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Form

990-PF

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation THE MATTHEWS FAMILY FOUNDATION		A Employer identification number 45-6441049	
% WILLIAM E KARNATZ JR		B Telephone number (see instructions) (216) 472-3300	
Number and street (or P O box number if mail is not delivered to street address) 700 WEST ST CLAIR AVENUE Suite 414B		Room/suite	
City or town, state or province, country, and ZIP or foreign postal code CLEVELAND, OH 441131274		C If exemption application is pending, check here	
G Check all that apply <div><input type="checkbox"/> Initial return<input type="checkbox"/> Initial return of a former public charity</div> <div><input type="checkbox"/> Final return<input type="checkbox"/> Amended return</div> <div><input checked="" type="checkbox"/> Address change<input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		2. Foreign organizations meeting the 85% test, check here and attach computation	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)\$ 2,319,998		E If private foundation status was terminated under section 507(b)(1)(A), check here	
J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	0			
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities.	59,552	59,552	0	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	17,681			
	b Gross sales price for all assets on line 6a 86,624				
	7 Capital gain net income (from Part IV, line 2) . . .		17,681		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	3,980	0	0	
	12 Total. Add lines 1 through 11	81,213	77,233	0	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)	10,200	0	0	10,200
	b Accounting fees (attach schedule)				
	c Other professional fees (attach schedule)	13,016	13,016	0	0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	4,995	988	0	0
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	200	0	0	200
	24 Total operating and administrative expenses. Add lines 13 through 23	28,411	14,004	0	10,400
	25 Contributions, gifts, grants paid	106,000			106,000
	26 Total expenses and disbursements. Add lines 24 and 25	134,411	14,004	0	116,400
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-53,198			
	b Net investment income (if negative, enter -0-)		63,229		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	600	200	200
	2	Savings and temporary cash investments	326,523	47,205	47,205
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,144,518	1,332,918	1,884,808
	c	Investments—corporate bonds (attach schedule).	361,414	393,757	387,785
	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 ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,833,055	1,774,080	2,319,998	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	1,833,055	1,833,055	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds		-58,975	
	30	Total net assets or fund balances (see instructions)	1,833,055	1,774,080	
31	Total liabilities and net assets/fund balances (see instructions) . . .	1,833,055	1,774,080		

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)	11,833,055
2	Enter amount from Part I, line 27a	2-53,198
3	Other increases not included in line 2 (itemize) ▶ _____	3-
4	Add lines 1, 2, and 3	41,779,857
5	Decreases not included in line 2 (itemize) ▶ _____	55,777
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	61,774,080

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)
1 a	NORTHERN TRUST CO 23-68436, SEE ATTACHED PDF	P		
b	NORTHERN TRUST CO 23-68436, SEE ATTACHED PDF	P		
c	CAPITAL GAIN DIVIDENDS	P		
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 5,529		5,540	-11
b 76,698		63,403	13,295
c			4,397
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a			-11
b			13,295
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	17,681
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

Part V

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	81,165	2,193,415	0 037004
2012	5,242	1,951,937	0 002686
2011	0	358,434	0 0
2010			
2009			

2	Total of line 1, column (d).	2	0 03969
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 01323
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	2,342,660
5	Multiply line 4 by line 3.	5	30,993
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	632
7	Add lines 5 and 6.	7	31,625
8	Enter qualifying distributions from Part XII, line 4.	8	116,400

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 _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b	1	632
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	
3	Add lines 1 and 2.	3	632
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	632
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	4,007
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	4,007
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,375
11	Enter the amount of line 10 to be Credited to 2015 estimated tax <input checked="" type="checkbox"/> 3,375 Refunded <input checked="" type="checkbox"/>	11	

Part VII-A

Statements Regarding Activities

1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign? <input checked="" type="checkbox"/>	1a	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	<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>			
c	Did the foundation file Form 1120-POL for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input checked="" type="checkbox"/> \$ _____ (2) On foundation managers <input checked="" type="checkbox"/> \$ _____			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input checked="" type="checkbox"/> \$ _____			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS?	2		No
	<i>If "Yes," attach a detailed description of the activities.</i>			
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> <input checked="" type="checkbox"/>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year?	5		No
	<i>If "Yes," attach the statement required by General Instruction T.</i> <input checked="" type="checkbox"/>			
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 checked="" type="checkbox"/> OH _____			
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> <input checked="" type="checkbox"/>	8b		No
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?	13	Yes	
Website address				
14	The books are in care of WILLIAM E KARNATZ JR Telephone no (216) 472-3300 Located at 700 WEST ST CLAIR AVENUE SUITE 41 CLEVELAND OH ZIP+4 441131274			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

