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Form 990-PF

## Return of Private Foundation

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

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2014

Open to Public  
Inspection

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

Name of foundation JOHN N CALLEY FOUNDATION		A Employer identification number 45-4941625			
Number and street (or P O box number if mail is not delivered to street address) 321 SOUTH BEVERLY DRIVE M		B Telephone number (see instructions) (310) 556-0563			
C If exemption application is pending, check here ► <input type="checkbox"/>					
D 1. Foreign organizations, check here ► <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation ► <input type="checkbox"/>					
E If private foundation status was terminated under section 507(b)(1)(A), check here ► <input type="checkbox"/>					
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ► <input type="checkbox"/>					
<b>G Check all that apply</b> <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change					
<b>H Check type of organization</b> <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation					
<b>I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ► \$ 10,250,584</b>		<b>J Accounting method</b> <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			
<b>Part I Analysis of Revenue and Expenses</b> (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)	10,300,000			
2	Check ► <input type="checkbox"/> if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	5,700	5,700	5,700	
4	Dividends and interest from securities.	7,649	7,649	7,649	
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	-2,672			
b	Gross sales price for all assets on line 6a 243,482				
7	Capital gain net income (from Part IV, line 2)		0		
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)	24,234	24,234	24,234	
12	<b>Total.</b> Add lines 1 through 11	10,334,911	37,583	37,583	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0	0	0	0
14	Other employee salaries and wages	107,083	0	0	54,042
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)	5,165	0	0	0
b	Accounting fees (attach schedule)	12,969	0	0	0
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	18,619	90	0	0
19	Depreciation (attach schedule) and depletion	210	0	263	
20	Occupancy	14,410	0	0	0
21	Travel, conferences, and meetings	9,093	0	0	4,547
22	Printing and publications				
23	Other expenses (attach schedule)	62,501	12,381	0	0
24	<b>Total operating and administrative expenses.</b>	230,050	12,471	263	58,589
25	Contributions, gifts, grants paid	0			0
26	<b>Total expenses and disbursements.</b> Add lines 24 and 25	230,050	12,471	263	58,589
27	Subtract line 26 from line 12				
a	<b>Excess of revenue over expenses and disbursements</b>	10,104,861			
b	<b>Net investment income</b> (if negative, enter -0-)		25,112		
c	<b>Adjusted net income</b> (if negative, enter -0-)			37,320	

Assets	Part III Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions )		
		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
1	Cash—non-interest-bearing . . . . .	100,880	964,621	964,621
2	Savings and temporary cash investments . . . . .			
3	Accounts receivable ►			
	Less allowance for doubtful accounts ►	209		
4	Pledges receivable ►			
	Less allowance for doubtful accounts ►			
5	Grants receivable . . . . .			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
7	Other notes and loans receivable (attach schedule) ►			
	Less allowance for doubtful accounts ►			
8	Inventories for sale or use . . . . .			
9	Prepaid expenses and deferred charges . . . . .			
10a	Investments—U S and state government obligations (attach schedule)	0	1,701,283	1,701,283
b	Investments—corporate stock (attach schedule) . . . . .	0	6,564,199	6,564,199
c	Investments—corporate bonds (attach schedule) . . . . .	0	1,020,165	1,020,165
11	Investments—land, buildings, and equipment basis ►			
	Less accumulated depreciation (attach schedule) ►			
12	Investments—mortgage loans . . . . .			
13	Investments—other (attach schedule) . . . . .			
14	Land, buildings, and equipment basis ►	1,316		
	Less accumulated depreciation (attach schedule) ►	1,000		
15	Other assets (describe ►) . . . . .	526	316	316
16	<b>Total assets</b> (to be completed by all filers—see the instructions Also, see page 1, item I)	4,000	0	0
		105,615	10,250,584	10,250,584
Liabilities	17	Accounts payable and accrued expenses . . . . .		6,500
	18	Grants payable . . . . .		
Net Assets or Fund Balances	19	Deferred revenue . . . . .		
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .		
Net Assets or Fund Balances	21	Mortgages and other notes payable (attach schedule) . . . . .		
	22	Other liabilities (describe ►) . . . . .	468	1,184
Net Assets or Fund Balances	23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	468	7,684
<b>Foundations that follow SFAS 117, check here ►</b>				
<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
24	Unrestricted . . . . .	105,147	10,242,900	
25	Temporarily restricted . . . . .			
26	Permanently restricted . . . . .			
<b>Foundations that do not follow SFAS 117, check here ►</b>				
<b>and complete lines 27 through 31.</b>				
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 . . . . .			
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	105,147	10,242,900	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	105,615	10,250,584	

**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	105,147
2	Enter amount from Part I, line 27a . . . . .	2	10,104,861
3	Other increases not included in line 2 (itemize) ►	3	39,392
4	Add lines 1, 2, and 3 . . . . .	4	10,249,400
5	Decreases not included in line 2 (itemize) ►	5	6,500
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	10,242,900

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
<b>1a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
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) FMV as of 12/31/69		(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
<b>a</b>	See Additional Data Table			
<b>b</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b>	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 }		<b>2</b> -2,672
<b>3</b>	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 }		<b>3</b> -3,921

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

 Yes  No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	35,002	131,597	0 265979
2012			
2011			
2010			
2009			
<b>2</b> Total of line 1, column (d).			<b>2</b> 0 265979
<b>3</b> Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			<b>3</b> 0 265979
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.			<b>4</b> 2,239,870
<b>5</b> Multiply line 4 by line 3.			<b>5</b> 595,758
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b).			<b>6</b> 251
<b>7</b> Add lines 5 and 6.			<b>7</b> 596,009
<b>8</b> Enter qualifying distributions from Part XII, line 4.			<b>8</b> 58,589

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1		
Date of ruling or determination letter _____ <b>(attach copy of letter if necessary—see instructions)</b>		1	502
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		
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	502
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-) . . . . .	4	0
5	<b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0- . . . . .	5	502
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	10,000
b	Exempt foreign organizations—tax withheld at source . . . . .	6b	
c	Tax paid with application for extension of time to file (Form 8868) . . . . .	6c	
d	Backup withholding erroneously withheld . . . . .	6d	
7	Total credits and payments Add lines 6a through 6d. . . . .	7	10,000
8	Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	9	
10	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	10	9,498
11	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 9,498 <b>Refunded</b> <input type="checkbox"/>	11	0

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

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

14 The books are in care of ► ESMOND ASSOCIATES Telephone no ► (818) 610-2900  
Located at ► 23901 CALABASAS RD 1010 CALABASAS CA ZIP +4 ► 91302

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here . . . . . ► **15** and enter the amount of tax-exempt interest received or accrued during the year . . . . . ►

16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR). If "Yes", enter the name of the foreign country ►

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

1a	During the year did the foundation (either directly or indirectly)		Yes	No
	(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? ( <b>Exception</b> . 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 <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? . . . . .		1b	
c	Organizations relying on a current notice regarding disaster assistance check here. . . . . ►		1c	No
2	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? . . . . .			
a	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 ► <u>20____, 20____, 20____, 20____</u>			
b	Are there any years listed in 2a for which the foundation is <b>not</b> 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 <b>all</b> years listed, answer "No" and attach statement—see instructions) . . . . .		2b	
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ► <u>20____, 20____, 20____, 20____</u>			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . .	► Yes	✓ No	
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014) . . . . .		3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .		4a	No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? . . . . .		4b	No

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

5a	During the year did the foundation pay or incur any amount to			
(1)	Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions). . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 5a(1)–(5), did <b>any</b> of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? . . . . .		5b	
c	Organizations relying on a current notice regarding disaster assistance check here. . . . .	<input type="checkbox"/>		
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? . . . . .	<input type="checkbox"/> Yes <input type="checkbox"/> 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? . . . . .	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	6b	No
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? . . . . .			
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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		7b	
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? . . . . .			

