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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

▶ **Do not enter social security numbers on this form as it may be made public.**
▶ **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 VIRGINIA M KINCAID FOUNDATION

A Employer identification number
52-1770001

Number and street (or P O box number if mail is not delivered to street address) 901 SOUTH BOND STREET | Room/suite

B Telephone number (see instructions)
(410) 537-5465

City or town, state or province, country, and ZIP or foreign postal code
BALTIMORE, MD 21231

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 4,225,626

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

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

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

	Line	Description	(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)	3,536,576			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments				
	4	Dividends and interest from securities	53,896	50,910		
	5a	Gross rents				
	b	Net rental income or (loss) ______				
	6a	Net gain or (loss) from sale of assets not on line 10	712,755			
	b	Gross sales price for all assets on line 6a 1,481,842				
	7	Capital gain net income (from Part IV, line 2)		712,755		
	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)		23,599		
	12	**Total.** Add lines 1 through 11	4,303,227	787,264		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	6,000			
	14	Other employee salaries and wages		0	0	0
	15	Pension plans, employee benefits		0	0	
	16a	Legal fees (attach schedule)				0
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)	17,185	17,898		0
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	13,933	966		0
	19	Depreciation (attach schedule) and depletion	0	0		
	20	Occupancy				
	21	Travel, conferences, and meetings		0	0	
	22	Printing and publications		0	0	
	23	Other expenses (attach schedule)	1,813			1,813
	24	**Total operating and administrative expenses.** Add lines 13 through 23	38,931	18,864	0	1,813
	25	Contributions, gifts, grants paid	30,000			30,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	68,931	18,864	0	31,813
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	4,234,296			
	b	**Net investment income** (if negative, enter -0-)		768,400		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash—non-interest-bearing			
2	Savings and temporary cash investments	15,855	100,425	100,425
3	Accounts receivable ▶			
	Less allowance for doubtful accounts ▶		0	0
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 ▶ 0			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)		200,716	202,511
b	Investments—corporate stock (attach schedule)	292,069	2,359,396	3,215,280
c	Investments—corporate bonds (attach schedule)	117,792	694,283	707,410
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)			0
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)	425,716	3,354,820	4,225,626
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** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
27	Capital stock, trust principal, or current funds	425,716	3,354,820	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	425,716	3,354,820	
31	**Total liabilities and net assets/fund balances** (see instructions)	425,716	3,354,820	

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	425,716
2	Enter amount from Part I, line 27a	2	4,234,296
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,660,012
5	Decreases not included in line 2 (itemize) ▶	5	1,305,192
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	3,354,820

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7	2	712,755
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	33,591	525,730	0 063894
2012	32,258	503,152	0 064112
2011	31,476	518,376	0 06072
2010	31,402	499,198	0 062905
2009	31,572	467,278	0 067566

2	**Total** of line 1, column (d).	2	0 319197
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 063839
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	3,234,563
5	Multiply line 4 by line 3.	5	206,491
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	7,684
7	Add lines 5 and 6.	7	214,175
8	Enter qualifying distributions from Part XII, line 4.	8	31,813

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 ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	15,368
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	15,368
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-		5	15,368
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 12,653		
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 10,033		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments Add lines 6a through 6d		7	22,686
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached		8	0
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	7,318
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 7,318 **Refunded** ▶		11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	If the answer is "Yes" to ***1a*** *or* ***1b,*** *attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		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? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	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? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶MD			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		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 ▶BROWN ADVISORY Telephone no ▶(410) 537-5465

Located at ▶901 SOUTH BOND STREET BALTIMORE MD ZIP+4 ▶21231

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 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		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

			Yes	No
	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)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. . . ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		No
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).*	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ **Yes** ☑ **No**			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ **Yes** ☑ **No**			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ **Yes** ☑ **No**			
	(4) Provide a grant to an organization other than a charitable, etc, organization described in section 4945(d)(4)(A)? (see instructions) ☐ **Yes** ☑ **No**			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ **Yes** ☐ **No**			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ **Yes** ☑ **No**			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		**No**
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ **Yes** ☑ **No**			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
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
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
NONE		
Total number of others receiving over $50,000 for professional services. . . . . ▶		0

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	3,195,559
b	Average of monthly cash balances	1b	88,261
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,283,820
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e: 0		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,283,820
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	49,257
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,234,563
6	**Minimum investment return.** Enter 5% of line 5	6	161,728

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	161,728
2a	Tax on investment income for 2014 from Part VI, line 5	2a	15,368		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	15,368
3	Distributable amount before adjustments Subtract line 2c from line 1			3	146,360
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	146,360
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	146,360

