMM INC	P	08/05/10	04/30/14
(9)	30-QUALCOMM INC	P	09/03/10	04/30/14
(10)	9-QUALCOMM INC	P	10/29/10	04/29/14
(11)	11-QUALCOMM INC	P	10/29/10	03/27/14
(12)	5-QUALCOMM INC	P	11/22/10	03/27/14
(13)	23-QUALCOMM INC	P	11/22/10	03/13/14
(14)	121-QUANTA SVCS INC	P	09/25/14	11/21/14
(15)	65-QUANTA SVCS INC	P	10/17/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,334		873	1,461
(2)	3,501		1,318	2,183
(3)	1,167		1,148	19
(4)	1,167		1,161	6
(5)	1,167		1,221	-54
(6)	2,334		2,571	-237
(7)	628		311	317
(8)	1,727		855	872
(9)	2,354		1,151	1,203
(10)	707		395	312
(11)	870		482	388
(12)	396		238	158
(13)	1,738		1,096	642
(14)	4,057		4,480	-423
(15)	2,179		2,018	161

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				1,461
(2)				2,183
(3)				19
(4)				6
(5)				-54
(6)				-237
(7)				317
(8)				872
(9)				1,203
(10)				312
(11)				388
(12)				158
(13)				642
(14)				-423
(15)				161

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	6-REGENERON PHARMACEUTICALS INC	P	11/20/13	11/21/14
(2)	2-REGENERON PHARMACEUTICALS INC	P	12/02/13	11/21/14
(3)	2-REGENERON PHARMACEUTICALS INC	P	12/06/13	11/21/14
(4)	5-REGENERON PHARMACEUTICALS INC	P	12/18/13	11/21/14
(5)	4-REGENERON PHARMACEUTICALS INC	P	08/21/14	11/21/14
(6)	28-SALESFORCE COM INC	P	01/25/10	11/21/14
(7)	40-SALESFORCE COM INC	P	02/09/10	11/21/14
(8)	20-SALESFORCE COM INC	P	11/23/11	11/21/14
(9)	13-SALESFORCE COM INC	P	04/24/12	04/03/14
(10)	21-SALESFORCE COM INC	P	05/15/12	04/03/14
(11)	7-SALESFORCE COM INC	P	05/15/12	11/21/14
(12)	32-SALESFORCE COM INC	P	11/29/13	11/21/14
(13)	23-SALESFORCE COM INC	P	11/22/13	11/21/14
(14)	30-SALESFORCE COM INC	P	10/06/14	11/21/14
(15)	12-SCHLUMBERGER LTD	P	01/19/10	02/05/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,491		1,683	808
(2)	830		591	239
(3)	830		586	244
(4)	2,076		1,345	731
(5)	1,661		1,403	258
(6)	1,649		477	1,172
(7)	2,356		625	1,731
(8)	1,178		563	615
(9)	725		484	241
(10)	1,170		715	455
(11)	412		238	174
(12)	1,884		1,696	188
(13)	1,354		1,218	136
(14)	1,767		1,698	69
(15)	1,037		846	191

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
(1)				808
(2)				239
(3)				244
(4)				731
(5)				258
(6)				1,172
(7)				1,731
(8)				615
(9)				241
(10)				455
(11)				174
(12)				188
(13)				136
(14)				69
(15)				191

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	45-SCHLUMBERGER LTD	P	01/19/10	
(2)	15-SCHLUMBERGER LTD	P	02/25/10	
(3)	14-SCHLUMBERGER LTD	P	10/24/13	
(4)	10-SCHLUMBERGER LTD	P	05/23/14	11/21/14
(5)	19-SCHLUMBERGER LTD	P	07/03/14	11/21/14
(6)	10-SCHLUMBERGER LTD	P	08/21/14	11/21/14
(7)	11-SCHLUMBERGER LTD	P	09/04/14	11/21/14
(8)	48-SENSATA TECHNOLOGIES HLDG	P	05/01/14	11/21/14
(9)	27-SENSATA TECHNOLOGIES HLDG	P	05/02/14	11/21/14
(10)	32-SENSATA TECHNOLOGIES HLDG	P	05/05/14	11/21/14
(11)	29-SENSATA TECHNOLOGIES HLDG	P	05/16/14	11/21/14
(12)	26-SENSATA TECHNOLOGIES HLDG	P	05/28/14	11/21/14
(13)	21-SENSATA TECHNOLOGIES HLDG	P	07/22/14	11/21/14
(14)	16-SERVICENOW INC	P	04/07/14	09/10/14
(15)	19-SERVICENOW INC	P	04/08/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	4,413		3,174	1,239
(2)	1,471		901	570
(3)	1,373		1,313	60
(4)	981		1,006	-25
(5)	1,863		2,238	-375
(6)	981		1,082	-101
(7)	1,079		1,207	-128
(8)	2,352		2,071	281
(9)	1,323		1,150	173
(10)	1,568		1,354	214
(11)	1,421		1,251	170
(12)	1,274		1,113	161
(13)	1,029		1,007	22
(14)	995		977	18
(15)	1,239		1,047	192

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				1,239
(2)				570
(3)				60
(4)				-25
(5)				-375
(6)				-101
(7)				-128
(8)				281
(9)				173
(10)				214
(11)				170
(12)				161
(13)				22
(14)				18
(15)				192

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	9-SERVICENOW INC	P	04/08/14	09/10/14
(2)	34-SERVICENOW INC	P	07/22/14	11/21/14
(3)	2-SERVICENOW INC	P	08/05/14	09/10/14
(4)	26-SERVICENOW INC	P	08/05/14	11/21/14
(5)	36-SPIRIT AIRLS INC	P	06/06/14	11/21/14
(6)	32-SPIRIT AIRLS INC	P	06/25/14	11/21/14
(7)	31-SPIRIT AIRLS INC	P	07/22/14	11/21/14
(8)	24-SPIRIT AIRLS INC	P	10/06/14	11/21/14
(9)	8-SPIRIT AIRLS INC	P	10/07/14	11/21/14
(10)	38-SPIRIT AIRLS INC	P	10/17/14	11/21/14
(11)	16-SPLUNK INC	P	01/28/14	11/21/14
(12)	19-SPLUNK INC	P	01/30/14	11/21/14
(13)	20-SPLUNK INC	P	02/05/14	11/21/14
(14)	14-SPLUNK INC	P	04/01/14	11/21/14
(15)	10-SPLUNK INC	P	04/08/14	11/21/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	560		548	12
(2)	2,217		1,928	289
(3)	124		118	6
(4)	1,696		1,532	164
(5)	2,727		2,161	566
(6)	2,424		2,042	382
(7)	2,348		2,052	296
(8)	1,818		1,604	214
(9)	606		537	69
(10)	2,878		2,121	757
(11)	1,135		1,296	-161
(12)	1,348		1,482	-134
(13)	1,419		1,554	-135
(14)	994		1,032	-38
(15)	710		662	48