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

Part VII-B

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

5a

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

(1)

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

Yes

No

(2)

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

Yes

No

(3)

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

Yes

No

(4)

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

Yes

No

(5)

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

Yes

No

b

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

5b

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

c

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

Yes

No

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

6a

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

Yes

No

b

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

6b

No

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

7a

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

Yes

No

b

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

7b

Part VIII

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

1

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
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

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

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

Part IX-A

Summary of Direct Charitable Activities

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

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
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	2,193,168
b	Average of monthly cash balances.	1b	185,167
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,378,335
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	2,378,335
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	35,675
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,342,660
6	Minimum investment return. Enter 5% of line 5.	6	117,133

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	117,133
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	632
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	632
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	116,501
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	116,501
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . .	7	116,501

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	116,400
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	116,400
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	632
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	115,768

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII

Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				116,501
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			105,716	
b Total for prior years 2012 , 2011 , 2010				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011.				
d From 2012.				
e From 2013.				0
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 116,400				
a Applied to 2013, but not more than line 2a			105,716	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				10,684
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:	0			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				105,817
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .				
e Excess from 2014. . . .	0			

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

1a

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

b

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

☐ 4942(j)(3) or ☐ 4942(j)(5)

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

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

1Information 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))

CYNTHIA P MATTHEWS

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

2Information 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)				
a Paid during the year See Additional Data Table				
Total			3a	106,000
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII

<p>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?</p>		Yes	No
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash.		1a(1)	No
(2) Other assets.		1a(2)	No
b Other transactions			
(1) Sales of assets to a noncharitable exempt organization.		1b(1)	No
(2) Purchases of assets from a noncharitable exempt organization.		1b(2)	No
(3) Rental of facilities, equipment, or other assets.		1b(3)	No
(4) Reimbursement arrangements.		1b(4)	No
(5) Loans or loan guarantees.		1b(5)	No
(6) Performance of services or membership or fundraising solicitations.		1b(6)	No
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.		1c	No
<p>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</p>			

[illegible]

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.

***** 2015-07-07 *****

Signature of officer or trustee Date Title

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

Paid Preparer Use Only	Print/Type preparer's name DOMINIC V PERRY	Preparer's Signature	Date	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00231163
	Firm's name <input checked="" type="checkbox"/> PERRY & KARNATZ LLC			Firm's EIN <input checked="" type="checkbox"/>	
	Firm's address <input checked="" type="checkbox"/> 700 WEST ST CLAIR AVE SUITE 414B CLEVELAND, OH 441131274			Phone no (216) 472-3300	

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CYNTHIA P MATTHEWS	CO-TRUSTEE 0 5	0	0	0
700 WEST ST CLAIR AVENUE CLEVELAND, OH 441131274				
LOUIS E DAUGHERTY	CO-TRUSTEE 0 5	0	0	0
700 WEST ST CLAIR AVENUE CLEVELAND, OH 441131274				
MARCI M MATTHEWS	DISTRIBUTION COMMITTEE MEMBER 0 5	0	0	0
700 WEST ST CLAIR AVENUE CLEVELAND, OH 441131274				
PARKER T MATTHEWS	DISTRIBUTION COMMITTEE MEMBER 0 5	0	0	0
700 WEST ST CLAIR AVENUE CLEVELAND, OH 441131274				
STREETER H MATTHEWS	DISTRIBUTION COMMITTEE MEMBER 0 5	0	0	0
700 WEST ST CLAIR AVENUE CLEVELAND, OH 441131274				
MASON A MATTHEWS	DISTRIBUTION COMMITTEE MEMBER 0 5	0	0	0
700 WEST ST CLAIR AVENUE CLEVELAND, OH 441131274				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
CHILDREN'S HOSPITAL MEDICAL CENTER OF AKRON PO BOX 191 KENT,OH 44240	UNRELATED	PC	RESTRICTED TO BE USED FOR WALK FOR BABIES PROGRAM	10,000
FIRST GLANCE STUDENT CENTER 943 KENMORE BOULEVARD AKRON,OH 44314	UNREALTED	PC	GENERAL	16,000
GRIN GOLDEN RETRIEVERS IN NEED PO BOX 24365 CLEVELAND,OH 44124	UNRELATED	PC	GENERAL	5,000
HUMANE SOCIETY OF GREATER AKRON 7996 DARROW ROAD SUITE 30 TWINSBURG,OH 44087	UNRELATED	PC	GENERAL	5,000
MERCY MEDICAL ANGELS 4620 HAYGOOD ROAD SUITE 1 VIRGINIA BEACH,VA 23455	UNRELATED	PC	GENERAL	5,000
RAPE CRISIS CENTER OF MEDINA AND SUMMIT COUNTIES 974 EAST MARKET STREET AKRON,OH 44305	UNRELATED	PC	GENERAL	10,000
RAPE ABUSE & INCEST NATIONAL NETWORK 1220 L STREET NW SUITE 505 WASHINGTON,DC 20005	UNRELATED	PC	GENERAL	20,000
ST JUDE CHILDREN'S RESEARCH HOSPITAL 501 ST JUDE PLACE MEMPHIS,TN 381051942	UNRELATED	PC	GENERAL	10,000
ST PATRICK SCHOOL 127 PORTAGE STREET KENT,OH 44240	UNRELATED	PC	RESTRICTED TO THE PRESCHOOL PROGRAM	5,000
WOUNDED WARRIOR PROJECT 4899 BELFORT ROAD SUITE 300 JACKSONVILLE,FL 32256	UNRELATED	PC	GENERAL	20,000
Total ▶ 3a				106,000