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	31,813
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	31,813
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	31,813

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				146,360
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 0				
b From 2010. 2,771				
c From 2011. 5,805				
d From 2012. 7,810				
e From 2013. 7,974				
f **Total** of lines 3a through e.	24,360			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 31,813				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				31,813
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).)*	24,360			24,360
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				90,187
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0			
10 Analysis of line 9				
a Excess from 2010. . . . 0				
b Excess from 2011. . . . 0				
c Excess from 2012. . . . 0				
d Excess from 2013. . . . 0				
e Excess from 2014. . . . 0				

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

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

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

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

Part XV Supplementary Information (Complete this part only if the 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 Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
MARYMOUNT UNIVERSITY 2807 GLEBE ROAD ARLINGTON,VA 22207	NONE	PUBLIC CHARITY	GENERAL	15,000
RANDOLPH MACON COLLEGE PO BOX 5005 ASHLAND,VA 230055505	NONE	PUBLIC CHARITY	GENERAL	3,000
THE NATIONAL PSORIASIS FOUNDATION 6600 SW 92ND AVE SUITE 300 PORTLAND,OR 972237195	NONE	PUBLIC CHARITY	GENERAL	12,000
Total . . . . ▶ **3a**				30,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities. . . .			14	53,896	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	712,755	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .				766,651	

13 **Total.** Add line 12, columns (b), (d), and (e). 13 766,651

(See worksheet in line 13 instructions to verify calculations)

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

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

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of			
(1) Cash	**1a(1)**		**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**

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(a) Line No	**(b)** Amount involved	**(c)** Name of noncharitable exempt organization	**(d)** Description of transfers, transactions, and sharing arrangements

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

Sign Here

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

******	2015-07-10	******
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	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
JERRY L ADAMS		2015-07-10		P01776553

Firm's name ▶ BROWN INVESTMENT ADVISORY & TRUST

Firm's EIN ▶

Firm's address ▶ 901 SOUTH BOND STREET BALTIMORE, MD 21231

Phone no (410) 537-5484

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 ESTEE LAUDER COMPANIES CL A		2013-10-09	2014-01-09
2 ESTEE LAUDER COMPANIES CL A		2012-10-15	2014-01-10
3 ESTEE LAUDER COMPANIES CL A		2012-10-15	2014-01-14
1 FLUOR CORP NEW COM		2012-10-15	2014-01-23
1 FLUOR CORP NEW COM		2012-10-15	2014-01-27
1 FLUOR CORP NEW COM		2012-10-15	2014-01-28
1 FLUOR CORP NEW COM		2012-10-15	2014-01-29
3 FLUOR CORP NEW COM		2012-10-15	2014-01-30
1 ROPER INDUSTRIES INC NEW		2012-10-15	2014-02-03
1 APPLE COMPUTER INC		2008-11-13	2014-02-04

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)
73		69	4
148		127	21
221		190	31
81		57	24
77		57	20
77		57	20
77		57	20
229		171	58
133		110	23
508		89	419

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	
			4
			21
			31
			24
			20
			20
			20
			58
			23
			419

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 ROPER INDUSTRIES INC NEW		2010-10-20	2014-02-04
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-02-06
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-02-07
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-02-11
1 FOSSIL GROUP INC		2012-10-15	2014-02-12
1 FOSSIL GROUP INC		2012-10-15	2014-02-13
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-02-14
1 FOSSIL GROUP INC		2012-10-15	2014-02-24
1 FLUOR CORP NEW COM		2012-10-15	2014-02-28
4 ROPER INDUSTRIES INC NEW		2010-10-20	2014-02-28

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)
264		135	129
133		68	65
134		68	66
134		68	66
122		85	37
121		85	36
137		68	69
120		85	35
78		57	21
542		270	272

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	
			129
			65
			66
			66
			37
			36
			69
			35
			21
			272

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)
3 FLUOR CORP NEW COM		2012-10-15	2014-03-04
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-04
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-05
2 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-06
2 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-07
1 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-11
7 NETAPP INC		2012-10-15	2014-03-14
9 NETAPP INC		2012-10-15	2014-03-17
787 402 WASATCH FDS INC		2013-08-07	2014-03-17
4 NETAPP INC		2007-09-27	2014-03-18

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)
234		171	63
137		68	69
137		68	69
276		135	141
278		135	143
135		68	67
258		203	55
335		252	83
2,000		2,142	-142
150		112	38

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	
			63
			69
			69
			141
			143
			67
			55
			83
			-142
			38