**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
See Additional Data Table				

**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
DAVID FRIEDMAN 321 S BEVERLY DRIVE M BEVERLY HILLS, CA 90212	EXECUTIVE DIRECTOR 40 00	107,083	0	0
Total number of other employees paid over \$50,000. . . . .				<input type="checkbox"/> 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		

## 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	<b>Expenses</b>
<b>1</b> <hr/>	
<b>2</b> <hr/>	
<b>3</b> <hr/>	
<b>4</b> <hr/>	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	

All other program-related investments See instructions

**3** \_\_\_\_\_  
\_\_\_\_\_  
**Total.** Add lines 1 through 3 ►

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities. . . . .	1a	2,151,542
b	Average of monthly cash balances. . . . .	1b	122,438
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	<b>Total</b> (add lines 1a, b, and c). . . . .	1d	2,273,980
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation). . . . .	1e	0
2	Acquisition indebtedness applicable to line 1 assets. . . . .	2	0
3	Subtract line 2 from line 1d. . . . .	3	2,273,980
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	34,110
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,239,870
6	<b>Minimum investment return.</b> Enter 5% of line 5. . . . .	6	111,994

**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	111,994
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	502
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	502
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	111,492
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	0
5	Add lines 3 and 4. . . . .	5	111,492
6	Deduction from distributable amount (see instructions). . . . .	6	0
7	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . . .	7	111,492

**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	58,589
b	Program-related investments—total from Part IX-B. . . . .	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes. . . . .	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required). . . . .	3a	
b	Cash distribution test (attach the required schedule). . . . .	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	58,589
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	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4. . . . .	6	58,589
	<b>Note:</b> 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
<b>1</b> Distributable amount for 2014 from Part XI, line 7				111,492
<b>2</b> Undistributed income, if any, as of the end of 2014			0	
<b>a</b> Enter amount for 2013 only. . . . .				
<b>b</b> Total for prior years 20____, 20____, 20____		0		
<b>3</b> Excess distributions carryover, if any, to 2014				
<b>a</b> From 2009. . . . .				
<b>b</b> From 2010. . . . .				
<b>c</b> From 2011. . . . .				
<b>d</b> From 2012. . . . .				
<b>e</b> From 2013. . . . .	28,422			
<b>f Total</b> of lines 3a through e. . . . .	28,422			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4 ► \$ _____ 58,589			0	
<b>a</b> Applied to 2013, but not more than line 2a				
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions). . . . .		0		
<b>c</b> Treated as distributions out of corpus (Election required—see instructions). . . . .	0			
<b>d</b> Applied to 2014 distributable amount. . . . .				58,589
<b>e</b> Remaining amount distributed out of corpus	0			
<b>5</b> Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	28,422			28,422
<b>6</b> Enter the net total of each column as indicated below:	0			
<b>a</b> Corpus Add lines 3f, 4c, and 4e Subtract line 5				
<b>b</b> Prior years' undistributed income Subtract line 4b from line 2b. . . . .	0			
<b>c</b> Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed. . . . .	0			
<b>d</b> Subtract line 6c from line 6b Taxable amount—see instructions . . . . .	0			
<b>e</b> Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015. . . . .				24,481
<b>7</b> Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions). . . . .	0			
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .	0			
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	0			
<b>10</b> Analysis of line 9				
<b>a</b> Excess from 2010. . . . .				
<b>b</b> Excess from 2011. . . . .				
<b>c</b> Excess from 2012. . . . .				
<b>d</b> Excess from 2013. . . . .				
<b>e</b> 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.				2012-05-16
b	Check box to indicate whether the organization is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed.				
b	85% of line 2a.				
c	Qualifying distributions from Part XII, line 4 for each year listed.				
d	Amounts included in line 2c not used directly for active conduct of exempt activities.				
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c.				
3	Complete 3a, b, or c for the alternative test relied upon				
a	"Assets" alternative test—enter				
(1)	Value of all assets.				
(2)	Value of assets qualifying under section 4942(j)(3)(B)(i).				
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.				
c	"Support" alternative test—enter				
(1)	Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties).				
(2)	Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).				
(3)	Largest amount of support from an exempt organization				
(4)	Gross investment income				

**Part XV Supplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)****1 Information Regarding Foundation Managers:**

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

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

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

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

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

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

c Any submission deadlines

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

**Part XV Supplementary Information (continued)****3 Grants and Contributions Paid During the Year or Approved for Future Payment**

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated

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	
<b>1</b> Program service revenue					
a _____					
b _____					
c _____					
d _____					
e _____					
f _____					
<b>g</b> Fees and contracts from government agencies					
<b>2</b> Membership dues and assessments. . . . .					
<b>3</b> Interest on savings and temporary cash investments . . . . .					
<b>4</b> Dividends and interest from securities. . . . .			14	5,700	
<b>5</b> Net rental income or (loss) from real estate			14	7,649	
a Debt-financed property. . . . .					
b Not debt-financed property. . . . .					
<b>6</b> Net rental income or (loss) from personal property. . . . .					
<b>7</b> Other investment income. . . . .			14	24,234	
<b>8</b> Gain or (loss) from sales of assets other than inventory . . . . .			18	-2,672	
<b>9</b> Net income or (loss) from special events					
<b>10</b> Gross profit or (loss) from sales of inventory. . . . .					
<b>11</b> Other revenue a _____					
b _____					
c _____					
d _____					
e _____					
<b>12</b> Subtotal Add columns (b), (d), and (e). . . . .		0		34,911	
<b>13</b> Total. Add line 12, columns (b), (d), and (e). . . . .					34,911

**Part XII-B: Relationship of Activities to the Accomplishment of Exempt Purposes**

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

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

**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.

**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

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

\* \* \* \* \*

2015-10-28

\* \* \* \* \*

**Signature of officer or trustee**

Date

### Title

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

<b>Paid Preparer Use Only</b>	Print/Type preparer's name LENNY ESMOND CPA	Preparer's Signature	Date 2015-10-28	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00037472
	Firm's name ► ESMOND & ASSOCIATES INC			Firm's EIN ►	20-3250475
	Firm's address ► 23901 CALABASAS RD 1010 CALABASAS, CA 91302			Phone no (818) 610-2900	