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

TY 2014 Depreciation Schedule

Name: THE MATTHEWS FAMILY FOUNDATION

EIN: 45-6441049

TY 2014 Explanation of Non-Filing with Attorney General Statement

Name: THE MATTHEWS FAMILY FOUNDATION

EIN: 45-6441049

Statement: OHIO REQUIRES CHARITABLE ORGANIZATIONS TO FILE AN ANNUAL REPORT WITH THE OHIO ATTORNEY GENERAL'S OFFICE IN LIEU OF A COPY OF THE FORM 990-PF. THE REQUIRED ANNUAL REPORT WAS FILED WITH THE OHIO ATTORNEY GENERAL'S OFFICE BY THE FOUNDATION.

**TY 2014 Investments Corporate
Bonds Schedule**

Name: THE MATTHEWS FAMILY FOUNDATION
EIN: 45-6441049

Name of Bond	End of Year Book Value	End of Year Fair Market Value
NORTHERN TRUST CO. 23-68436	393,757	387,785

**TY 2014 Investments Corporate
Stock Schedule****Name:** THE MATTHEWS FAMILY FOUNDATION**EIN:** 45-6441049

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NORTHERN TRUST CO. 23-68436	1,067,998	1,550,934
NORTHERN TRUST CO. 23-15699	264,920	333,874

TY 2014 Legal Fees Schedule

Name: THE MATTHEWS FAMILY FOUNDATION

EIN: 45-6441049

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PERRY & KARNATZ, LLC	10,200	0	0	10,200

TY 2014 Other Decreases Schedule

Name: THE MATTHEWS FAMILY FOUNDATION

EIN: 45-6441049

Description	Amount
BOOK/TAX ADJUSTMENT	5,777

TY 2014 Other Expenses Schedule

Name: THE MATTHEWS FAMILY FOUNDATION

EIN: 45-6441049

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OHIO FILING FEE	200	0	0	200

TY 2014 Other Income Schedule

Name: THE MATTHEWS FAMILY FOUNDATION

EIN: 45-6441049

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
NORTHERN TRUST CO 23-68436, NONDIV DIST	173	0	0
FEDERAL INCOME TAX REFUND	3,807	0	0

TY 2014 Other Professional Fees Schedule**Name:** THE MATTHEWS FAMILY FOUNDATION**EIN:** 45-6441049

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDUCIARY ADVISORY SERVICES	4,487	4,487	0	0
NORTHERN TRUST COMPANY	6,967	6,967	0	0
NORTHERN TRUST COMPANY	1,562	1,562	0	0

TY 2014 Taxes Schedule**Name:** THE MATTHEWS FAMILY FOUNDATION**EIN:** 45-6441049

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OVERPAYMENT CREDIT	3,807	0	0	0
CURRENT TAX ESTIMATED PAYMENT	200	0	0	0
FOREIGN TAXES PAID	988	988	0	0

2014 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number: 23-68436
Recipient's Tax ID Number: XX-XXX 1049