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 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-18
2 NETAPP INC		2007-09-27	2014-03-19
18 NETAPP INC		2007-09-27	2014-03-20
3 NETAPP INC		2007-09-27	2014-03-24
4 NETAPP INC		2007-09-27	2014-03-25
1 NETAPP INC		2007-09-27	2014-03-26
2 ROPER INDUSTRIES INC NEW		2010-10-20	2014-03-26
18 NETAPP INC		2007-10-29	2014-03-27
2 NETAPP INC		2007-10-29	2014-03-27
1 ROPER INDUSTRIES INC NEW		2012-03-28	2014-03-27

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)
274		135	139
75		56	19
669		502	167
110		84	26
148		112	36
37		28	9
270		135	135
653		548	105
73		61	12
132		99	33

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	
			139
			19
			167
			26
			36
			9
			135
			105
			12
			33

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)
3 ROPER INDUSTRIES INC NEW		2012-03-28	2014-03-28
305 AMERICAN EXPRESS CO		2004-10-26	2014-04-04
400 CITRIX SYSTEMS INC		2008-06-23	2014-04-04
175 COMCAST CORP - SPECIAL CL A NEW		2007-10-29	2014-04-04
80 EMC CORP		2006-06-26	2014-04-04
150 EMERSON ELECTRIC CO		2002-11-14	2014-04-04
515 213 AMERICAN EUROPACIFIC GRTH F2		2010-06-02	2014-04-04
546 852 HARBOR FUND INTERNATL FD		2009-06-05	2014-04-04
728 INTEL CORP		1996-02-23	2014-04-04
100 LABORATORY CORP OF AMER HLDGS		2003-10-03	2014-04-04

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)
399		298	101
27,568		13,875	13,693
22,446		12,460	9,986
8,755		4,047	4,708
2,205		931	1,274
10,195		3,961	6,234
25,421		17,715	7,706
39,379		24,215	15,164
19,168		5,545	13,623
10,161		2,946	7,215

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	
			101
			13,693
			9,986
			4,708
			1,274
			6,234
			7,706
			15,164
			13,623
			7,215

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)
200 MEDTRONIC INC		1999-02-19	2014-04-04
40 MERCK AND CO INC		2010-12-03	2014-04-04
200 NATIONAL-OILWELL INC		2006-03-27	2014-04-04
100 PROCTER & GAMBLE CO		1996-02-23	2014-04-04
250 ROPER INDUSTRIES INC NEW		2012-03-28	2014-04-04
678 504 SCOUT INTERNATIONAL FUND		2010-06-02	2014-04-04
400 TARGET CORPORATION		2000-04-03	2014-04-04
600 TRIMBLE NAV LTD		2008-04-08	2014-04-04
200 UBS AG JERSEY E TRACS BLOOMBERG CMCI		2011-08-30	2014-04-04
111 973 VAN ECK GLOBAL HARD ASSETS I		2012-12-21	2014-04-04

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)
12,450		7,432	5,018
2,261		1,409	852
15,757		6,173	9,584
8,020		2,091	5,929
34,084		12,402	21,682
25,152		17,998	7,154
24,635		15,014	9,621
23,342		8,117	15,225
4,207		4,907	-700
5,754		5,085	669

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,018
			852
			9,584
			5,929
			21,682
			7,154
			9,621
			15,225
			-700
			669

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)
14200 108 VANGUARD CA INT TRM TE F IV		2009-06-05	2014-04-04
200 ABBOTT LABORATORIES		1996-02-23	2014-04-08
200 ABBVIE INC		1996-02-23	2014-04-08
100 EXXON MOBIL CORP		1996-02-23	2014-04-08
400 JACOBS ENGR GROUP INC		2004-02-25	2014-04-08
175 ORACLE SYSTEMS		2001-09-07	2014-04-08
250 PEPSICO INC		2003-08-29	2014-04-08
150 T ROWE PRICE GROUP INC		2009-06-05	2014-04-08
75 EXXON MOBIL CORP		1996-02-23	2014-04-15
264 GENERAL ELECTRIC CO		1996-02-23	2014-04-15

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)
163,585		150,000	13,585
7,542		1,885	5,657
9,890		2,044	7,846
9,740		2,058	7,682
25,114		8,657	16,457
6,975		1,932	5,043
20,825		11,140	9,685
11,909		6,381	5,528
7,302		1,543	5,759
6,761		3,493	3,268

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	
			13,585
			5,657
			7,846
			7,682
			16,457
			5,043
			9,685
			5,528
			5,759
			3,268