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
168 64- FHLMC 30G G08605	P	2014-10-16	2014-11-15
232 13- FHLMC 30G G08605	P	2014-10-16	2014-12-15
108 86- FHLMC 30G G08610	P	2014-10-23	2014-11-15
177 01- FHLMC 30G G08610	P	2014-10-23	2014-12-15
39 66- FHLMC 30G G08615	P	2014-11-13	2014-12-15
164 788- FHLMC 15G G18508	P	2014-10-24	2014-12-15
116 981- FHLMC 15G G18508	P	2014-12-09	2014-12-15
149 43- FHLMC 15G G18524	P	2014-10-16	2014-11-15
195 07- FHLMC 15G G18524	P	2014-10-16	2014-12-15
85 32- FHLMC 15G G18527	P	2014-11-17	2014-12-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
169		175	-6
232		241	-9
109		116	-7
177		188	-11
40		41	-1
165		171	-6
117		122	-5
149		156	-7
195		203	-8
85		89	-4

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6
			-9
			-7
			-11
			-1
			-6
			-5
			-7
			-8
			-4

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
170 21- FHLMC 30G C09064	P	2014-10-14	2014-11-15
182 69- FHLMC 30G C09064	P	2014-10-14	2014-12-15
322 73- FNMA POOL AJ9278	P	2014-10-24	2014-12-25
349 72- FNMA POOL AJ9278	P	2014-10-24	2014-11-25
463 48- FNMA POOL AL2122	P	2014-10-14	2014-12-25
823 25- FNMA POOL AL2122	P	2014-10-14	2014-11-25
302 06- FNMA POOL AL4195	P	2014-10-16	2014-12-25
335 92- FNMA POOL AL4195	P	2014-10-16	2014-11-25
180 83- FNMA POOL AL5259 3 1/2 5-01-29	P	2014-10-24	2014-11-25
192 36- FNMA POOL AL5259 3 1/2 5-01-29	P	2014-10-24	2014-12-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
170		181	-11
183		194	-11
323		335	-12
350		363	-13
463		503	-40
823		893	-70
302		320	-18
336		356	-20
181		192	-11
192		204	-12

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-11
			-11
			-12
			-13
			-40
			-70
			-18
			-20
			-11
			-12

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
716 22- FNMA POOL AL5537 4 1/2 4-01-44	P	2014-10-23	2014-12-25
733 58- FNMA POOL AL5537 4 1/2 4-01-44	P	2014-10-23	2014-11-25
1 959- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-10-08	2014-11-13
2 471- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-10-08	2014-12-12
2 351- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-10-28	2014-11-13
2 965- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-10-28	2014-12-12
1 959- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-11-03	2014-11-13
2 471- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-11-03	2014-12-12
2 471- GSMS 2007-GG10 A4 5 989 8-10-45	P	2014-12-19	2014-12-12
25- LAMAR ADVERTISING CO CL A	P	2014-09-30	2014-11-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
716		778	-62
734		796	-62
2		2	0
2		3	-1
2		3	-1
3		3	0
2		2	0
2		3	-1
2		3	-1
1,269		1,228	41

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-62
			-62
			0
			-1
			-1
			0
			0
			-1
			-1
			41

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1- LAMAR ADVERTISING CO CL A	P	2014-10-01	2014-11-04
1- LAMAR ADVERTISING CO CL A	P	2014-10-15	2014-11-04
1- LAMAR ADVERTISING CO CL A	P	2014-10-21	2014-11-04
48- TW TELECOM INC CL A	P	2014-09-30	2014-11-03
44- TW TELECOM INC CL A	P	2014-10-21	2014-11-03
4- TW TELECOM INC CL A	P	2014-10-31	2014-11-03
18- URS CORP NEW	P	2014-09-30	2014-10-28
1- URS CORP NEW	P	2014-10-01	2014-10-28
7000- US TSY NOTE 2 3/8 10-31-14	P	2014-10-02	2014-10-31
10000- WELLS FARGO & CO 2 5/8 12-15-16	P	2014-10-14	2014-10-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
51		49	2
51		45	6
51		50	1
480		421	59
440		281	159
40		39	1
773		773	0
43		43	0
7,000		7,000	0
10,350		10,371	-21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			6
			1
			59
			159
			1
			0
			0
			0
			-21

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
9 - ADVANCE AUTO PARTS	P	2014-09-30	2014-12-09
6 - ADVANCE AUTO PARTS	P	2014-10-21	2014-12-09
8 - ADVANCE AUTO PARTS	P	2014-11-26	2014-12-09
54 - ABAXIS INC	P	2014-09-30	2014-12-04
2 - ABAXIS INC	P	2014-10-02	2014-12-04
55 - ABAXIS INC	P	2014-10-21	2014-12-04
44 - ABAXIS INC	P	2014-11-26	2014-12-04
2 - ABAXIS INC	P	2014-12-01	2014-12-04
0 326 - AECOM TECHNOLOGY CORP	P	2014-09-30	2014-10-28
1 - ACTAVIS PLC	P	2014-09-30	2014-11-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,374		1,165	209
916		845	71
1,221		1,163	58
3,120		2,734	386
116		102	14
3,178		2,717	461
2,542		2,518	24
116		113	3
11		12	-1
244		241	3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			209
			71
			58
			386
			14
			461
			24
			3
			-1
			3

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
6- ACTAVIS PLC	P	2014-09-30	2014-11-11
3- ACTAVIS PLC	P	2014-10-21	2014-11-11
17- ALBANY INTL A NEW	P	2014-09-30	2014-11-18
20- ALBANY INTL A NEW	P	2014-09-30	2014-10-07
14- ALBANY INTL A NEW	P	2014-10-21	2014-11-18
5- ASSURANT INC	P	2014-09-30	2014-10-28
6- ASSURANT INC	P	2014-10-21	2014-10-28
45- AK STEEL HOLDING CORP	P	2014-09-30	2014-10-07
2- AK STEEL HOLDING CORP	P	2014-10-01	2014-10-07
2- AK STEEL HOLDING CORP	P	2014-10-01	2014-10-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,461		1,444	17
731		696	35
636		582	54
673		684	-11
524		485	39
334		321	13
401		386	15
328		363	-35
15		15	0
15		15	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			17
			35
			54
			-11
			39
			13
			15
			-35
			0
			0