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	
(1)				12
(2)				289
(3)				6
(4)				164
(5)				566
(6)				382
(7)				296
(8)				214
(9)				69
(10)				757
(11)				-161
(12)				-134
(13)				-135
(14)				-38
(15)				48

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	22-SPLUNK INC	P	10/06/14	11/21/14
(2)	30-STARBUCKS CORP	P	07/09/10	11/21/14
(3)	21-STARBUCKS CORP	P	07/23/10	11/21/14
(4)	35-STARBUCKS CORP	P	07/30/10	11/21/14
(5)	16-STARBUCKS CORP	P	02/05/14	11/21/14
(6)	5-STERICYCLE INC	P	08/02/11	01/08/14
(7)	2-STERICYCLE INC	P	08/03/11	01/08/14
(8)	3-STERICYCLE INC	P	08/03/11	09/24/14
(9)	15-STERICYCLE INC	P	08/04/11	09/24/14
(10)	3-STERICYCLE INC	P	08/17/11	09/24/14
(11)	7-STERICYCLE INC	P	08/19/11	09/24/14
(12)	1-STERICYCLE INC	P	10/28/11	01/08/14
(13)	7-STERICYCLE INC	P	01/28/13	09/24/14
(14)	4-STERICYCLE INC	P	01/29/13	09/24/14
(15)	1-STERICYCLE INC	P	01/30/13	09/24/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	1,561		1,168	393
(2)	2,375		713	1,662
(3)	1,663		529	1,134
(4)	2,771		881	1,890
(5)	1,267		1,149	118
(6)	580		422	158
(7)	232		166	66
(8)	347		249	98
(9)	1,737		1,236	501
(10)	347		239	108
(11)	811		560	251
(12)	116		85	31
(13)	811		665	146
(14)	463		379	84
(15)	116		95	21

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				393
(2)				1,662
(3)				1,134
(4)				1,890
(5)				118
(6)				158
(7)				66
(8)				98
(9)				501
(10)				108
(11)				251
(12)				31
(13)				146
(14)				84
(15)				21

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	38-TJX COS INC	P	08/27/14	11/21/14
(2)	39-TJX COS INC	P	08/29/14	11/21/14
(3)	35-TJX COS INC	P	09/29/14	11/21/14
(4)	33-TJX COS INC	P	10/07/14	11/21/14
(5)	34-TJX COS INC	P	10/17/14	11/21/14
(6)	30-TOLL BROS INC	P	04/01/14	11/21/14
(7)	30-TOLL BROS INC	P	04/02/14	11/21/14
(8)	40-TOLL BROS INC	P	04/03/14	11/21/14
(9)	28-TOLL BROS INC	P	04/08/14	11/21/14
(10)	36-TOLL BROS INC	P	04/15/14	11/21/14
(11)	28-TOLL BROS INC	P	05/28/14	11/21/14
(12)	51-TOLL BROS INC	P	07/22/14	11/21/14
(13)	24-TRACTOR SUPPLY CO	P	07/02/12	07/15/14
(14)	26-TRACTOR SUPPLY CO	P	07/11/12	07/17/14
(15)	26-TRACTOR SUPPLY CO	P	07/16/12	07/07/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,428		2,241	187
(2)	2,492		2,319	173
(3)	2,236		2,106	130
(4)	2,108		1,979	129
(5)	2,172		2,083	89
(6)	1,035		1,057	-22
(7)	1,035		1,077	-42
(8)	1,380		1,436	-56
(9)	966		1,035	-69
(10)	1,242		1,301	-59
(11)	966		980	-14
(12)	1,759		1,814	-55
(13)	1,463		1,008	455
(14)	1,596		1,085	511
(15)	1,596		1,040	556

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				187
(2)				173
(3)				130
(4)				129
(5)				89
(6)				-22
(7)				-42
(8)				-56
(9)				-69
(10)				-59
(11)				-14
(12)				-55
(13)				455
(14)				511
(15)				556

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

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

2014

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	1-TRACTOR SUPPLY CO	P	12/04/12	07/15/14
(2)	7-TRACTOR SUPPLY CO	P	02/04/14	07/17/14
(3)	9-TRACTOR SUPPLY CO	P	02/05/14	07/17/14
(4)	25-TRIMBLE NAV LTD	P	06/24/11	11/21/14
(5)	16-TRIMBLE NAV LTD	P	06/29/11	11/21/14
(6)	70-TRIMBLE NAV LTD	P	08/09/11	11/21/14
(7)	26-TRIMBLE NAV LTD	P	04/08/14	11/21/14
(8)	40-TRIMBLE NAV LTD	P	05/16/14	11/21/14
(9)	19-T ROWE PRICE GROUP INC	P	01/25/13	04/08/14
(10)	11-T ROWE PRICE GROUP INC	P	01/25/13	04/15/14
(11)	7-T ROWE PRICE GROUP INC	P	02/01/13	04/21/14
(12)	7-T ROWE PRICE GROUP INC	P	03/01/13	04/15/14
(13)	7-T ROWE PRICE GROUP INC	P	03/01/13	04/21/14
(14)	7-T ROWE PRICE GROUP INC	P	04/24/13	04/21/14
(15)	67-FOXA - TWENTY-FIRST CENTY FOX INC	P	01/28/14	07/17/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	61		42	19
(2)	430		471	-41
(3)	553		595	-42
(4)	971		473	498
(5)	200		304	-104
(6)	1,999		1,310	689
(7)	743		1,030	-287
(8)	1,142		1,416	-274
(9)	1,509		1,367	142
(10)	855		791	64
(11)	564		491	73
(12)	544		492	52
(13)	564		492	72
(14)	564		516	48
(15)	2,202		2,132	70

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				19
(2)				-41
(3)				-42
(4)				498
(5)				-104
(6)				689
(7)				-287
(8)				-274
(9)				142
(10)				64
(11)				73
(12)				52
(13)				72
(14)				48
(15)				70

Form **990-PF** | **Capital Gains and Losses for Tax on Investment Income** | **2014**