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)
200 JOHNSON & JOHNSON		1996-02-23	2014-04-15
325 LOWES COS INC		2003-02-26	2014-04-15
100 MASTERCARD INC		2012-03-28	2014-04-15
300 MICROSOFT CORP		1996-02-23	2014-04-15
775 NETAPP INC		2008-06-27	2014-04-15
125 PRAXAIR INC		1997-04-28	2014-04-15
23 APPLE COMPUTER INC		2008-11-13	2014-04-16
1707 422 BROWN ADVISORY SM CP FUNDAMENTAL VAL		2011-12-08	2014-04-16
64 842 BROWN ADVISORY SM CP FUNDAMENTAL VAL		2013-12-13	2014-04-16
819 CISCO SYSTEMS		2002-03-25	2014-04-16

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)
19,697		4,734	14,963
14,933		6,351	8,582
7,085		3,062	4,023
11,757		1,927	9,830
28,426		17,965	10,461
15,978		3,043	12,935
11,919		2,048	9,871
38,537		23,680	14,857
1,463		1,482	-19
18,820		12,303	6,517

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	
			14,963
			8,582
			4,023
			9,830
			10,461
			12,935
			9,871
			14,857
			-19
			6,517

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)
75 EXXON MOBIL CORP		1996-02-23	2014-04-16
350 GENERAL ELECTRIC CO		1996-02-23	2014-04-16
10 GOOGLE INC CL A		2012-03-28	2014-04-16
10 GOOGLE INC CL C		2012-03-28	2014-04-16
250 JOHNSON & JOHNSON		1996-02-23	2014-04-16
200 LOWES COS INC		2003-02-26	2014-04-16
400 MICROSOFT CORP		1996-02-23	2014-04-16
187 AMPHENOL CORP - CL A		2010-10-20	2014-07-10
338 APPLE COMPUTER INC		2009-01-12	2014-07-10
55 COSTCO WHOLESALE CORPORATION		2010-10-20	2014-07-10

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)
7,467		1,543	5,924
9,100		4,630	4,470
5,549		2,978	2,571
5,457		2,969	2,488
24,679		5,918	18,761
9,320		3,908	5,412
16,056		2,569	13,487
18,152		4,558	13,594
32,214		4,296	27,918
6,501		2,740	3,761

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5,924
			4,470
			2,571
			2,488
			18,761
			5,412
			13,487
			13,594
			27,918
			3,761

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)
177 COVANCE INC		2009-07-20	2014-07-10
193 DANAHER CORP		2012-03-28	2014-07-10
5 DAVITA INC		2013-08-20	2014-07-10
199 DAVITA INC		2010-10-20	2014-07-10
10 FMC TECHNOLOGIES INC		2014-01-30	2014-07-10
230 FMC TECHNOLOGIES INC		2013-04-22	2014-07-10
11 FLUOR CORP NEW COM		2014-04-08	2014-07-10
150 GENERAL ELECTRIC CO		1996-02-23	2014-07-10
15 GOOGLE INC CL A		2011-04-15	2014-07-10
15 GOOGLE INC CL C		2011-04-15	2014-07-10

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)
15,284		8,750	6,534
15,059		7,823	7,236
365		280	85
14,538		6,461	8,077
595		495	100
13,687		5,403	8,284
856		834	22
3,933		1,984	1,949
8,739		3,448	5,291
8,605		3,437	5,168

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	
			6,534
			7,236
			85
			8,077
			100
			8,284
			22
			1,949
			5,291
			5,168

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)
125 HOME DEPOT INC		1996-02-23	2014-07-10
260 J P MORGAN CHASE & CO		2013-04-11	2014-07-10
200 LOWES COS INC		2003-02-26	2014-07-10
550 MASTERCARD INC		2009-01-12	2014-07-10
500 MICROSOFT CORP		1996-02-23	2014-07-10
250 PEPSICO INC		2003-08-29	2014-07-10
151 QUALCOMM CORP		2013-04-22	2014-07-10
246 SCHLUMBERGER LTD		2013-04-22	2014-07-10
27 STERICYCLE INC		2012-03-28	2014-07-10
263 ACCENTURE PLC CL A		2013-04-22	2014-07-10

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)
9,907		1,302	8,605
14,469		12,871	1,598
9,458		3,908	5,550
41,651		9,220	32,431
20,950		3,211	17,739
22,530		10,506	12,024
12,157		8,657	3,500
28,560		7,585	20,975
3,207		2,300	907
21,024		8,481	12,543

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	
			8,605
			1,598
			5,550
			32,431
			17,739
			12,024
			3,500
			20,975
			907
			12,543