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
55- ANSYS INC	P	2014-09-30	2014-12-04
4- ANSYS INC	P	2014-10-21	2014-12-04
1- AUTOZONE INC	P	2014-09-30	2014-11-25
42- BANK OF AMERICA CORP	P	2014-09-30	2014-10-28
63- BANK OF AMERICA CORP	P	2014-09-30	2014-12-09
43- POPULAR INC COM NEW	P	2014-09-30	2014-11-18
16- BRADY CL A	P	2014-09-30	2014-10-07
41- CBRE GROUP INC	P	2014-09-30	2014-10-14
7- COCA-COLA ENTERPRISES INC NEW	P	2014-09-30	2014-10-14
8- COLGATE PALMOLIVE CO	P	2014-09-30	2014-10-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,564		4,163	401
332		304	28
574		506	68
701		715	-14
1,096		1,072	24
1,350		1,259	91
353		360	-7
1,170		1,220	-50
282		312	-30
531		522	9

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			401
			28
			68
			-14
			24
			91
			-7
			-50
			-30
			9

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
8- COLGATE PALMOLIVE CO	P	2014-10-21	2014-10-28
4- CUMMINS INC	P	2014-09-30	2014-12-09
19- COMTECH TELECOMMUNICATIONS NEW	P	2014-11-04	2014-12-16
9- COMTECH TELECOMMUNICATIONS NEW	P	2014-11-26	2014-12-16
2- COMTECH TELECOMMUNICATIONS NEW	P	2014-12-10	2014-12-16
3- COMTECH TELECOMMUNICATIONS NEW	P	2014-12-11	2014-12-16
2- COMTECH TELECOMMUNICATIONS NEW	P	2014-12-12	2014-12-16
7- CON-WAY INC	P	2014-09-30	2014-12-16
1- CON-WAY INC	P	2014-10-07	2014-12-16
8- CON-WAY INC	P	2014-10-21	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
531		523	8
591		528	63
584		725	-141
277		359	-82
62		72	-10
92		98	-6
62		62	0
323		335	-12
46		45	1
369		348	21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			8
			63
			-141
			-82
			-10
			-6
			0
			-12
			1
			21

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1- CON-WAY INC	P	2014-10-30	2014-12-16
6- CON-WAY INC	P	2014-11-26	2014-12-16
4- CONOCOPHILLIPS	P	2014-09-30	2014-11-25
12- CONOCOPHILLIPS	P	2014-09-30	2014-11-25
1- CVS HEALTH CORP COM	P	2014-09-30	2014-11-11
3- CVS HEALTH CORP COM	P	2014-09-30	2014-11-11
13- CVS HEALTH CORP COM	P	2014-09-30	2014-11-11
16- CALIF WATER SVC GP DEL	P	2014-09-30	2014-12-16
13- CALIF WATER SVC GP DEL	P	2014-10-21	2014-12-16
1- CALIF WATER SVC GP DEL	P	2014-10-27	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
46		43	3
277		290	-13
289		305	-16
868		914	-46
89		80	9
268		239	29
1,161		1,036	125
375		361	14
305		316	-11
23		24	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3
			-13
			-16
			-46
			9
			29
			125
			14
			-11
			-1

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
13- CALIF WATER SVC GP DEL	P	2014-11-26	2014-12-16
1- CALIF WATER SVC GP DEL	P	2014-12-01	2014-12-16
2- CALIF WATER SVC GP DEL	P	2014-12-04	2014-12-16
35- DIEBOLD INC	P	2014-09-30	2014-11-18
5- DU PONT EI DE NEMOURS & CO	P	2014-09-30	2014-10-28
96- DIGI INTL INC	P	2014-09-30	2014-12-04
1- DIGI INTL INC	P	2014-10-01	2014-12-04
88- DIGI INTL INC	P	2014-10-21	2014-12-04
45- DIGI INTL INC	P	2014-11-26	2014-12-04
1- ENGLITY HOLDINGS INC	P	2014-09-30	2014-12-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
305		331	-26
23		25	-2
47		49	-2
1,217		1,237	-20
343		359	-16
711		730	-19
7		7	0
652		699	-47
333		330	3
42		31	11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-26
			-2
			-2
			-20
			-16
			-19
			0
			-47
			3
			11

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
39- ENGILITY HOLDINGS INC	P	2014-09-30	2014-11-04
1- ENGILITY HOLDINGS INC	P	2014-10-01	2014-12-02
3- ENGILITY HOLDINGS INC	P	2014-10-03	2014-12-02
38- ENGILITY HOLDINGS INC	P	2014-10-21	2014-12-02
22- ENGILITY HOLDINGS INC	P	2014-11-26	2014-12-02
36- ENANTA PHARMACEUTICALS INC	P	2014-09-30	2014-12-02
1- ENANTA PHARMACEUTICALS INC	P	2014-10-02	2014-12-02
1- ENANTA PHARMACEUTICALS INC	P	2014-10-03	2014-12-02
6- ENANTA PHARMACEUTICALS INC	P	2014-10-21	2014-12-02
22- ENANTA PHARMACEUTICALS INC	P	2014-10-21	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,683		1,225	458
42		31	11
125		98	27
1,589		1,354	235
920		937	-17
1,619		1,423	196
45		43	2
45		41	4
270		253	17
927		929	-2

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			458
			11
			27
			235
			-17
			196
			2
			4
			17
			-2

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
5- ENANTA PHARMACEUTICALS INC	P	2014-10-24	2014-12-16
3- ENANTA PHARMACEUTICALS INC	P	2014-10-29	2014-12-16
2- ENANTA PHARMACEUTICALS INC	P	2014-11-07	2014-12-16
31- ENANTA PHARMACEUTICALS INC	P	2014-11-26	2014-12-16
2- EQUINIX INC NEW	P	2014-09-30	2014-10-28
3- EQUINIX INC NEW	P	2014-10-21	2014-10-28
-- EQUINIX INC NEW	P	2014-11-25	2014-11-25
54- FOREST CY ENTERPRISE A	P	2014-10-21	2014-12-16
23- FOREST CY ENTERPRISE A	P	2014-11-26	2014-12-16
10- FEDEX CORP	P	2014-09-30	2014-10-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
211		228	-17
126		133	-7
84		87	-3
1,306		1,474	-168
386		424	-38
579		625	-46
38			38
1,093		1,096	-3
465		496	-31
1,658		1,621	37

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-17
			-7
			-3
			-168
			-38
			-46
			38
			-3
			-31
			37

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
149- GENERAL ELECTRIC CO	P	2014-09-30	2014-11-11
28- CORNING INC	P	2014-09-30	2014-10-28
1- CORNING INC	P	2014-10-02	2014-10-28
1- CORNING INC	P	2014-10-14	2014-10-28
29- CORNING INC	P	2014-10-21	2014-10-28
30- HCI GROUP INC	P	2014-09-30	2014-11-18
3- HCI GROUP INC	P	2014-10-03	2014-11-18
26- HCI GROUP INC	P	2014-10-21	2014-11-18
2- HCI GROUP INC	P	2014-11-13	2014-11-18
23- HESS CORPORATION	P	2014-09-30	2014-11-25

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,926		3,809	117
539		540	-1
19		19	0
19		18	1
559		536	23
1,263		1,090	173
126		115	11
1,095		1,294	-199
84		83	1
1,912		2,158	-246

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			117
			-1
			0
			1
			23
			173
			11
			-199
			1
			-246