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	63-FOXA - TWENTY-FIRST CENTY FOX INC	P	02/05/14	07/17/14
(2)	34-FOXA - TWENTY-FIRST CENTY FOX INC	P	04/01/14	07/17/14
(3)	40-FOXA - TWENTY-FIRST CENTY FOX INC	P	04/21/14	07/17/14
(4)	31-VERIZON COMMUNICATIONS	P	07/17/12	01/02/14
(5)	9-VERIZON COMMUNICATIONS	P	08/21/12	01/02/14
(6)	13-VERIZON COMMUNICATIONS	P	08/21/12	01/08/14
(7)	17-VERIZON COMMUNICATIONS	P	08/30/12	01/08/14
(8)	13-VERIZON COMMUNICATIONS	P	11/15/12	01/08/14
(9)	9-VERIZON COMMUNICATIONS	P	11/15/12	01/16/14
(10)	15-VERIZON COMMUNICATIONS	P	11/21/12	01/16/14
(11)	20-VERIZON COMMUNICATIONS	P	05/20/13	01/16/14
(12)	10-VALMONT INDS INC	P	06/25/13	08/18/14
(13)	5-VALMONT INDS INC	P	06/27/13	10/14/14
(14)	8-VALMONT INDS INC	P	08/01/13	10/14/14
(15)	4-VALMONT INDS INC	P	09/20/13	10/14/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	2,071		2,011	60
(2)	1,118		1,079	39
(3)	1,315		1,254	61
(4)	1,520		1,380	140
(5)	441		395	46
(6)	631		570	61
(7)	825		725	100
(8)	631		551	80
(9)	437		381	56
(10)	728		612	116
(11)	971		1,063	-92
(12)	1,446		1,392	54
(13)	668		681	-13
(14)	1,068		1,111	-43
(15)	534		591	-57

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)				60
(2)				39
(3)				61
(4)				140
(5)				46
(6)				61
(7)				100
(8)				80
(9)				56
(10)				116
(11)				-92
(12)				54
(13)				-13
(14)				-43
(15)				-57

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name

THE WILLIAMS FAMILY FUND

Employer Identification Number

38-2837463

	(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)
(1)	7-VALMONT INDS INC	P	04/08/14	10/14/14
(2)	7-VALMONT INDS INC	P	06/25/14	10/14/14
(3)	68-WALT DISNEY CO	P	01/19/10	11/21/14
(4)	16-WALT DISNEY CO	P	01/19/10	05/13/14
(5)	15-WALT DISNEY CO	P	01/19/10	03/27/14
(6)	13-WALT DISNEY CO	P	01/19/10	03/31/14
(7)	13-WHR - WHIRLPOOL CORP	P	04/24/14	11/21/14
(8)	8-WHR - WHIRLPOOL CORP	P	05/01/14	11/21/14
(9)	9-WHR - WHIRLPOOL CORP	P	05/05/14	11/21/14
(10)	9-WHR - WHIRLPOOL CORP	P	05/16/14	11/21/14
(11)	7-WHR - WHIRLPOOL CORP	P	05/28/14	11/21/14
(12)	9-WHR - WHIRLPOOL CORP	P	06/25/14	11/21/14
(13)	8-WHR - WHIRLPOOL CORP	P	07/22/14	11/21/14
(14)	38-WHOLE FOODS MKT INC	P	07/08/10	06/20/14
(15)	2-WHOLE FOODS MKT INC	P	07/08/10	05/13/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	935		1,070	-135
(2)	935		1,125	-190
(3)	6,100		2,101	3,999
(4)	1,312		494	818
(5)	1,177		463	714
(6)	1,038		402	636
(7)	2,397		2,004	393
(8)	1,475		1,211	264
(9)	1,659		1,377	282
(10)	1,659		1,366	293
(11)	1,291		1,021	270
(12)	1,659		1,252	407
(13)	1,475		1,114	361
(14)	1,483		664	819
(15)	79		35	44

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				-135
(2)				-190
(3)				3,999
(4)				818
(5)				714
(6)				636
(7)				393
(8)				264
(9)				282
(10)				293
(11)				270
(12)				407
(13)				361
(14)				819
(15)				44

Form **990-PF**

Capital Gains and Losses for Tax on Investment Income

2014

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	11-WHOLE FOODS MKT INC	P	09/24/10	04/21/14
(2)	33-WHOLE FOODS MKT INC	P	09/24/10	05/13/14
(3)	18-WHOLE FOODS MKT INC	P	02/20/13	04/21/14
(4)	25-WHOLE FOODS MKT INC	P	02/05/14	06/20/14
(5)	28-YUM BRANDS INC	P	06/10/13	11/21/14
(6)	24-YUM BRANDS INC	P	07/19/13	11/21/14
(7)	14-YUM BRANDS INC	P	12/27/13	11/21/14
(8)	26-YUM BRANDS INC	P	08/21/14	11/21/14
(9)	1-10.458-Virtus Opportunities Multi	P	07/01/13	06/25/14
(10)	1-28.385-Virtus Opportunities Multi	P	08/01/13	06/25/14
(11)	1-30.608-Virtus Opportunities Multi	P	09/03/13	06/25/14
(12)	1-26.722-Virtus Opportunities Multi	P	10/01/13	06/25/14
(13)	1-28.464-Virtus Opportunities Multi	P	11/01/13	06/25/14
(14)	1-29.581-Virtus Opportunities Multi	P	12/02/13	06/25/14
(15)	1-28.831-Virtus Opportunities Multi	P	01/02/14	06/25/14

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	535		203	332
(2)	1,298		610	688
(3)	875		786	89
(4)	976		1,318	-342
(5)	2,151		1,916	235
(6)	1,844		1,708	136
(7)	1,076		1,034	42
(8)	1,998		1,886	112
(9)	51		51	
(10)	140		138	2
(11)	151		148	3
(12)	131		130	1
(13)	140		139	1
(14)	146		144	2
(15)	142		140	2

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col. (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				332
(2)				688
(3)				89
(4)				-342
(5)				235
(6)				136
(7)				42
(8)				112
(9)				
(10)				2
(11)				3
(12)				1
(13)				1
(14)				2
(15)				2

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2014**

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

Name: THE WILLIAMS FAMILY FUND

Employer Identification Number: 38-2837463

	(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)
(1)	1-29.899-Virtus Opportunities Multi	P	02/03/14	06/25/14
(2)	1-26.72-Virtus Opportunities Multi S	P	03/03/14	06/25/14
(3)	1-25.256-Virtus Opportunities Multi	P	04/01/14	06/25/14
(4)	1-27.055-Virtus Opportunities Multi	P	05/01/14	06/25/14
(5)	1-26.252-Virtus Opportunities Multi	P	06/02/14	06/25/14
(6)	1-9183.673-Virtus Opportunities Mult	P	06/18/13	06/25/14
(7)	1-2824.859-Virtus Opportunities TR P	P	10/12/12	06/25/14
(8)	1-7271.67-Mainstay Marketfield Fd	P	06/18/13	11/25/14
(9)	1-0.852-Mainstay Marketfield Fd	P	12/05/13	11/25/14
(10)	Altgris Millenium Fd	P	04/30/12	12/31/14
(11)	CAPITAL GAINS DISTRIBUTIONS			
(12)	UBS QUADRANGLE FUND LLC			
(13)				
(14)				
(15)				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1)	147		145	2
(2)	131		131	
(3)	124		124	
(4)	133		132	1
(5)	129		129	
(6)	45,184		45,000	184
(7)	50,000		37,797	12,203
(8)	120,637		125,000	-4,363
(9)	14		15	-1
(10)	249,660		223,721	25,939
(11)	67,711			67,711
(12)	41,884			41,884
(13)				
(14)				
(15)				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)				2
(2)				
(3)				
(4)				1
(5)				
(6)				184
(7)				12,203
(8)				-4,363
(9)				-1
(10)				25,939
(11)				67,711
(12)				41,884
(13)				
(14)				
(15)				