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 FLUOR CORP NEW COM		2014-04-08	2014-07-11
10 FLUOR CORP NEW COM		2014-04-08	2014-07-14
7 FLUOR CORP NEW COM		2014-04-15	2014-07-15
4 FLUOR CORP NEW COM		2014-04-15	2014-07-16
2 FLUOR CORP NEW COM		2014-04-15	2014-07-17
5 FLUOR CORP NEW COM		2014-04-15	2014-07-18
3 FLUOR CORP NEW COM		2014-04-15	2014-07-21
4 FLUOR CORP NEW COM		2014-04-15	2014-07-22
15 ACCENTURE PLC CL A		2005-03-16	2014-07-22
2 FLUOR CORP NEW COM		2014-04-15	2014-07-23

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)
847		834	13
778		758	20
547		522	25
312		298	14
154		149	5
384		373	11
231		224	7
309		298	11
1,206		362	844
156		149	7

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
			20
			25
			14
			5
			11
			7
			11
			844
			7

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)
18 ACCENTURE PLC CL A		2005-03-16	2014-07-23
5 FLUOR CORP NEW COM		2014-04-15	2014-07-24
15 ACCENTURE PLC CL A		2005-03-16	2014-07-24
8 AMPHENOL CORP - CL A		2005-01-20	2014-07-25
4 AMPHENOL CORP - CL A		2005-01-20	2014-07-28
4 FLUOR CORP NEW COM		2014-04-15	2014-07-28
8 AMPHENOL CORP - CL A		2005-01-20	2014-07-29
2 FLUOR CORP NEW COM		2014-04-15	2014-07-29
4 FLUOR CORP NEW COM		2014-04-15	2014-07-30
5 FLUOR CORP NEW COM		2014-04-15	2014-08-01

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)
1,451		434	1,017
388		373	15
1,210		362	848
781		149	632
390		74	316
303		298	5
780		149	631
151		149	2
299		298	1
369		373	-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	
			1,017
			15
			848
			632
			316
			5
			631
			2
			1
			-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)
6 FLUOR CORP NEW COM		2014-04-15	2014-08-04
8 FLUOR CORP NEW COM		2014-04-15	2014-08-05
15 FLUOR CORP NEW COM		2014-04-15	2014-08-06
1218 416 WASATCH FDS INC		2013-08-07	2014-08-12
1225 234 WASATCH FDS INC		2011-07-28	2014-08-13
10 ACCENTURE PLC CL A		2005-03-16	2014-08-13
1247 567 WASATCH FDS INC		2011-07-28	2014-08-14
10 ACCENTURE PLC CL A		2005-03-16	2014-08-14
1247 567 WASATCH FDS INC		2011-07-28	2014-08-15
1256 823 WASATCH FDS INC		2011-07-28	2014-08-18

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)
436		447	-11
583		596	-13
1,078		1,118	-40
3,338		3,306	32
3,394		3,296	98
790		241	549
3,456		3,356	100
791		241	550
3,456		3,356	100
3,494		3,381	113

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	
			-11
			-13
			-40
			32
			98
			549
			100
			550
			100
			113

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 ACCENTURE PLC CL A		2005-03-16	2014-08-18
1252 299 WASATCH FDS INC		2011-07-28	2014-08-19
12 ACCENTURE PLC CL A		2005-03-16	2014-08-19
710 752 WASATCH FDS INC		2011-07-28	2014-08-20
73 924 WASATCH FDS INC		2013-12-27	2014-08-20
10 ACCENTURE PLC CL A		2005-03-16	2014-08-26
10 APPLE COMPUTER INC		2009-01-12	2014-09-15
13 QUALCOMM CORP		2014-07-30	2014-09-15
10 APPLE COMPUTER INC		2009-01-12	2014-09-16
11 QUALCOMM CORP		2014-07-30	2014-09-16

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)
1,196		362	834
3,506		3,369	137
963		289	674
1,983		1,912	71
206		194	12
816		241	575
1,017		127	890
976		989	-13
1,006		127	879
832		836	-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	
			834
			137
			674
			71
			12
			575
			890
			-13
			879
			-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)
7 QUALCOMM CORP		2009-08-31	2014-09-17
9 QUALCOMM CORP		2014-07-30	2014-09-17
11 QUALCOMM CORP		2009-08-31	2014-09-18
12 QUALCOMM CORP		2009-08-31	2014-09-19
10 ACCENTURE PLC CL A		2005-03-16	2014-10-01
19 ACCENTURE PLC CL A		2005-03-16	2014-10-02
10 ACCENTURE PLC CL A		2005-03-16	2014-10-03
11 ACCENTURE PLC CL A		2005-03-16	2014-10-06
19 ACCENTURE PLC CL A		2005-03-16	2014-10-08
11 ACCENTURE PLC CL A		2005-03-16	2014-10-10