Recipient's Name and Address:
MATTHEWS FAMILY FOUNDATION
C/O LOU E DAUGHERTY
6480 MAYFIELD LN
ZIONSVILLE, IN 46077-9368

☐ Corrected ☐ 2nd TIN notice

2014 Proceeds from Broker and Barter Exchange Transactions

Sales are listed at Gross Proceeds less commissions and option premiums
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated

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Short Term Sales

747525103	QUALCOMM INC	02/11/2014	05/06/2013	75 66	64 02	0 00	11 64	0 00	0 00
847560109	SPECTRA ENERGY CORP COM STK	02/11/2014	12/09/2013	37 69	34 25	0 00	3 44	0 00	0 00
229899109	CULLEN FROST BANKERS INC COM	05/13/2014	08/23/2013	684 70	679 41	0 00	5 29	0 00	0 00
229899109	CULLEN FROST BANKERS INC COM	05/14/2014	Various	817 92	829 96	0 00	-12 04	0 00	0 00
229899109	CULLEN FROST BANKERS INC COM	05/15/2014	08/26/2013	218 40	226 21	0 00	-7 81	0 00	0 00
229899109	CULLEN FROST BANKERS INC COM	06/05/2014	Various	1,146 23	1,126 52	0 00	19 71	0 00	0 00
229899109	CULLEN FROST BANKERS INC COM	06/18/2014	Various	943 97	883 15	0 00	60 82	0 00	0 00
229899109	CULLEN FROST BANKERS INC COM	06/19/2014	Various	235 15	219 69	0 00	15 46	0 00	0 00
37733W105	GLAXO PLC ADR	08/01/2014	04/16/2014	1,190 99	1,316 37	0 00	-125 38	0 00	0 00

This is important tax information and is being furnished to you

2014 Tax Information Statement

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C/O LOU E DAUGHERTY
6480 MAYFIELD LN
ZIONSVILLE, IN 46077-9368

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

☐ Corrected ☐ 2nd TIN notice

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LYONDELLBASELL IND N V COM USD0 01 CL 'A'									
N53745100	11/19/2014	01/09/2014	177.99	160.69	0.00	17.30	0.00	0.00	0.00
Total Short Term Sales				5,540 27	0 00	-11 57	0 00	0 00	0 00

Long Term Sales									
AT&T INC									
00206R102	01/09/2014	03/15/2012	1,552 95	1,452 91	0 00	100 04	0 00	0 00	0 00
KIMBERLY CLARK CORP									
494368103	01/09/2014	03/15/2012	828 79	583 00	0 00	245 79	0 00	0 00	0 00
MCDONALDS CORP									
580135101	01/09/2014	03/15/2012	2,869,28	2,939,47	0 00	-70.19	0 00	0 00	0 00
ONE GAS INC COM									
68235P108	02/03/2014	03/15/2012	24 59	15 84	0 00	8 75	0 00	0 00	0 00
AT&T INC									
00206R102	02/10/2014	03/15/2012	2,262 84	2,210 95	0 00	51 89	0 00	0 00	0 00
BRISTOL MYERS SQUIBB CO									
110122108	02/10/2014	03/15/2012	1,897 42	1,228 38	0 00	669 04	0 00	0 00	0 00

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2014 Tax Information Statement

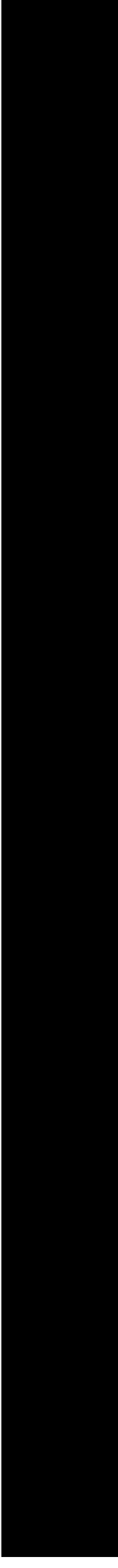
THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number: 23-68436
Recipient's Tax ID Number: XX-XXX1049

