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
FANCY HILL FOUNDATION

A Employer identification number
52-2284314

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) 537-5404

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)* ▶$ 5,937,194

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)				
	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.	92,582	91,614		
	5a	Gross rents				
	b	Net rental income or (loss) ____				
	6a	Net gain or (loss) from sale of assets not on line 10	468,905			
	b	Gross sales price for all assets on line 6a 2,036,065				
	7	Capital gain net income (from Part IV, line 2)		468,905		
	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)				
	12	**Total.** Add lines 1 through 11	561,487	560,519		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc				
	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)	33,696	33,692		4
	17	Interest				0
	18	Taxes (attach schedule) (see instructions)	8,597	2,410		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)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	42,293	36,102	0	4
	25	Contributions, gifts, grants paid	275,000			275,000
	26	**Total expenses and disbursements.** Add lines 24 and 25	317,293	36,102	0	275,004
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	244,194			
	b	**Net investment income** (if negative, enter -0-)		524,417		
	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	End of year (c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	283,863	436,928	436,928
	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)			
	b	Investments—corporate stock (attach schedule)	3,428,551	3,217,992	4,470,833
	c	Investments—corporate bonds (attach schedule)	725,923	1,025,923	1,029,433
	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)	4,438,337	4,680,843	5,937,194
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	4,438,337	4,680,843	
	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)	4,438,337	4,680,843	
	31	**Total liabilities and net assets/fund balances** (see instructions)	4,438,337	4,680,843	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	4,438,337
2	Enter amount from Part I, line 27a	2	244,194
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	4,682,531
5	Decreases not included in line 2 (itemize) ▶	5	1,688
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,680,843

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
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	468,905
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	241,685	5,247,174	0 04606
2012	55,000	4,812,805	0 011428
2011	41,250	4,649,366	0 008872
2010	237,550	4,228,887	0 056173
2009	277,465	3,879,306	0 071524

2	**Total** of line 1, column (d)	2	0 194057
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 038811
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5,937,332
5	Multiply line 4 by line 3	5	230,434
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,244
7	Add lines 5 and 6	7	235,678
8	Enter qualifying distributions from Part XII, line 4	8	275,004

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	5,244
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	5,244
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	5,244
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a — 8,217		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c — 0		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	8,217
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	2,973
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 2,973 **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)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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) 537-5404

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	5,755,460
b	Average of monthly cash balances	1b	272,288
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	6,027,748
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	6,027,748
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	90,416
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,937,332
6	**Minimum investment return.** Enter 5% of line 5	6	296,867

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	296,867
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 5,244		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b:		
c	Add lines 2a and 2b	2c	5,244
3	Distributable amount before adjustments Subtract line 2c from line 1	3	291,623
4	Recoveries of amounts treated as qualifying distributions	4	0
5	Add lines 3 and 4	5	291,623
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	291,623

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	275,004
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	275,004
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	5,244
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	269,760

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				291,623
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			200,438	
b Total for prior years 2012 , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 0				
b From 2010. 0				
c From 2011. 0				
d From 2012. 0				
e From 2013. 0				
f **Total** of lines 3a through e.	0			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 275,004				
a Applied to 2013, but not more than line 2a			200,438	
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.				74,566
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:**				
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				217,057
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			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
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* See Additional Data Table				
Total . . . . ▶ **3a**				275,000
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	Unrelated business income (b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	Excluded by section 512, 513, or 514 (d) Amount	(e) Related or exempt function income (See instructions)
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	92,582	
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	468,905	
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)				561,487	

13 Total. Add line 12, columns (b), (d), and (e) 13 561,487

(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

******	2015-06-09	******
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		2015-06-09		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)
107 CHARLES SCHWAB CORP		2013-01-07	2014-01-08
258 CHARLES SCHWAB CORP		2013-02-19	2014-01-08
124 EATON CORP PLC		2012-11-30	2014-01-08
24 ESTEE LAUDER COMPANIES CL A		2013-10-15	2014-01-09
166 EATON CORP PLC		2012-11-30	2014-01-09
60 FLUOR CORP NEW COM		2011-06-14	2014-01-10
29 ESTEE LAUDER COMPANIES CL A		2013-10-15	2014-01-10
588 METLIFE INC COM		2012-09-14	2014-01-10
170 ORACLE SYSTEMS		2013-07-24	2014-01-10
6 ESTEE LAUDER COMPANIES CL A		2013-10-11	2014-01-13

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)
2,752		1,626	1,126
6,635		3,982	2,653
9,341		6,364	2,977
1,761		1,705	56
12,568		8,519	4,049
4,734		3,823	911
2,145		2,050	95
31,771		19,745	12,026
6,442		5,512	930
448		424	24

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	
			1,126
			2,653
			2,977
			56
			4,049
			911
			95
			12,026
			930
			24

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 ESTEE LAUDER COMPANIES CL A		2013-10-11	2014-01-14
245 TEREX CORP NEW COM		2013-05-09	2014-01-17
150 FLUOR CORP NEW COM		2011-08-23	2014-01-22
22 FLUOR CORP NEW COM		2011-03-07	2014-01-23
110 MICROCHIP TECHNOLOGY INC		2012-05-14	2014-01-23
310 US BANCORP DEL COM NEW		2010-10-25	2014-01-23
22 FLUOR CORP NEW COM		2011-03-07	2014-01-27
11 FLUOR CORP NEW COM		2011-03-07	2014-01-28
6 FLUOR CORP NEW COM		2013-03-06	2014-01-28
10 FLUOR CORP NEW COM		2013-03-06	2014-01-29