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)
531		324	207
682		684	-2
838		509	329
908		556	352
800		241	559
1,508		458	1,050
804		241	563
888		265	623
1,507		458	1,049
847		265	582

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	
			207
			-2
			329
			352
			559
			1,050
			563
			623
			1,049
			582

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)
16 ACCENTURE PLC CL A		2005-03-16	2014-10-13
23 MEAD JOHNSON NUTRITION CO		2014-07-10	2014-10-17
46 ACCENTURE PLC CL A		2005-03-16	2014-10-24
38 AMPHENOL CORP - CL A		2005-01-20	2014-10-27
15 ANSYS INC		2014-07-30	2014-10-27
23 APPLE COMPUTER INC		2009-01-12	2014-10-27
3367 003 BROWN ADVISORY VALUE EQUITY INV		2004-09-20	2014-10-27
28 COGNIZANT TECH SOLUTIONS CRP COM		2014-07-10	2014-10-27
11 COSTCO WHOLESALE CORPORATION		2009-06-05	2014-10-27
15 COVANCE INC		2010-10-20	2014-10-27

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)
1,231		386	845
2,310		2,145	165
3,609		1,109	2,500
1,843		353	1,490
1,135		1,165	-30
2,420		292	2,128
60,000		45,791	14,209
1,275		1,401	-126
1,440		524	916
1,208		728	480

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	
			845
			165
			2,500
			1,490
			-30
			2,128
			14,209
			-126
			916
			480

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)
26 DANAHER CORP		2008-06-27	2014-10-27
25 DAVITA INC		2007-11-30	2014-10-27
21 DISCOVERY COMMUNICATIONS INC CL A		2014-04-04	2014-10-27
30 DISCOVERY COMMUNICATIONS C		2014-09-19	2014-10-27
19 ECOLAB INC		2014-07-10	2014-10-27
37 EXPRESS SCRIPTS HLDGS C		2014-04-15	2014-10-27
39 FMC TECHNOLOGIES INC		2014-09-08	2014-10-27
37 FASTENAL CO		2014-04-08	2014-10-27
16 FLUOR CORP NEW COM		2014-04-15	2014-10-27
11 FOSSIL GROUP INC		2014-04-08	2014-10-27

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)
2,022		986	1,036
1,911		782	1,129
763		884	-121
1,079		1,221	-142
2,110		2,092	18
2,715		2,687	28
2,062		2,212	-150
1,565		1,888	-323
1,037		1,192	-155
1,106		1,210	-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) 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	
			1,036
			1,129
			-121
			-142
			18
			28
			-150
			-323
			-155
			-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)
28 GILEAD SCIENCES INC		2014-07-10	2014-10-27
2 GOOGLE INC CL A		2008-12-10	2014-10-27
2 GOOGLE INC CL C		2008-12-10	2014-10-27
5 INTUITIVE SURGICAL INC		2013-07-09	2014-10-27
29 ESTEE LAUDER COMPANIES CL A		2014-07-10	2014-10-27
24 MEAD JOHNSON NUTRITION CO		2014-07-10	2014-10-27
33 NATIONAL INSTRS CORP		2014-07-10	2014-10-27
6 NETSUITE INC		2014-10-07	2014-10-27
29 QUALCOMM CORP		2010-01-28	2014-10-27
33 SALESFORCE COM INC		2014-07-10	2014-10-27

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)
3,131		2,496	635
1,102		311	791
1,083		310	773
2,366		2,263	103
2,168		2,164	4
2,451		2,238	213
995		1,063	-68
619		548	71
2,193		1,249	944
1,947		1,808	139

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	
			635
			791
			773
			103
			4
			213
			-68
			71
			944
			139

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 SCHLUMBERGER LTD		2003-08-29	2014-10-27
107 CHARLES SCHWAB CORP		2014-07-10	2014-10-27
29 STARBUCKS CORP		2014-07-10	2014-10-27
17 STERICYCLE INC		2014-10-09	2014-10-27
12 VISA INC		2014-07-10	2014-10-27
5 WHOLE FOODS MARKET INC		2013-08-09	2014-10-27
9 99922 WHOLE FOODS MARKET INC		2014-04-08	2014-10-27
35 00078 WHOLE FOODS MARKET INC		2014-04-08	2014-10-27
28 ACCENTURE PLC CL A		2005-03-16	2014-10-27
74 GENPACT LIMITED		2014-07-10	2014-10-27

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)
2,048		545	1,503
2,818		2,888	-70
2,204		2,291	-87
2,086		2,002	84
2,567		2,592	-25
190		278	-88
381		520	-139
1,333		1,823	-490
2,207		675	1,532
1,248		1,336	-88