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
UBS QUADRANGLE	$ 727	$ 727	$
STRENGTH CAPITAL II	107,745		
Total	$ 108,472	$ 727	$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
MARGARET I TANGHE CPA 2064 KRISTIN TROY, MI 48084	$ 6,300	$ 3,600	$	$
SUZANNE STEVENSON				
Total	$ 6,300	$ 3,600	$ 0	$ 0

Statement 3 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
EXCISE TAX ON INVESTMENT INCOME	$ 11,778	$	$	$
OTHER TAXES	20			
UNRTELATED BUSINESS TAX	40,600			
Total	$ 52,398	$ 0	$ 0	$ 0

Statement 4 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
	$	$	$	$
Expenses				
INVESTMENT MANAGEMENT FEES	33,104	33,104		
OFFICE	1,269			
ORTFOLIO EXPENSES UBS QUADRAN	3,186	3,186		
PENALTIES	1,155			
Total	$ 38,714	$ 36,290	$ 0	$ 0

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
3M CO-36 SHS	$ 3,195	$	Cost	$ 5,049
AAON INC-129 SHS	1,441		Cost	4,122
AAON INC-193 SHS		1,436	Cost	
AARON RENTS INC-169 SHS	3,119		Cost	4,969
ABBOTT LABS-82 SHS	1,974		Cost	3,143
ABBVIE INC-128 SHS	4,370		Cost	6,760
ACCENTURE PLC-35 SHS	1,488		Cost	2,878
ACTUANT CORP-108 SHS	2,888	2,888	Cost	3,957
ACUITY BRANDS INC-64 SHS	2,645		Cost	6,996
ADT CORP-101 SHS	4,064		Cost	4,087
ADVISORY BRD CO-38 SHS	441	441	Cost	2,419
AGRIUM INC-23 SHS	2,418		Cost	2,104
AKZO NOBEL N V SPONSORED ADR-256 SHS	4,688	4,688	Cost	6,623
ALEXION PHARMACEUTICALS-57 SHS	2,764		Cost	7,584
ALLSTATE CORP-185 SHS	4,211		Cost	10,090
AMAZON COM INC-27 SHS	3,343		Cost	10,767
AMERICAN EXPRESS-75 SHS	3,817		Cost	6,805
AMERICAN TOWER CORP-70 SHS	3,879		Cost	5,587
AMERIPRISE FINNAICAL INC-23 SHS	2,573		Cost	2,646
AON PLC-64 SHS	4,172	4,172	Cost	5,369
APPLE INC-40 SHS	9,131		Cost	22,444
APTARGROUP INC-103 SHS	3,792	3,792	Cost	6,984

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
ARKEMA SON ADR-52 SHS	$ 3,972	$ 3,972	Cost	$ 6,075
ARM HOLDINGS PLC SPON-127 SHS	5,198		Cost	6,952
ARTISAN PARTNERS ASSET MGMT INC-128		5,327	Cost	
ARTISAN PARTNERS-107 SHS	4,208		Cost	6,975
ASML HLDG NV-50 SHS	3,457		Cost	4,685
ASML HLDG NV-77 SHS		5,811	Cost	
AT&T INC-284 SHS	6,717		Cost	8,227
BAIDU INC SPON ADR-21 SHS	2,415		Cost	3,735
BAKER HUGHES INC-181 SHS	8,903		Cost	10,002
BALCHEM CORP-70 SHS	1,211	1,211	Cost	4,109
BANK N S HALIFAX-58 SHS	3,043	3,043	Cost	3,628
BANK OF NEW YORK MELLON-221 SHS	5,844		Cost	7,722
BARCLAYS PLC A.D.R.-374 SHS		6,396	Cost	
BARCLAYS PLC ADR-258 SHS	4,521		Cost	4,678
BASF AKTIENGESELLSCHAFT-43 SHS	2,846		Cost	4,635
BAYER AG-30 SHS	3,255	3,255	Cost	4,260
BEACON ROOFING SUPPLY INC-88 SHS	2,514	2,514	Cost	3,545
BIO RAD LABS INC-63 SHS	5,506		Cost	7,787
BIO RAD LABS INC-64 SHS		5,618	Cost	
BIO-TECHNE CORP-68 SHS		4,735	Cost	
BIOGEN IDEC INC-32 SHS	3,432		Cost	8,952
BIOMARIN PHARMACEUTICAL INC-74 SHS	3,649		Cost	5,200
BIRMINGHAM BLOOMFIELD BANC-5000 SHS	50,000	50,000	Cost	25,650
BLACKBAUD INC-178 SHS	2,404		Cost	6,702
BLACKBAUD INC-198 SHS		3,150	Cost	
BLACKROCK INC-28 SHS	4,676		Cost	8,861
BNP PARIBAS SPONSORED ADR-142		5,453	Cost	
BOEING CO-55 SHS	3,822		Cost	7,507
BOEING CO-73 SHS	2,834		Cost	9,964
BP PLC-193 SHS	8,086		Cost	9,382
BRAMBLES LTD-253 SHS	3,984	3,984	Cost	4,463
BUZL PLC SPON ADR-350 SHS	3,992	3,992	Cost	8,421
CANNON INC ADR-82 SHS	3,499		Cost	2,624
CAP 1 FINANCIAL-61 SHS	4,187		Cost	4,673
CARLISLE COMPANIES-10 SHS		323	Cost	
CARLISLE COMPANIES-67 SHS	2,216		Cost	5,320
CARNIVAL CORP-245 SHS	8,349		Cost	9,842