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1- HESS CORPORATION	P	2014-10-02	2014-11-25
1- HESS CORPORATION	P	2014-10-15	2014-11-25
15- HESS CORPORATION	P	2014-10-21	2014-11-25
39- HEALTH NET INC A	P	2014-09-30	2014-12-02
1- HEALTH NET INC A	P	2014-10-01	2014-12-02
3- HEALTH NET INC A	P	2014-10-21	2014-12-02
64- HOLOGIC INC	P	2014-09-30	2014-11-18
10- HEWLETT PACKARD	P	2014-09-30	2014-10-28
11- HEWLETT PACKARD	P	2014-10-21	2014-10-28
2- HALYARD HEALTH INC	P	2014-09-30	2014-11-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
83		92	-9
83		75	8
1,247		1,222	25
1,994		1,805	189
51		45	6
153		143	10
1,688		1,562	126
354		354	0
390		379	11
76		89	-13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-9
			8
			25
			189
			6
			10
			126
			0
			11
			-13

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
0 25- HALYARD HEALTH INC	P	2014-10-21	2014-10-31
3- HALYARD HEALTH INC	P	2014-10-21	2014-11-07
1- INTL BUSINESS MACHINES CORP	P	2014-09-30	2014-10-09
20- INTERCONTINENTALEXCHANGE GROUP	P	2014-09-30	2014-12-11
14- INTUIT INC	P	2014-09-30	2014-12-01
313- INNERWORKINGS INC	P	2014-09-30	2014-12-04
8- INNERWORKINGS INC	P	2014-10-01	2014-12-04
297- INNERWORKINGS INC	P	2014-10-21	2014-12-04
15- INNERWORKINGS INC	P	2014-10-22	2014-12-04
252- INNERWORKINGS INC	P	2014-11-26	2014-12-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
9		8	1
114		89	25
188		190	-2
4,512		3,896	616
1,317		1,232	85
2,339		2,556	-217
60		64	-4
2,219		2,618	-399
112		128	-16
1,883		1,906	-23

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1
			25
			-2
			616
			85
			-217
			-4
			-399
			-16
			-23

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1- INNERWORKINGS INC	P	2014-12-01	2014-12-04
18- ITRON INC	P	2014-09-30	2014-10-07
28- ITRON INC	P	2014-09-30	2014-11-04
19- ITRON INC	P	2014-10-21	2014-11-04
86- ORIX CORP	P	2014-09-30	2014-10-23
4- JAZZ PHARMACEUTICALS PLC	P	2014-09-30	2014-11-18
1- JAZZ PHARMACEUTICALS PLC	P	2014-10-21	2014-11-18
5- JAZZ PHARMACEUTICALS PLC	P	2014-10-21	2014-11-18
14- JOHNSON CONTROLS INCORPORATED	P	2014-09-30	2014-10-14
17- JOHNSON CONTROLS INCORPORATED	P	2014-09-30	2014-10-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
7		8	-1
699		707	-8
1,120		1,100	20
760		722	38
5,260		5,924	-664
674		645	29
169		159	10
843		794	49
563		613	-50
747		744	3

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			-8
			20
			38
			-664
			29
			10
			49
			-50
			3

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
19- JOHNSON CONTROLS INCORPORATED	P	2014-09-30	2014-10-14
26- JOHNSON CONTROLS INCORPORATED	P	2014-09-30	2014-10-28
48- JOHNSON CONTROLS INCORPORATED	P	2014-09-30	2014-12-04
3- JOHNSON CONTROLS INCORPORATED	P	2014-10-02	2014-12-04
1- JOHNSON CONTROLS INCORPORATED	P	2014-10-13	2014-12-04
2- JOHNSON CONTROLS INCORPORATED	P	2014-10-13	2014-12-04
59- JOHNSON CONTROLS INCORPORATED	P	2014-10-21	2014-12-04
24- KB HOME	P	2014-09-30	2014-10-07
27- KEYCORP NEW	P	2014-09-30	2014-10-14
9- KROGER CO	P	2014-09-30	2014-10-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
764		832	-68
1,143		1,138	5
2,412		2,101	311
151		134	17
50		41	9
101		82	19
2,965		2,468	497
364		357	7
348		361	-13
479		466	13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-68
			5
			311
			17
			9
			19
			497
			7
			-13
			13

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
7- LITHIA MOTORS INC A	P	2014-09-30	2014-10-07
2- LITHIA MOTORS INC A	P	2014-10-02	2014-10-07
0 75- LIBERTY BROADBAND CORP S-A	P	2014-09-30	2014-11-04
0 75- LIBERTY BROADBAND CORP S-C	P	2014-09-30	2014-11-04
6- LEAR CORP	P	2014-09-30	2014-10-07
24- LIONS GATE ENTERTAINMENT CORP	P	2014-10-21	2014-12-16
9- LIONS GATE ENTERTAINMENT CORP	P	2014-11-26	2014-12-16
43- LOEWS CORPORATION	P	2014-09-30	2014-12-11
42- LOEWS CORPORATION	P	2014-10-21	2014-12-11
2- LOEWS CORPORATION	P	2014-11-17	2014-12-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
560		530	30
160		162	-2
34		30	4
34		33	1
530		521	9
740		738	2
277		301	-24
1,738		1,792	-54
1,698		1,773	-75
81		85	-4

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			30
			-2
			4
			1
			9
			2
			-24
			-54
			-75
			-4

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
44- LOEWS CORPORATION	P	2014-11-26	2014-12-11
0 2- LEVEL 3 COMMUNICATIONS INC NEW	P	2014-09-30	2014-11-03
0 79- LIBERTY INTER CO VENTURE SER A	P	2014-09-30	2014-10-20
65- MICROCHIP TECHNOLOGY INC	P	2014-09-30	2014-10-17
1- MICROCHIP TECHNOLOGY INC	P	2014-10-01	2014-10-17
3- MICROCHIP TECHNOLOGY INC	P	2014-10-14	2014-10-17
1- 3M COMPANY	P	2014-09-30	2014-12-10
1- 3M COMPANY	P	2014-09-30	2014-12-10
1- 3M COMPANY	P	2014-09-30	2014-12-02
1- 3M COMPANY	P	2014-09-30	2014-12-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,779		1,868	-89
9		9	0
23		27	-4
2,506		3,070	-564
39		46	-7
116		115	1
158		142	16
158		141	17
160		142	18
158		142	16

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-89
			0
			-4
			-564
			-7
			1
			16
			17
			18
			16