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	
			1,503
			-70
			-87
			84
			-25
			-88
			-139
			-490
			1,532
			-88

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 CORE LABORATORIES N V		2014-04-15	2014-10-27
PROCEEDS FROM SECURITIES LITIGATION			2014-10-29
11 GILEAD SCIENCES INC		2014-07-10	2014-10-30
1 COVANCE INC		2010-10-20	2014-10-31
5 GILEAD SCIENCES INC		2014-07-10	2014-10-31
15 GILEAD SCIENCES INC		2014-07-10	2014-11-03
9 FLUOR CORP NEW COM		2014-04-15	2014-11-07
11 FLUOR CORP NEW COM		2014-04-15	2014-11-10
3 FLUOR CORP NEW COM		2014-04-15	2014-11-11
5 FLUOR CORP NEW COM		2012-03-28	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)
1,671		2,662	-991
80			80
1,253		981	272
80		48	32
566		446	120
1,655		1,337	318
598		671	-73
728		820	-92
197		224	-27
329		301	28

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	
			-991
			80
			272
			32
			120
			318
			-73
			-92
			-27
			28

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)
17 COVANCE INC		2010-10-20	2014-11-12
6 FLUOR CORP NEW COM		2012-03-28	2014-11-12
2 COVANCE INC		2010-10-20	2014-11-14
18 COVANCE INC		2010-10-20	2014-11-17
102 WISDOMTREE EM SMALL CAP		2014-08-25	2014-11-17
10 COVANCE INC		2010-07-29	2014-11-18
128 WISDOMTREE EM SMALL CAP		2014-08-25	2014-11-18
5 COVANCE INC		2010-07-29	2014-11-19
153 WISDOMTREE EM SMALL CAP		2014-08-20	2014-11-19
7 COVANCE INC		2010-07-29	2014-11-20

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)
1,710		809	901
394		361	33
201		95	106
1,808		764	1,044
4,522		5,047	-525
1,008		399	609
5,702		6,321	-619
504		199	305
6,815		7,526	-711
705		279	426

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	
			901
			33
			106
			1,044
			-525
			609
			-619
			305
			-711
			426

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)
81 WISDOMTREE EM SMALL CAP		2014-08-20	2014-11-20
5 COVANCE INC		2010-07-29	2014-11-21
6 COVANCE INC		2010-07-29	2014-11-24
5 COVANCE INC		2010-07-29	2014-11-25
26 APPLE COMPUTER INC		2009-01-12	2014-11-26
10 COVANCE INC		2010-07-29	2014-11-26
26 GILEAD SCIENCES INC		2014-07-10	2014-11-26
6 FOSSIL GROUP INC		2014-04-08	2014-12-04
3 FOSSIL GROUP INC		2014-04-08	2014-12-05
2 FOSSIL GROUP INC		2014-04-08	2014-12-08

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)
3,613		3,984	-371
505		199	306
606		239	367
505		199	306
3,086		330	2,756
1,014		399	615
2,604		2,318	286
660		660	
328		330	-2
217		220	-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	
			-371
			306
			367
			306
			2,756
			615
			286
			-2
			-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)
24 FLUOR CORP NEW COM		2012-03-28	2014-12-09
13 FOSSIL GROUP INC		2014-04-15	2014-12-09
3 FOSSIL GROUP INC		2014-04-15	2014-12-10
54 FLUOR CORP NEW COM		2012-03-28	2014-12-11
2 FOSSIL GROUP INC		2014-04-15	2014-12-11
13 FLUOR CORP NEW COM		2012-03-28	2014-12-12
17 FLUOR CORP NEW COM		2012-03-28	2014-12-15
2 FOSSIL GROUP INC		2014-04-15	2014-12-15
12 FLUOR CORP NEW COM		2012-10-15	2014-12-16
1 FOSSIL GROUP INC		2014-04-15	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)
1,448		1,444	4
1,392		1,409	-17
323		317	6
3,186		3,250	-64
218		212	6
750		782	-32
969		1,023	-54
213		212	1
687		702	-15
107		106	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	
			4
			-17
			6
			-64
			6
			-32
			-54
			1
			-15
			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)
3 FOSSIL GROUP INC		2014-04-15	2014-12-17
11 FLUOR CORP NEW COM		2012-10-15	2014-12-18
3 FOSSIL GROUP INC		2014-04-15	2014-12-18
61 FLUOR CORP NEW COM		2013-04-22	2014-12-19
2 FOSSIL GROUP INC		2014-04-15	2014-12-19
6 FOSSIL GROUP INC		2014-04-15	2014-12-22
13 FOSSIL GROUP INC		2014-04-15	2014-12-23
3 FOSSIL GROUP INC		2014-04-15	2014-12-29
1 FOSSIL GROUP INC		2014-04-15	2014-12-31
CAPITAL GAIN 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)
320		317	3
652		626	26
321		317	4
3,657		3,407	250
214		212	2
652		635	17
1,433		1,375	58
335		317	18
111		106	5
			74,227