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
CASEYS GEN STORES INC-58 SHS	$ 2,196	$	Cost	$ 4,075
CASEYS GEN STORES INC-88 SHS		4,221	Cost	
CASS INFORMATION SYS INC-66 SHS		3,249	Cost	
CASS INFORMATION SYS-16 SHS	735		Cost	1,078
CATAMARAN CORP-89 SHS	4,297		Cost	4,226
CELEGENE CORP-80 SHS	5,079		Cost	13,517
CENOUVUS-85 SHS	2,871		Cost	2,435
CENOVUS ENERGY INC-35 SHS		3,482	Cost	
CHECK PT SOFTWARE TECH-129 SHS	5,910		Cost	8,323
CHECK PT SOFTWARE TECHNOLOGIES-144		6,867	Cost	
CHEVRON CORPORATION-89 SHS	6,580		Cost	11,117
CHINA MOBILE LTD-125 SHS	6,283		Cost	6,536
CHOICE HOTELS INTL INC-126 SHS	3,382	3,382	Cost	6,188
CHURCH & DWIGHT INC-64 SHS	3,846		Cost	4,242
CIELO S A SPONSORED ADR-181 SHS		2,387	Cost	
CIELO SA SPON ADR-102 SHS	2,260		Cost	2,856
CISCO SYSTEMS INC-375 SHS	6,112		Cost	8,419
CITRIX SYSTEMS INC-50 SHS	2,189		Cost	3,163
CITY NATIONAL CORP-77 SHS	3,707	3,707	Cost	6,100
CLARCOR INC-102 SHS	3,998	3,998	Cost	6,564
CNOOC LTD-14 SHS	2,779		Cost	2,627
COACH INC-130 SHS	6,407		Cost	7,297
COLUMBIA SPORTSWEAR CO-67 SHS	2,924	2,924	Cost	5,276
COMPAGINE FINANCIERE RICHE-338 SHS	3,434	3,434	Cost	3,380
COMPASS GROUP PLC-153 SHS		2,541	Cost	
CONTINENTAL AG SPONSORED ADR-116		5,509	Cost	
CORPORATE EXECUTIVE BRD CO-49		3,579	Cost	
CORUS ENTMT INC CL B-155 SHS	2,826		Cost	3,748
CORUS ENTMT INC CL B-197 SHS		3,890	Cost	
COSTCO WHOLESALE CORP-47 SHS	2,897		Cost	5,593
CUMMINS INC-40 SHS	3,376		Cost	5,639
DAIHATSU MTR CO LTD-83 SHS	3,288		Cost	2,805
DANAHER CORP-85 SHS	3,257		Cost	6,562
DEUTSCHE BOERSE ADR-601 SHS	4,011	4,011	Cost	4,958
DNHBY - DNB NOR ASA SPONSORED ADR-20		3,714	Cost	
DORMAN PRODUCTS INC-134 SHS	2,876	2,876	Cost	7,513
DOW CHEMICAL-173 SHS	3,966		Cost	7,681

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
DRIL-QUIP INC-77 SHS	$ 1,916	$	Cost	$ 8,465
DRIL-QUIP INC-87 SHS		3,229	Cost	
DU PONT EI DE NEMOURS & CO-98 SHS	4,574		Cost	6,367
EATON CORP PLC-83 SHS	5,076		Cost	6,318
EBAY INC-122 SHS	6,426		Cost	6,697
EDWARDS LIFESCIENCES-59 SHS	4,432		Cost	3,880
EMC CORP-254 SHS	6,118		Cost	6,388
ENBRIDGE INC-45 SHS	2,064		Cost	1,966
ENBRIDGE INC-78 SHS		3,635	Cost	
ENSCO PLC SPON ADR-131 SHS	4,969		Cost	7,491
ERICSSON-478 SHS	5,407	5,407	Cost	5,851
ESTEE LAUDER COMPANIES INC-72 SHS	3,467		Cost	5,423
EUTELSAT COMMUNICATIONS-573 SHS	4,273		Cost	4,474
EXPONENT INC-101 SHS		3,167	Cost	
EXPONENT INC-99 SHS	3,020		Cost	7,667
EXPRESS SCRIPTS HOLDING-92 SHS	5,041		Cost	6,462
EXXON MOBIL CORP-112 SHS	7,666		Cost	11,334
FACEBOOK INC-140 SHS	4,470		Cost	7,652
FAIR ISAAC CORP-122 SHS	2,562	2,562	Cost	7,666
FANUC CORP-266 SHS	7,314	7,314	Cost	8,120
FOREST CITY ENTERPRISES INC CL A-203	1,435	1,435	Cost	3,877
FORWARD AIR CORP-139 SHS	4,613		Cost	6,103
FORWARD AIR CORP-142 SHS		4,751	Cost	
FREEPORT-MCMORAN COPPER & GOLD-242 S	7,973		Cost	9,133
GENERAL ELECTRIC CO-372 SHS	4,081		Cost	10,427
GILEAD SCIENCES INC-133 SHS	5,780		Cost	9,995
GIVAUDAN SA ADR-215 SHS		3,745	Cost	
GIVAUDAN SA ADR-308 SHS	5,424		Cost	8,824
GOLDMAN SACHS GROUP INC-73 SHS	7,765		Cost	12,940
GOOGLE INC-21 SHS	12,241		Cost	23,535
GRACO INC-75 SHS	2,204	2,204	Cost	5,859
GRUPO FINANCIERO BANORTE S A B-109		3,932	Cost	
GRUPO FINANCIERO-83 SHS	3,244		Cost	2,895
HARRIS TEETER-55 SHS	1,799		Cost	2,714
HCC INS HLDGS INC-103 SHS	2,325	2,325	Cost	4,752
HEICO CORP-126 SHS	3,168	3,168	Cost	5,307
HENKEL AG & CO KGAA-67 SHS		6,674	Cost	

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
HENKEL AG & CO-71 SHS	$ 7,088	$	Cost	$ 8,248
HENRY JACK & ASSOC INC-145 SHS		3,709	Cost	
HENRY JACK & ASSOC INC-190 SHS	5,085		Cost	11,250
HEWLETT PACKARD CO-255 SHS	6,225		Cost	7,135
HIBBETT SPORTS INC-116 SHS		3,761	Cost	
HIBBETT SPORTS INC-84 SHS	2,359		Cost	5,646
HITTITE MICROWAVE CORP-46 SHS	2,488		Cost	2,840
HOME DEPOT-106 SHS	6,016		Cost	8,728
HUB GROUP INC-63 SHS		2,503	Cost	
HURON CONSULTING GROUP INC-66		4,399	Cost	
IBERIABANK CORP-82 SHS	4,560	4,560	Cost	5,154
ICAP PLC SPON ADR-173 SHS	1,993		Cost	2,624
ICICI BK LTD-78 SHS	3,467		Cost	2,899
IND & COMM BANK-259 SHS	3,586		Cost	3,517
INTEL CORP-410 SHS	8,249		Cost	10,644
INTER PARFUMS INC-112 SHS		3,792	Cost	
INTERCONTINENTAL EXCHANGE-25 SHS	2,617		Cost	5,623
INTUITIVE SURGICAL INC-8 SHS	2,668		Cost	3,073
INVESCO LTD-220 SHS	4,432		Cost	8,008
ITAU UNIBANCO-444 SHS	5,932		Cost	6,025
J & J SNACK FOODS CORP-59 SHS	2,882	2,882	Cost	5,227
JACOBS ENGR GROUP INC-95 SHS	5,216		Cost	5,984
JARDINE MATHESON HLDGS LTD-103 SHS	6,759		Cost	5,439
JARDINE MATHESON HLDGS LTD-97 SHS		6,370	Cost	
JOHNSON & JOHNSON-109 SHS	7,154		Cost	9,983
JOHNSON CONTROLS INC-132 SHS	3,562		Cost	6,772
JPMORGAN CHASE & CO-206 SHS	9,079		Cost	12,047
JULIUS BAER GROUP LTD-276 SHS	2,645		Cost	2,663
JULIUS BAER GROUP LTD-591 SHS		5,575	Cost	
KANSAS CITY SOUTHN-70 SHS	3,302		Cost	8,668
KIRBY CORP-111 SHS	3,720		Cost	11,017
KLA-TENCOR CORP-48 SHS	2,517		Cost	3,094
KNIGHT TRANSN INC-228 SHS	4,251		Cost	4,182
KNIGHT TRANSN INC-233 SHS		4,381	Cost	
KONINKLIJKE AHOLD NV SPONSORED ADR-3		5,595	Cost	
KONINKLIJKE AHOLD NV SPONSORED ADR-4	5,931		Cost	7,942
L OREAL CO ADR-128 SHS		2,843	Cost	