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ZIONSVILLE, IN 46077-9368

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68235P108	ONE GAS INC COM	02/10/2014	03/15/2012	1,322.21	865.89	0.00	456.32	0.00	0.00
00287Y109	ABBVIE INC COM USD0 01	02/11/2014	03/15/2012	49 72	30 78	0.00	18 94	0.00	0.00
02209S103	ALTRIA GROUP INC	02/11/2014	03/15/2012	35 15	29 98	0.00	5 17	0.00	0.00
17275R102	CISCO SYS INC	02/11/2014	12/14/2012	91 08	79 55	0.00	11 53	0.00	0.00
191216100	COCA COLA CO	02/11/2014	06/26/2012	38 56	37 53	0.00	1 03	0.00	0.00
369604103	GENERAL ELECTRIC CO	02/11/2014	10/02/2012	101 89	91 74	0.00	10 15	0.00	0.00
40414L109	HCP, INC	02/11/2014	03/15/2012	37 79	39 81	0.00	-2 02	0.00	0.00
42217K106	HEALTH CARE REIT INC COM COM	02/11/2014	03/15/2012	57 29	51 79	0.00	5 50	0.00	0.00
458140100	INTEL CORP COM	02/11/2014	03/15/2012	73 29	83 44	0.00	-10 15	0.00	0.00

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478160104	JOHNSON & JOHNSON	02/11/2014	01/17/2013	92.82	72.77	0.00	20.05	0.00	0.00
50076Q106	KRAFT FOODS GROUP INC COM	02/11/2014	12/14/2012	106.56	92.76	0.00	13.80	0.00	0.00
594918104	MICROSOFT CORP COM	02/11/2014	01/17/2013	111.63	81.79	0.00	29.84	0.00	0.00
682680103	ONEOK INC NEW	02/11/2014	03/15/2012	118.69	72.91	0.00	45.78	0.00	0.00
969457100	WILLIAMS COS INC	02/11/2014	03/15/2012	124.80	90.27	0.00	34.53	0.00	0.00
682680103	ONEOK INC NEW	02/26/2014	03/15/2012	2,466.82	1,531.19	0.00	935.63	0.00	0.00
969457100	WILLIAMS COS INC	02/26/2014	03/15/2012	2,874.97	2,106.19	0.00	768.78	0.00	0.00
110122108	BRISTOL MYERS SQUIBB CO	03/20/2014	03/15/2012	3,174.04	1,958.76	0.00	1,215.28	0.00	0.00
458140100	INTEL CORP COM	03/20/2014	03/15/2012	3,842.39	4,227.68	0.00	-385.29	0.00	0.00

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2014 Tax Information Statement

Account Number: 23-68436
Recipient's Tax ID Number: XX-XXX 1049
☐ Corrected ☐ 2nd TIN notice

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THE NORTHERN TRUST COMPANY
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CHICAGO, IL 60680

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Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated



053015103	AUTOMATIC DATA PROCESSING INC	04/16/2014	Various	1,573.36	1,358.56	0.00	214.80	0.00	0.00
577081102	MATTEL INC	04/16/2014	03/15/2012	6,017 11	5,016 67	0.00	1,000 44	0.00	0.00
369604103	GENERAL ELECTRIC CO	06/05/2014	10/02/2012	397 91	344 02	0.00	53 89	0.00	0.00
458140100	INTEL CORP COM	06/05/2014	03/15/2012	2,173 96	2,197 29	0.00	-23 33	0.00	0.00
478160104	JOHNSON & JOHNSON	06/05/2014	01/17/2013	410 98	291 09	0.00	119 89	0.00	0.00
40414L109	HCP, INC	06/18/2014	Various	1,736 12	1,990 89	0.00	-254 77	0.00	0.00
969457100	WILLIAMS COS INC	06/18/2014	03/15/2012	1,897 93	992 92	0.00	905 01	0.00	0.00
40414L109	HCP, INC	06/19/2014	03/15/2012	489 85	477 43	0.00	12 42	0.00	0.00
229899109	CULLEN FROST BANKERS INC COM	08/01/2014	Various	1,526 10	1,440 15	0.00	85 95	0.00	0.00

This is important tax information and is being furnished to you

2014 Tax Information Statement

Account Number: 23-68436
Recipient's Tax ID Number: XX-XXX 1049
☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
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C/O LOU E DAUGHERTY
6480 MAYFIELD LN
ZIONSVILLE, IN 46077-9368