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
2- 3M COMPANY	P	2014-09-30	2014-12-02
8- 3M COMPANY	P	2014-09-30	2014-12-02
21- MOLINA HEALTHCARE INC	P	2014-09-30	2014-10-07
5- MICROSOFT CORP	P	2014-09-30	2014-11-06
7- MICROSOFT CORP	P	2014-09-30	2014-11-06
96- NEOGEN CP	P	2014-09-30	2014-12-04
2- NEOGEN CP	P	2014-10-02	2014-12-04
48- NEOGEN CP	P	2014-10-21	2014-12-04
10- NEW JERSEY RES CP	P	2014-09-30	2014-11-04
10- NEW JERSEY RES CP	P	2014-10-21	2014-11-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
319		283	36
1,276		1,132	144
879		893	-14
242		230	12
338		322	16
4,161		3,828	333
87		83	4
2,081		2,034	47
588		506	82
588		540	48

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			36
			144
			-14
			12
			16
			333
			4
			47
			82
			48

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
50- NORTHSTAR RLTY FIN CORP COM	P	2014-09-30	2014-11-04
63- NORTHSTAR RLTY FIN CORP COM	P	2014-09-30	2014-10-07
1- NORTHSTAR RLTY FIN CORP COM	P	2014-10-01	2014-11-04
49- NORTHSTAR RLTY FIN CORP COM	P	2014-10-21	2014-11-04
3- NORTHSTAR RLTY FIN CORP COM	P	2014-10-24	2014-11-04
2- NUANCE COMMUNICATIONS INC	P	2014-09-30	2014-10-07
20- NUANCE COMMUNICATIONS INC	P	2014-09-30	2014-10-07
37- NEWELL RUBBERMAID INC	P	2014-09-30	2014-12-10
15- OCCIDENTAL PETROLEUM CORP DE	P	2014-09-30	2014-10-28
1- OCCIDENTAL PETROLEUM CORP DE	P	2014-10-14	2014-10-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
908		883	25
1,130		1,113	17
18		18	0
889		887	2
54		53	1
30		31	-1
299		309	-10
1,338		1,272	66
1,306		1,438	-132
87		87	0

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			25
			17
			0
			2
			1
			-1
			-10
			66
			-132
			0

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
15- OCCIDENTAL PETROLEUM CORP DE	P	2014-10-21	2014-10-28
1- OCCIDENTAL PETROLEUM CORP DE	P	2014-10-24	2014-10-28
121- PDL BIOPHARMA INC	P	2014-09-30	2014-11-04
19- PDL BIOPHARMA INC	P	2014-10-09	2014-11-04
128- PDL BIOPHARMA INC	P	2014-10-21	2014-11-04
29- PUBLIC SERVICE ENTERPRISE GP	P	2014-09-30	2014-10-28
72- PA RL EST INV T TR SBI	P	2014-09-30	2014-11-18
1- PA RL EST INV T TR SBI	P	2014-10-01	2014-11-18
8- PA RL EST INV T TR SBI	P	2014-10-01	2014-12-16
60- PA RL EST INV T TR SBI	P	2014-10-21	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,306		1,367	-61
87		90	-3
1,008		905	103
158		144	14
1,067		1,044	23
1,138		1,080	58
1,618		1,438	180
22		20	2
180		161	19
1,354		1,234	120

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-61
			-3
			103
			14
			23
			58
			180
			2
			19
			120

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
15- PA RL EST INV T R SBI	P	2014-10-28	2014-12-16
35- PA RL EST INV T R SBI	P	2014-11-26	2014-12-16
13- PRINCIPAL FINL GROUP INC	P	2014-09-30	2014-10-28
21- PROCTER & GAMBLE	P	2014-09-30	2014-10-07
2- PROCTER & GAMBLE	P	2014-10-02	2014-10-07
48- PARKWAY PROPERTIES INC	P	2014-09-30	2014-11-04
8- PARKWAY PROPERTIES INC	P	2014-10-13	2014-11-04
55- PARKWAY PROPERTIES INC	P	2014-10-21	2014-11-04
1- PERRIGO CO LTD	P	2014-09-30	2014-12-09
2- PERRIGO CO LTD	P	2014-10-21	2014-12-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
338		313	25
790		825	-35
658		684	-26
1,760		1,761	-1
168		167	1
955		900	55
159		151	8
1,094		1,077	17
157		151	6
315		299	16

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			25
			-35
			-26
			-1
			1
			55
			8
			17
			6
			16

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
170- RAIT FINANCIAL TRUST COM NEW	P	2014-09-30	2014-10-07
1- RAIT FINANCIAL TRUST COM NEW	P	2014-10-01	2014-10-07
127- RITCHIE BROTHERS AUCTIONEERS	P	2014-09-30	2014-12-04
45- ROCKWOOD HLDGS INC	P	2014-09-30	2014-11-13
1- ROCKWOOD HLDGS INC	P	2014-10-01	2014-11-13
1- ROCKWOOD HLDGS INC	P	2014-10-07	2014-11-13
46- ROCKWOOD HLDGS INC	P	2014-10-21	2014-11-13
14- RYDER SYSTEMS INC	P	2014-09-30	2014-10-14
0 778- BANCO SANTANDER S A	P	2014-09-30	2014-11-13
7- SCANA CORP NEW	P	2014-09-30	2014-10-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,203		1,273	-70
7		7	0
3,301		2,838	463
3,533		3,460	73
79		75	4
79		76	3
3,612		3,386	226
1,111		1,261	-150
7		7	0
339		347	-8

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-70
			0
			463
			73
			4
			3
			226
			-150
			0
			-8

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
14- US SILICA HLDGS INC	P	2014-09-30	2014-12-16
1- US SILICA HLDGS INC	P	2014-10-02	2014-12-16
1- US SILICA HLDGS INC	P	2014-10-03	2014-12-16
1- US SILICA HLDGS INC	P	2014-10-14	2014-12-16
1- US SILICA HLDGS INC	P	2014-10-16	2014-12-16
11- US SILICA HLDGS INC	P	2014-10-21	2014-12-16
2- US SILICA HLDGS INC	P	2014-10-27	2014-12-16
2- US SILICA HLDGS INC	P	2014-10-30	2014-12-16
1- US SILICA HLDGS INC	P	2014-10-31	2014-12-16
6- US SILICA HLDGS INC	P	2014-11-26	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
338		873	-535
24		58	-34
24		56	-32
24		40	-16
24		46	-22
266		550	-284
48		94	-46
48		89	-41
24		44	-20
145		250	-105

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-535
			-34
			-32
			-16
			-22
			-284
			-46
			-41
			-20
			-105

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
10- US SILICA HLDGS INC	P	2014-11-28	2014-12-16
3- SALIX PHARM LTD (DE)	P	2014-09-30	2014-10-21
4- SM ENERGY COMPANY	P	2014-09-30	2014-12-02
1- SM ENERGY COMPANY	P	2014-10-07	2014-12-02
1- SM ENERGY COMPANY	P	2014-10-14	2014-12-02
1- SM ENERGY COMPANY	P	2014-11-04	2014-12-02
3- SM ENERGY COMPANY	P	2014-11-26	2014-12-02
2- SM ENERGY COMPANY	P	2014-11-28	2014-12-02
2- SM ENERGY COMPANY	P	2014-12-01	2014-12-02
49- SUPERIOR ENERGY SERVICES INC	P	2014-09-30	2014-12-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
242		318	-76
423		472	-49
154		311	-157
38		71	-33
38		55	-17
38		52	-14
115		157	-42
77		88	-11
77		79	-2
954		1,603	-649