Federal Statements

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
LANCASTER COLONY CORP-47 SHS	$	$ 4,428	Cost	$
LINDE AG-451 SHS	6,042	6,042	Cost	9,449
LINKEDIN CORP-22 SHS	4,191		Cost	4,770
LOREAL CO ADR-127 SHS	2,843		Cost	4,499
MANHATTAN ASSOC INC-98 SHS	1,764		Cost	11,513
MANHATTAN ASSOCS INC-330 SHS		3,203	Cost	
MASTERCARD INC-17 SHS	6,949		Cost	14,203
MCDONALDS CORP-50 SHS	3,793		Cost	5,143
MEDTRONIC INC-154 SHS	4,923		Cost	8,838
MERCK & CO INC-150 SHS	5,149		Cost	7,508
MERIDIAN BIOSCIENCE INC-109 SHS		2,287	Cost	
MERIDIAN BIOSCIENCE INC-177 SHS	3,926		Cost	4,696
METLIFE INC-231 SHS	8,061		Cost	12,456
MICHAEL KORS HOLDINGS LTD-52 SHS	2,706		Cost	4,222
MICROSOFT CORP-168 SHS	4,076		Cost	6,288
MIDDLEBY CORP-19 SHS	1,939		Cost	4,559
MONOTYPE IMAGING HLDGS INC-151 SHS		4,346	Cost	
MONRO MUFFLER BRAKE INC-121 SHS		3,839	Cost	
MONRO MUFFLER BRAKE INC-144 SHS	4,659		Cost	8,116
MONSANTO CO-66 SHS	5,256		Cost	7,692
MOOG INC CL A-95 SHS		3,624	Cost	
MOOG INC-101 SHS	3,860		Cost	6,862
MORNINGSTAR INC-136 SHS	5,472	5,472	Cost	10,620
MWI VETERINARY SUPPLY-24 SHS	3,089	3,089	Cost	4,094
NATIONAL INSTRS CORP-127 SHS	2,964	2,964	Cost	4,067
NATIONAL OILWELL VARCO-84 SHS	4,642		Cost	6,681
NEW GOLD INC-493 SHS	4,464		Cost	2,583
NEW YORK COMMUNITY BANK-497 SHS	6,317		Cost	8,374
NIELSEN HOLDINGS B.V-144 SHS		5,611	Cost	
NIELSEN HOLDINGS-102 SHS	3,774		Cost	4,681
NIKE INC-86 SHS	3,143		Cost	6,763
NOBLE ENERGY INC-54 SHS	2,549		Cost	3,678
NOKIAN TYRES-149 SHS	3,332		Cost	3,580
NORDEA BANK AB-555 SHS	5,877	5,877	Cost	7,488
NORTHROP GRUMAN-48 SHS	3,933		Cost	5,501
NOVARTIS AG-92 SHS	5,315	5,315	Cost	7,395
NXP SEMICONDUCTORS-103 SHS	3,939		Cost	4,731

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
OCCIDENTAL PETROLEUM CORP-57 SHS	$ 4,954	$	Cost	$ 5,421
PANERA BREAD CO-23 SHS	3,364		Cost	4,064
PARTNER COMMUNICATIONS CO LTD ADR-57	3,080	3,080	Cost	5,356
PARTNERRE HOLDING-92 SHS	8,401		Cost	9,700
PENSKE AUTO GROUP INC-3,224 SHS	16,335	16,335	Cost	152,044
PEPSICO INC-100 SHS	6,588		Cost	8,294
PEPSICO INC-71 SHS	4,580		Cost	5,889
PERNOD RICARD S A ADR-199 SHS	4,027	4,027	Cost	4,521
PETSMART INC-93 SHS	6,667		Cost	6,766
PFIZER INC-361 SHS	6,498		Cost	11,057
PHILIP MORRIS INTL INC-58 SHS	2,545		Cost	5,054
PINNACLE FINL PARTNERS INC-116 SHS		4,090	Cost	
PNC FINANCIAL SERVICES GROUP-60 SHS	3,275		Cost	4,655
POOL CORP-60 SHS		3,601	Cost	
POWER INTEGRATIONS INC-60 SHS	1,326	1,326	Cost	3,349
PRECISION CASTPARTS CORP-31 SHS	4,153		Cost	8,348
PRICELINE COM INC-8 SHS	3,377		Cost	9,299
PROSPERITY BANCSHARES INC-94 SHS	4,238	4,238	Cost	5,959
PRUDENTIAL FINANCIAL INC-143 SHS	7,978		Cost	13,187
PRUDENTIAL PLC ADR ISIN-129 SHS		5,844	Cost	
PUBLICIS S A-302 SHS		5,706	Cost	
PUBLICIS SA-255 SHS	3,997		Cost	5,155
QUALCOMM INC-108 SHS	4,528		Cost	8,019
RAVEN INDS INC-150 SHS	3,006	3,006	Cost	6,171
REED ELSEVIER PLC-143 SHS	5,462	5,462	Cost	8,587
REGENERON PHARMACEU-15 SHS	4,206		Cost	4,129
RLI CORP-67 SHS	4,077	4,077	Cost	6,524
ROCHE HLDG LTD SPON ADR-182 SHS	7,049		Cost	12,776
ROCHE HLDG LTD SPONSORED ADR-364		7,049	Cost	
SABMILLER PLC-100 SHS	4,990		Cost	5,128
SABMILLER PLC-88 SHS		4,391	Cost	
SAFRAN ADR-244 SHS	2,394		Cost	4,207
SAFRAN ADR-278 SHS		2,926	Cost	
SALESFORCE COM INC-184 SHS	6,017		Cost	10,155
SALLY BEAUTY HLDGS INC-218 SHS		3,964	Cost	
SALLY BEAUTY HLDGS-295 SHS	3,964		Cost	8,918
SANOFI SPON ADR-151 SHS	7,466		Cost	8,098