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
			26
			4
			250
			2
			17
			58
			18
			5

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
EBEN D FINNEY III 901 SOUTH BOND STREET BALTIMORE,MD 21231	DIRECTOR TREASURER 0	0		
F WILLIAM BURKE 4910 MASSACHUSETTS AVENUE SUITE 15 WASHINGTON,DC 20016	EXEC DIRECTOR 10	6,000		
MRS BURTON CRAIGE GRAY 710 BULLS NECK ROAD CHARLOTTESVILLE,VA 22908	DIRECTOR 0	0		
MR E COBY WALTON JR 155 NORTH POINT AVENUE PO BOX 5844 HIGH POINT,NC 27262	DIRECTOR 0	0		
LEE B MIDDLEDITCH JR ESQ COURT SQUARE BUILDING PO BOX 1288 CHARLOTTESVILLE,VA 22902	DIRECTOR 0	0		
RALPH A WELLS III 10320 CROWN POINT ROAD POTOMAC,MD 20854	DIRECTOR 0	0		
JOHN F EISOLD 7 OLD CREEK COURT ROCKVILLE,MD 20854	VICE PRES 0	0		
ERIK HEWLETT PO BOX 800419 CHARLOTTESVILLE,VA 20016	TRUSTEE 0	0		

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

Schedule of Contributors

► 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*.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
THE VIRGINIA M KINCAID FOUNDATION	52-1770001

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private 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 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)

Name of organization	Employer identification number
THE VIRGINIA M KINCAID FOUNDATION	52-1770001

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	V KINCAID CRAT FBO V HUSCHKE 901 SOUTH BOND STREET BALTIMORE, MD 21231	$ 2,986,596	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
2	V KINCAID CRAT FBO L HUSCHKE 901 SOUTH BOND STREET BALTIMORE, MD 21231	$ 549,980	Person ☐ Payroll ☐ Noncash ☑ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization	**Employer identification number**
THE VIRGINIA M KINCAID FOUNDATION	52-1770001

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	MARKETABLE SECURITIES IN TERMINATION OF CHAR TRUST	$ 2,938,809	2014-03-30

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	MARKETABLE SECURITIES IN TERMINATION OF CHAR TRUST	$ 519,427	2014-03-30

(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
THE VIRGINIA M KINCAID FOUNDATION

Employer identification number
52-1770001

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

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift	
Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

TY 2014 Investments Corporate Bonds Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Name of Bond	End of Year Book Value	End of Year Fair Market Value
FIXED INCOME MUTUAL FUNDS	694,283	707,410

TY 2014 Investments Corporate Stock Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCKS	525,854	820,203
EQUITY MUTUAL FUNDS	1,736,103	2,233,023
FOREIGN STOCKS	97,439	162,054

TY 2014 Investments Government Obligations Schedule

Name:	THE VIRGINIA M KINCAID FOUNDATION
EIN:	52-1770001
US Government Securities - End of Year Book Value:	200,716
US Government Securities - End of Year Fair Market Value:	202,511
State & Local Government Securities - End of Year Book Value:	
State & Local Government Securities - End of Year Fair Market Value:	

TY 2014 Other Decreases Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Description	Amount
ADJ MKT TO BK ON GIFTED STOCK -7037039	1,109,911
ADJ MKT TO BK ON GIFTED STOCK -7037054	194,686
OTHER BOOK VALUE ADJUSTMENT	595

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TY 2014 Other Expenses Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MISCELLANEOUS EXPENSES	1,813	0		1,813

TY 2014 Other Income Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
CHAR REM TRUST K-1 7037039		12,498	
CHAR REM TRUST K-1 7037054		11,101	

TY 2014 Other Professional Fees Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES-PRIN	17,185	17,185		
PARTNERSHIPOR TRUST K-1		713		

TY 2014 Taxes Schedule

Name: THE VIRGINIA M KINCAID FOUNDATION

EIN: 52-1770001

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	34	34		0
FEDERAL EXCISE TAX	314	0		0
QUARTERLY TAX DEPOSIT	12,653	0		0
FOREIGN TAXES ON QUALIFIED FOR	839	839		0
FOREIGN TAXES ON NONQUALIFIED	93	93		0