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated

37733W105	GLAXO PLC ADR	08/01/2014	03/15/2012	4,763.94	4,503.88	0.00	260.06	0.00	0.00
APPLE COMPUTER INC									
037833100	RLTY INC CORP COM	09/08/2014	07/02/2013	3,645.79	2,203.92	0.00	1,441.87	0.00	0.00
CDK GLOBAL INC COM									
756109104	HCP, INC	09/08/2014	03/15/2012	2,648.32	2,149.32	0.00	499.00	0.00	0.00
HCP, INC									
12508E101	HALYARD HEALTH INC COM	11/03/2014	Various	602.51	406.93	0.00	195.58	0.00	0.00
INTEL CORP COM									
40414L109	COCA COLA CO	11/03/2014	03/15/2012	2,228.54	2,027.89	0.00	200.65	0.00	0.00
EMERSON ELECTRIC CO									
40650V100	EMERSON ELECTRIC CO	11/03/2014	09/13/2013	18.46	15.82	0.00	2.64	0.00	0.00
EMERSON ELECTRIC CO									
458140100	EMERSON ELECTRIC CO	11/03/2014	Various	5,161.13	3,828.39	0.00	1,332.74	0.00	0.00
EMERSON ELECTRIC CO									
191216100	EMERSON ELECTRIC CO	11/19/2014	06/26/2012	176.24	150.14	0.00	26.10	0.00	0.00
EMERSON ELECTRIC CO									
291011104	EMERSON ELECTRIC CO	11/19/2014	03/15/2012	192.26	155.72	0.00	36.54	0.00	0.00

This is important tax information and is being furnished to you

2014 Tax Information Statement

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Account Number: 23-68436
Recipient's Tax ID Number: XX-XXX 1049

☐ Corrected ☐ 2nd TIN notice

Recipient's Name and Address:
MATTHEWS FAMILY FOUNDATION
C/O LOU E DAUGHERTY
6480 MAYFIELD LN
ZIONSVILLE, IN 46077-9368

Sales are listed at Gross Proceeds less commissions and option premiums
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated

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40414L109	HCP, INC	11/19/2014	03/15/2012	1,951.19	1,788.29	0.00	162.90	0.00	0.00
HALYARD HEALTH INC COM									
40650V100	11/19/2014	Various		420 61	274 70	0 00	145 9 1	0 00	0 00
JOHNSON & JOHNSON									
478160104	11/19/2014	01/17/2013		216 46	145 54	0 00	70 92	0 00	0 00
LOCKHEED MARTIN CORP									
539830109	11/19/2014	08/23/2013		185 55	125 06	0 00	60 49	0 00	0 00
ADR NOVARTIS AG SPONSORED ADR ISIN #US66987V1098									
66987V109	11/19/2014	03/15/2012		191 55	108 88	0 00	82 67	0 00	0 00
PHILIP MORRIS INTERNATIONAL									
718172109	11/19/2014	03/15/2012		173 70	171 45	0 00	2 25	0 00	0 00
PROCTER & GAMBLE CO									
742718109	11/19/2014	03/15/2012		177 20	135 24	0 00	41 96	0 00	0 00
ALTRIA GROUP INC									
02209S103	12/16/2014	03/15/2012		2,446 67	1,468 99	0 00	977 68	0 00	0 00
APPLE COMPUTER INC									
037833100	12/16/2014	07/02/2013		3,576 56	1,965 66	0 00	1,610 90	0 00	0 00

This is important tax information and is being furnished to you

2014 Tax Information Statement

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Ref: MWM
Recipient's Name and Address:
MATTHEWS FAMILY FOUNDATION
C/O LOU E DAUGHERTY
6480 MAYFIELD LN
ZIONSVILLE, IN 46077-9368

Account Number: 23-68436
Recipient's Tax ID Number: XX-XXX 1049
☐ Corrected ☐ 2nd TIN notice

THE NORTHERN TRUST COMPANY
P O BOX 803878
CHICAGO, IL 60680

Sales are listed at Gross Proceeds less commissions and option premiums
Cost or Other Basis amounts shown with a "U" are unknown or unsubstantiated

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CULLEN FROST BANKERS INC COM									
229899109	12/16/2014	Various	2,553.63	2,581.95	0.00	-28.32	0.00	0.00	0.00
ONEOK INC NEW									
682680103	12/16/2014	03/15/2012	2,897.15	2,369.69	0.00	527.46	0.00	0.00	0.00
TUPPERWARE CORP									
899896104	12/16/2014	02/19/2013	798.23	1,018.46	0.00	-220.23	0.00	0.00	0.00
TUPPERWARE CORP									
899896104	12/17/2014	Various	1,292.93	1,722.29	0.00	-429.36	0.00	0.00	0.00
Total Long Term Sales			76,697.51	63,402.61	0.00	13,294.90	0.00	0.00	0.00