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
SANOFI SPONSORED-163 SHS	$	$ 8,058	Cost	$
SANTEN PHARMACEUTICAL CO LTD-157 SHS		4,526	Cost	
SAP AG SPON ADR-60 SHS	2,968		Cost	5,228
SAP AG SPONSORED ADR-92 SHS		5,337	Cost	
SBERBANK RUSSIA SPONSORED ADR-387 SH	4,523		Cost	4,865
SCANSOURCE INC-100 SHS	2,859	2,859	Cost	4,243
SCHLUMBERGER LTD-86 SHS	6,234		Cost	7,749
SCHLUMBERGER LTD-93 SHS	3,912		Cost	8,380
SCHNEIDER ELEC SA-570 SHS	6,910	6,910	Cost	10,004
SENSATA TECHNOLOGIES HLDG NV-128 SHS		5,036	Cost	
SGS SA-343 SHS	4,696	4,696	Cost	7,879
SIEMENS AG-83 SHS	8,019		Cost	11,496
SILVER WHEATON CORP-152 SHS	3,077		Cost	3,069
SMC CORP JAPAN SPONSORED ADR --324		4,374	Cost	
SODEXO-76 SHS	4,612		Cost	7,709
SODEXO-79 SHS		4,906	Cost	
SOFTBANK CORP ADR-161 SHS	2,305		Cost	7,046
SOFTBANK CORP ADR-222 SHS		4,527	Cost	
SONOVA HOLDING AG-147 SHS	3,358	3,358	Cost	3,967
STARBUCKS-86 SHS	2,123		Cost	6,742
STATE BANK FINANCIAL-290 SHS	4,780	4,780	Cost	5,275
STEPAN CO-52 SHS	3,116	3,116	Cost	3,413
STERICYCLE INC-48 SHS	4,096		Cost	5,576
SUNCOR ENERGY INC NEW-133 SHS		5,023	Cost	
SVENSKA CELLULOSA AKTIEBOLAGET SCA-1	2,360		Cost	4,045
T ROWE PRICE GROUP INC-58 SHS	4,149		Cost	4,859
TARGET CORP-104 SHS	5,176		Cost	6,580
TECHNE CORP-51 SHS	3,204		Cost	4,828
TOSHIBA CORPP ADR-116 SHS	3,367		Cost	2,927
TOYOTA MOTOR-70 SHS	6,420		Cost	8,534
TOYOTA MTR CORP-67 SHS		6,182	Cost	
TRACTOR SUPPLY CO-77 SHS	3,175		Cost	5,974
TRIMBLE VAV LTD-111 SHS	2,087		Cost	3,852
TULLOW OIL PLC ADR-339 SHS	3,652		Cost	2,393
TURKIYE GARANTI BANKASI AS-602 SHS	3,255		Cost	1,932
UBS AG-126 SHS	2,592		Cost	2,425
UBS AG-310 SHS		6,063	Cost	

Statement 5 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
UMPQUA HLDGS CORP-273 SHS	$ 3,528	$ 3,528	Cost	$ 5,225
UNICHARM CORP-259 SHS	3,355		Cost	2,957
UNIFIRST CORP MASS-35 SHS		3,494	Cost	
UNIFIRST CORP MASS-8 SHS	829		Cost	856
UNILEVER N V NEW YORK-136 SHS		4,334	Cost	
UNILEVER NV-165 SHS	5,259		Cost	6,638
UNITED OVERSEAS BK LTD-97 SHS	2,673	2,673	Cost	3,264
UNITEDHEALTH GROUP-392 SHS	5,643		Cost	6,928
UNIVERSAL HEALTH REALTY-60 SHS	2,103		Cost	2,404
UNIVERSAL HEALTH RLTY INCOME TR-60		1,925	Cost	
US ECOLOGY INC-47 SHS		1,735	Cost	
VALMONT INDS INC-27 SHS	3,775		Cost	4,026
VCA INC-104 SHS		3,443	Cost	
VERIZON COMMUNICATIONS-127 SHS	5,676		Cost	6,241
VODAFONE GROUP PLC-436 SHS			Cost	
VODAPHONE GROUP PLC-220 SHS	5,888		Cost	8,648
VOLKSWAGON GROUP PLC - 118 SHS	5,499	5,499	Cost	6,660
WALT DISNEY CO-112 SHS	3,460		Cost	8,557
WELLS FARGO & CO-244 SHS	7,516		Cost	11,078
WEST AMERICA BANCORP-79 SHS	3,632	3,632	Cost	4,460
WEST PHARMACEUTICAL SVCS INC-115 SHS		5,145	Cost	
WEST PHARMACEUTICAL-87 SHS	3,923		Cost	4,268
WEX INC-42 SHS	1,967		Cost	4,159
WEX INC-54 SHS		3,197	Cost	
WHOLE FOODS MARKET INC-102 SHS	2,298		Cost	5,899
WOLVERINE WORLD WIDE INC-174 SHS	2,498	2,498	Cost	5,909
WW GRAINGER INC-16 SHS	2,953		Cost	4,087
YUM BRANDS INC-66 SHS	4,657		Cost	4,990
Total	$ 1,066,915	$ 549,963		$ 1,691,015

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MUTUAL FUNDS	$	$		$
DIAMOND HILL LONG/SHORT 5,842.255	99,757		Cost	131,568
DIAMOND HILL LONG/SHORT 5864.452		100,256	Cost	
GOLDMAN SACHS TRIGGER ROS 720		7,200	Cost	
FRANKLIN CUSTODIAN FDS INCOME 52856.	112,500	112,500	Cost	127,384
HIGHLANDS FDS GLOBAL 10,256.908		129,929	Cost	
HSBC USA INC TRIGGER ROS SPX 2,000		20,000	Cost	
IVY FUNDS INC ASSET STRATEGY 4,316.3	81,994		Cost	139,332
IVY FUNDS INC ASSET STRATEGY 5121.64		102,923	Cost	
MAINSTAY FDS MARKETFIELD FD 7,272.52	125,015		Cost	134,687
MFB HIGH YIELD FIXED INCOME 18,517.8	136,625		Cost	138,698
MFB HIGH YIELD FIXED INCOME		166,625	Cost	
MFB INTL EQUITY INDEX 3,995.17		49,514	Cost	
MFB MMG MID CAP 1,068.74	13,015	13,015	Cost	14,674
MFB MULTI-MGR EMERGING 8,854.4	171,159		Cost	168,676
MFB MULTI-MGR EMERGIMG		160,152	Cost	
MFB MULTI-MGR GLOBAL - 5088.2		65,000	Cost	
MFB MULTI-MGR MID CAP 581.40		10,000	Cost	
MFB NORTHERN BOND INDEX 3413.41	37,500	37,500	Cost	35,568
MFB NORTHERN FIXED INCOME 3523.99	37,500	37,500	Cost	35,557
MFB NORTHERN GLOBAL REAL ESTATE 4,64	65,065	65,065	Cost	75,802
MFB NORTHERN HIGH YIELD		160,112	Cost	
MFB NORTHERN HIGH YIELD 13,573.39	130,112		Cost	130,773
MFB NORTHERN STOCK INDEX 8820.07		225,000	Cost	
MFB NORTHERN ULTRA SHORT FIXED 9,796	100,024		Cost	100,024
MFB NORTHERN ULTRA SHORT 11,751.75		120,025	Cost	
MFC FLEXSHARES 5YR TARGET 2,000	51,588		Cost	49,740
MFC FLEXSHARES 3YR TARGET 2,000	50,590		Cost	49,840
MFC FLEXSHARES TR MORNINGSTAR		52,869	Cost	
MFC FLEXSHARES TR MORNINGSTAR 1,800	63,930		Cost	61,758
MFC FLEXSHARES TR MORNINGSTAR US MKT		222,105	Cost	
MFC FLEXSHARES TR QUALITY DIV 6,125		223,318	Cost	
MFC SPDR GOLD TRUST 150	16,396	16,396	Cost	17,426
MFC SPDR INDEX DOW JONES 825		33,514	Cost	
MFC SPDR INDEX DOW JONES 600	23,902		Cost	24,720
MFO DFA INTL SMALL CO 2,472.25		48,836	Cost	
MFO DFA IVT DIM EMERGING 1,326.96	25,000		Cost	25,823