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-76
			-49
			-157
			-33
			-17
			-14
			-42
			-11
			-2
			-649

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1- SUPERIOR ENERGY SERVICES INC	P	2014-10-01	2014-12-02
1- SUPERIOR ENERGY SERVICES INC	P	2014-10-09	2014-12-02
49- SUPERIOR ENERGY SERVICES INC	P	2014-10-21	2014-12-02
4- SUPERIOR ENERGY SERVICES INC	P	2014-10-28	2014-12-02
37- SUPERIOR ENERGY SERVICES INC	P	2014-11-26	2014-12-02
12- SUPERIOR ENERGY SERVICES INC	P	2014-12-01	2014-12-02
3- STERICYCLE INC	P	2014-09-30	2014-11-06
3- SUNCOR ENERGY INC NEW COM	P	2014-09-30	2014-12-16
5- SUNCOR ENERGY INC NEW COM	P	2014-09-30	2014-12-16
32- SUNCOR ENERGY INC NEW COM	P	2014-09-30	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
19		32	-13
19		29	-10
954		1,244	-290
78		98	-20
721		864	-143
234		227	7
381		349	32
85		108	-23
142		180	-38
908		1,153	-245

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-13
			-10
			-290
			-20
			-143
			7
			32
			-23
			-38
			-245

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
238- SUNCOR ENERGY INC NEW COM	P	2014-09-30	2014-12-16
12- SUNCOR ENERGY INC NEW COM	P	2014-10-15	2014-12-16
44- SUNCOR ENERGY INC NEW COM	P	2014-10-21	2014-12-16
244- SUNCOR ENERGY INC NEW COM	P	2014-10-21	2014-12-16
31- SUNCOR ENERGY INC NEW COM	P	2014-11-26	2014-12-16
224- SUNCOR ENERGY INC NEW COM	P	2014-11-26	2014-12-16
8- SUNCOR ENERGY INC NEW COM	P	2014-12-01	2014-12-16
9- SUNCOR ENERGY INC NEW COM	P	2014-12-01	2014-12-16
3- TECH DATA CORP	P	2014-09-30	2014-10-21
29- TJX COS INC NEW	P	2014-09-30	2014-12-10

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,751		8,558	-1,807
340		378	-38
1,248		1,517	-269
6,921		8,417	-1,496
879		1,073	-194
6,354		7,743	-1,389
227		257	-30
255		289	-34
169		177	-8
1,881		1,717	164

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1,807
			-38
			-269
			-1,496
			-194
			-1,389
			-30
			-34
			-8
			164

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
33- TJX COS INC NEW	P	2014-09-30	2014-11-12
22- TELETECH HOLDINGS INC	P	2014-09-30	2014-12-16
23- TELETECH HOLDINGS INC	P	2014-10-21	2014-12-16
1- TELETECH HOLDINGS INC	P	2014-11-06	2014-12-16
1- TELETECH HOLDINGS INC	P	2014-11-19	2014-12-16
23- TELETECH HOLDINGS INC	P	2014-11-26	2014-12-16
12- TEXAS INSTRUMENTS	P	2014-09-30	2014-12-01
77- UTD OVERSEAS BK LTD SPON ADR	P	2014-09-30	2014-10-23
4- UNITED THERAPEUTICS CORP	P	2014-09-30	2014-10-07
7- UNITED THERAPEUTICS CORP	P	2014-09-30	2014-11-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,099		1,954	145
498		545	-47
521		557	-36
23		24	-1
23		24	-1
521		547	-26
650		572	78
2,687		2,704	-17
508		516	-8
874		903	-29

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			145
			-47
			-36
			-1
			-1
			-26
			78
			-17
			-8
			-29

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
11- UNITED THERAPEUTICS CORP	P	2014-09-30	2014-11-04
1- UNITED THERAPEUTICS CORP	P	2014-10-01	2014-11-18
1- UNITED THERAPEUTICS CORP	P	2014-10-02	2014-11-18
1- UNITED THERAPEUTICS CORP	P	2014-10-21	2014-11-18
2- UNITED THERAPEUTICS CORP	P	2014-10-21	2014-11-18
49- VERINT SYSTEMS INC	P	2014-09-30	2014-12-04
1- VERINT SYSTEMS INC	P	2014-10-10	2014-12-04
44- VERINT SYSTEMS INC	P	2014-10-21	2014-12-04
3- VERINT SYSTEMS INC	P	2014-10-31	2014-12-04
42- VERINT SYSTEMS INC	P	2014-11-26	2014-12-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,379		1,420	-41
125		131	-6
125		130	-5
125		128	-3
250		255	-5
2,883		2,729	154
59		53	6
2,589		2,393	196
177		172	5
2,471		2,533	-62

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-41
			-6
			-5
			-3
			-5
			154
			6
			196
			5
			-62

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
22- WESTERN ALLIANCE BANCORP	P	2014-09-30	2014-12-02
1- WESTERN ALLIANCE BANCORP	P	2014-10-01	2014-12-02
1- WESTERN ALLIANCE BANCORP	P	2014-10-15	2014-12-02
19- WESTERN ALLIANCE BANCORP	P	2014-10-21	2014-12-02
1- WESTERN ALLIANCE BANCORP	P	2014-10-22	2014-12-02
14- WESTERN ALLIANCE BANCORP	P	2014-10-28	2014-12-02
25- WESTERN ALLIANCE BANCORP	P	2014-11-26	2014-12-02
4- WELLS FARGO & CO NEW	P	2014-09-30	2014-12-09
18- WELLS FARGO & CO NEW	P	2014-09-30	2014-12-09
17- WHOLE FOODS MARKETS INC	P	2014-09-30	2014-11-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
572		528	44
26		23	3
26		22	4
494		469	25
26		24	2
364		351	13
650		673	-23
217		207	10
976		934	42
751		647	104

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			44
			3
			4
			25
			2
			13
			-23
			10
			42
			104

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

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
21- WESTERN REFINING, INC	P	2014-09-30	2014-10-21
1- WESTERN REFINING, INC	P	2014-10-01	2014-10-21
13- UNITED STS STL CP (NEW)	P	2014-09-30	2014-11-04
1- UNITED STS STL CP (NEW)	P	2014-10-01	2014-11-04
6- UNITED STS STL CP (NEW)	P	2014-10-21	2014-11-04
9- UNITED STS STL CP (NEW)	P	2014-10-28	2014-11-04
475- YAHOO! JAPAN CP UNSPON ADR	P	2014-09-30	2014-12-19
262 96- FHLMC 15G G18508 3 000 4-01-29	P	2001-01-01	2014-11-15
156 26- FHLMC 15G J17774 3 000 1-01-27	P	2001-01-01	2014-12-15
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
915		886	29
44		41	3
476		512	-36
37		37	0
220		217	3
329		341	-12
3,412		3,586	-174
263			263
156			156
830			830