Statement 6 - Form 990-PF, Part II, Line 13 - Other Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
MFO DFA IVT DIM EMERGING 2,841.67	$	$ 50,000	Cost	$
MORGAN STANLEY CONTINGENT ROS	77,000	77,000	Cost	
NEUBERGER BERMAN ALT FD LONG/SHORT	85,408		Cost	86,494
NEUBERGER BERMAN ALT FD 8,752.844		111,042	Cost	
PUTNAM FDS CAPITAL SPECTRUM 4,075.24		112,169	Cost	
PUTNAM FDS CAPITAL SPECTRUM 3,924.55	106,294		Cost	140,930
TEMPLETON GLOBAL INV TR 30,8800189	99,743		Cost	100,361
TEMPLETON GLOBAL INVT 38,525.449		124,743	Cost	
VIRTUS OPPORTUNITIES TRUST 11,061.2		150,166	Cost	
VANGUARD TOTAL STOCK MKT 4,374.88		225,000	Cost	
VIRTUS OPPORTUNITIES TRUST 11,658.59	157,068		Cost	193,300
VIRTUS OPPORTUNITIES MULTY SECTOR ST	45,749		Cost	45,382
PARTNERSHIPS:				
ALTEGRIS MILLENIUM FD LP	223,721		Cost	223,721
37,350 QUADRANGLE FUND LLC	134,989	130,327	Cost	134,989
STRENGTH CAPITAL II	924,962	583,320	Cost	924,962
Total	$ 3,196,606	$ 3,743,121		$ 3,312,189

Federal Statements

Statement 7 - Form 990-PF, Part II, Line 22 - Other Liabilities

Description	Beginning of Year	End of Year
TAXES PAYABLE	$ 66,536	$ 33,177
Total	$ 66,536	$ 33,177

Statement 8 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

EXEMPT ORGANIZATIONS UNDER SEC 501(C)(3)OF INTERNAL REVENUE CODE SHOULD SUBMIT A DETAILED REQUEST, INDCLUDING PROPOSED GRANT USE. A COPY OF THE APPLICANTS IRS DETERMINATION LETTER IS REQUIRED

Statement 9 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

APPLICATIONS ACCEPTED AT ANYTIME NOTICE OF APPROVAL, REJECTION OR REQUESTS FOR ADDITIONAL INFORMATION USUALLY SENT OUT WITHIN TWO MONTHS.

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

ALL APPLICATIONS ARE REVIEWED BY THE BOARD OF TRUSTEES

Federal Statements

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year

Name	Address			
Address	Relationship	Status	Purpose	Amount
AMERICAN ACADEMY IN ROME NEW YORK NY 10022	7 EAST 60TH ST	PUBLIC	GENERAL	25,000
ARCHITECTUAL LEAGUE OF NY NEW YORK NY 10022	457 MADISON AVE	PUBLIC	GENERAL	25,000
BORN & RAISED DETROIT DETROIT MI 48232	P O BOX 32514	PUBLIC	GENERAL	3,000
CHILD SAFE MICHIGAN MADISON HEIGHTS MI 48071	30680 MONTPELIER STE 250	PUBLIC	GENERAL	9,000
CROHNS & COLITIS FOUNDATI FARMINGTON HILLS MI 48334	31313 NORTHWESTERN HWY 20	PUBLIC	GENERAL	5,000
CRANBROOK EDUCATIONAL BLOOMFIELD HILLS MI 48303	P O BOX 801	PUBLIC	GENERAL	12,500
DETROIT SYMPHONY ORCHESTR DETROIT MI 48201	3711 WOODWARD AVE	PUBLIC	GENERAL	15,000
GRACE CENTER OF HOPE PONTIAC MI 48342	35 E HURON	PUBLIC	GENERAL	15,000
GRASS RIVER NATURAL BELLAIRE MI 49615	6500 ALDEN HIGHWAY	PUBLIC	GENERAL	1,000
HENRY FORD HEALTH DETROIT MI 48202	1 FORD PLACE 5A	PUBLIC	GENERAL	10,000
HORIZON UPWARD BOUND BLOOMFIELD HILLS MI 48303	P O BOX 801	PUBLIC	GENERAL	17,500
IMERMAN ANGELS CHICAGO IL 60606	205 W RANDOLPH 19TH FLOOR	PUBLIC	GENERAL	1,000
JANE H THIE MEMORIAL FUND INC DETROIT MI 48201	4100 JOHN R	PUBLIC	GENERAL	500
MICHIGAN CERAMICS ART ASSOCIATION VERNON MI 48476	P O BOX 72	PUBLIC	GENERAL	1,000
MICHIGAN HUMANE BINGHAM FARMS MI 48025	30300 TELEGRAPH ROAD	PUBLIC	GENERAL	5,000
MICHIGAN OPERA THEATRE DETROIT MI 48226	1526 BROADWAY	PUBLIC	GENERAL	20,000
PUBLIC ART FUND NEW YORK NY 10022	1 EAST 53RD ST	PUBLIC	GENERAL	25,000

Statement 10 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the Year (continued)

Name	Address			
Address	Relationship	Status	Purpose	Amount
RAQUET UP DETROIT MI 48211	P O BOX 11404	PUBLIC	GENERAL	5,000
SKY FOUNDATION BLOOMFIELD HILLS MI 48304	33 BLOOMFIELD PARKWAY	PUBLIC	GENERAL	10,000
Total				205,500