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			29
			3
			-36
			0
			3
			-12
			-174
			263
			156
			830

**Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation**

<b>(a) Name and address</b>	<b>(b) Title, and average hours per week devoted to position</b>	<b>(c) Compensation (If not paid, enter -0-)</b>	<b>(d) Contributions to employee benefit plans and deferred compensation</b>	<b>(e) Expense account, other allowances</b>
EMILY ZINNEMANN  321 SOUTH BEVERLY DRIVE STE M BEVERLY HILLS, CA 90212	PRESIDENT 1 00	0	0	0
DAVID B ZINNEMANN  321 SOUTH BEVERLY DRIVE STE M BEVERLY HILLS, CA 90212	DIRECTOR 1 00	0	0	0
WILLIAM J FIRTH  321 SOUTH BEVERLY DRIVE STE M BEVERLY HILLS, CA 90212	DIRECTOR 1 00	0	0	0
BARBARA CARSWELL  321 SOUTH BEVERLY DRIVE STE M BEVERLY HILLS, CA 90212	DIRECTOR 1 00	0	0	0
JERRY PORRAS  321 SOUTH BEVERLY DRIVE STE M BEVERLY HILLS, CA 90212	DIRECTOR 1 00	0	0	0

## TY 2014 Accounting Fees Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	12,969	0	0	0

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

## TY 2014 Depreciation Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
MAC BOOK AIR	2013-05-24	1,316	132	200DB	5 000000000000	210	0	263	

## TY 2014 Investments Corporate Bonds Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

Name of Bond	End of Year Book Value	End of Year Fair Market Value
CORPORATE BONDS	1,020,165	1,020,165

## TY 2014 Investments Corporate Stock Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STOCK SECURITIES	6,363,477	6,363,477
MUTUAL FUNDS	200,722	200,722

## TY 2014 Investments Government Obligations Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

**US Government Securities - End of**

**Year Book Value:** 1,701,283

**US Government Securities - End of**

**Year Fair Market Value:** 1,701,283

**State & Local Government**

**Securities - End of Year Book**

**Value:** 0

**State & Local Government**

**Securities - End of Year Fair**

**Market Value:** 0

**TY 2014 Land, Etc. Schedule****Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
MAC BOOK AIR	1,316	1,000	316	316

## TY 2014 Legal Fees Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL	5,165	0	0	0

## TY 2014 Other Assets Schedule

**Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
DEPOSITS	4,000	0	

## TY 2014 Other Decreases Schedule

**Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Description	Amount
ACCRUAL TO CASH ADJUSTMENT	6,500

## TY 2014 Other Expenses Schedule

**Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ADVERTISING	242	0	0	0
BANK SERVICE CHARGES	1,969	0	0	0
OFFICE EXPENSES	6,031	0	0	0
INSURANCE	7,584	0	0	0
OUTSIDE SERVICES	29,529	0	0	0
INVESTMENT FEES	12,419	12,381	0	0
MEALS & ENTERTAINMENT	816	0	0	0
MOVING & STORAGE FEES	1,678	0	0	0
TELEPHONE EXPENSE	2,233	0	0	0

## TY 2014 Other Income Schedule

**Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
RESIDUALS FROM INVESTMENTS	24,234	24,234	24,234

## TY 2014 Other Increases Schedule

**Name:** JOHN N CALLEY FOUNDATION

**EIN:** 45-4941625

Description	Amount
FAIR MARKET VALUE ADJUSTMENT	39,392

## TY 2014 Other Liabilities Schedule

**Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Description	Beginning of Year - Book Value	End of Year - Book Value
CREDIT CARDS PAYABLE	468	1,184

## TY 2014 Taxes Schedule

**Name:** JOHN N CALLEY FOUNDATION**EIN:** 45-4941625

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	8,437	0	0	0
STATE TAXES	60	0	0	0
FORIEGN TAXES	90	90	0	0
US TREASURY	10,000	0	0	0
LICENSES & PERMITS	32	0	0	0

## Schedule of Contributors

OMB No 1545-0047

2014

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

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**Name of the organization**

## JOHN N CALLEY FOUNDATION

**Employer identification number**

45-4941625

**Organization type (check one)**

**Filers of:**

## Section:

Form 990 or 990-EZ	<input type="checkbox"/> 501(c)( ) (enter number) organization
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust <b>not</b> treated as a private foundation
	<input type="checkbox"/> 527 political organization
Form 990-PF	<input checked="" type="checkbox"/> 501(c)(3) exempt private foundation
	<input type="checkbox"/> 4947(a)(1) nonexempt charitable trust treated as a private foundation
	<input type="checkbox"/> 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**

**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.

### General Rule

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

## Special Rules

- For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 $\frac{1}{3}$ % support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year . . . . . ► \$

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

<b>Name of organization</b> JOHN N CALLEY FOUNDATION	<b>Employer identification number</b> 45-4941625
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<b>Part I</b> <b>Contributors</b> (see instructions) Use duplicate copies of Part I if additional space is needed			
<b>(a)</b> No.	<b>(b)</b> Name, address, and ZIP + 4	<b>(c)</b> Total contributions	<b>(d)</b> Type of contribution
1	CALLEY 2007 TRUST  321 SOUTH BEVERLY DRIVE SUITE M  BEVERLY HILLS, CA 90212	\$ 100,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
2	CALLEY 2007 TRUST  321 SOUTH BEVERLY DRIVE SUITE M  BEVERLY HILLS, CA 90212	\$ 2,500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
3	CALLEY 2007 TRUST  321 SOUTH BEVERLY DRIVE SUITE M  BEVERLY HILLS, CA 90212	\$ 2,500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
4	CALLEY 2007 TRUST  321 SOUTH BEVERLY DRIVE SUITE M  BEVERLY HILLS, CA 90212	\$ 200,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
5	CALLEY 2007 TRUST  321 SOUTH BEVERLY DRIVE SUITE M  BEVERLY HILLS, CA 90212	\$ 2,500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )
6	CALLEY 2007 TRUST  321 SOUTH BEVERLY DRIVE SUITE M  BEVERLY HILLS, CA 90212	\$ 2,500,000	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/>  (Complete Part II for noncash contributions )

Name of organization JOHN N CALLEY FOUNDATION			Employer identification number 45-4941625
<b>Part II</b> Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed			
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received

Name of organization JOHN N CALLEY FOUNDATION			Employer identification number 45-4941625
<b>Part III</b> <b>Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor.</b> Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of <b>\$1,000 or less</b> for the year. (Enter this information once. See instructions.) ► \$ _____ Use duplicate copies of Part III if additional space is needed			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4      Relationship of transferor to transferee _____			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4      Relationship of transferor to transferee _____			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4      Relationship of transferor to transferee _____			
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
(e) Transfer of gift Transferee's name, address, and ZIP 4      Relationship of transferor to transferee _____			