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)
1,106		1,054	52
10,322		7,383	2,939
12,531		8,901	3,630
1,786		1,550	236
4,950		3,216	1,734
12,615		7,371	5,244
1,691		1,550	141
851		775	76
464		376	88
770		626	144

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	
			52
			2,939
			3,630
			236
			1,734
			5,244
			141
			76
			88
			144

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)
4 FLUOR CORP NEW COM		2011-06-13	2014-01-30
14 FLUOR CORP NEW COM		2013-03-06	2014-01-30
115 E I DU PONT DE NEMOURS & CO		2009-11-06	2014-01-31
195 TEREX CORP NEW COM		2013-06-20	2014-01-31
21 ROPER INDUSTRIES INC NEW		2008-10-20	2014-02-03
15 APPLE COMPUTER INC		2013-01-31	2014-02-04
100 FLUOR CORP NEW COM		2011-11-09	2014-02-04
7 GOOGLE INC CL A		2011-10-04	2014-02-04
43 ROPER INDUSTRIES INC NEW		2008-10-20	2014-02-04
35 E I DU PONT DE NEMOURS & CO		2009-07-23	2014-02-05

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
305		247	58
1,068		877	191
7,036		3,605	3,431
7,948		5,476	2,472
2,785		938	1,847
7,615		7,468	147
7,458		5,501	1,957
8,014		3,407	4,607
5,675		1,919	3,756
2,136		1,049	1,087

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	
			58
			191
			3,431
			2,472
			1,847
			147
			1,957
			4,607
			3,756
			1,087

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)
115 MICROCHIP TECHNOLOGY INC		2012-05-18	2014-02-05
9 ROPER INDUSTRIES INC NEW		2008-10-20	2014-02-05
65 ABERCROMBIE & FITCH CO CL A		2013-02-22	2014-02-06
220 ABERCROMBIE & FITCH CO CL A		2013-01-09	2014-02-06
8 APPLE COMPUTER INC		2013-02-01	2014-02-06
14 ROPER INDUSTRIES INC NEW		2008-10-20	2014-02-06
1 APPLE COMPUTER INC		2013-06-27	2014-02-07
2 APPLE COMPUTER INC		2013-02-01	2014-02-07
18 ROPER INDUSTRIES INC NEW		2008-10-20	2014-02-07
510 US BANCORP DEL COM NEW		2010-10-25	2014-02-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,992		3,331	1,661
1,188		402	786
2,191		3,026	-835
7,417		10,415	-2,998
4,102		3,648	454
1,859		625	1,234
520		395	125
1,041		909	132
2,409		803	1,606
20,398		11,457	8,941

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	
			1,661
			786
			-835
			-2,998
			454
			1,234
			125
			132
			1,606
			8,941

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)
12 ROPER INDUSTRIES INC NEW		2008-10-20	2014-02-10
19 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-11
75 FLUOR CORP NEW COM		2011-11-09	2014-02-12
21 FOSSIL GROUP INC		2011-09-05	2014-02-12
9 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-12
10 FOSSIL GROUP INC		2011-09-01	2014-02-13
18 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-14
3 FOSSIL GROUP INC		2011-08-23	2014-02-18
8 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-18
70 FLUOR CORP NEW COM		2011-12-16	2014-02-19

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)
1,597		535	1,062
2,539		841	1,698
6,011		4,069	1,942
2,556		1,807	749
1,215		398	817
1,212		860	352
2,459		794	1,665
363		258	105
1,087		352	735
5,686		3,456	2,230

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	
			1,062
			1,698
			1,942
			749
			817
			352
			1,665
			105
			735
			2,230

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)
25 ABERCROMBIE & FITCH CO CL A		2013-02-22	2014-02-21
180 ABERCROMBIE & FITCH CO CL A		2012-11-26	2014-02-21
160 ABERCROMBIE & FITCH CO CL A		2012-11-26	2014-02-24
285 ABERCROMBIE & FITCH CO CL A		2013-10-07	2014-02-24
4 FOSSIL GROUP INC		2011-08-23	2014-02-24
65 ORACLE SYSTEMS		2013-07-24	2014-02-24
80 ORACLE SYSTEMS		2011-06-28	2014-02-24
5 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-24
5 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-25
9 ROPER INDUSTRIES INC NEW		2008-10-15	2014-02-26

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)
872		1,164	-292
6,275		8,168	-1,893
5,630		7,177	-1,547
10,029		10,287	-258
481		344	137
2,494		2,107	387
3,070		2,551	519
681		220	461
677		220	457
1,218		396	822

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	
			-292
			-1,893
			-1,547
			-258
			137
			387
			519
			461
			457
			822

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 FLUOR CORP NEW COM		2011-06-13	2014-02-27
5 ROPER INDUSTRIES INC NEW		2008-10-13	2014-02-27
24 FLUOR CORP NEW COM		2011-06-13	2014-02-28
41 ROPER INDUSTRIES INC NEW		2008-10-16	2014-02-28
6 FLUOR CORP NEW COM		2011-06-13	2014-03-03
70 PACCAR INC		2012-04-11	2014-03-03
3 ROPER INDUSTRIES INC NEW		2008-10-16	2014-03-03
12 FLUOR CORP NEW COM		2013-03-05	2014-03-04
15 FLUOR CORP NEW COM		2011-06-13	2014-03-04
15 ROPER INDUSTRIES INC NEW		2008-10-16	2014-03-04

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,329		1,049	280
675		220	455
1,866		1,482	384
5,554		1,737	3,817
462		370	92
4,561		2,992	1,569
404		126	278
936		738	198
1,170		926	244
2,049		628	1,421

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	
			280
			455
			384
			3,817
			92
			1,569
			278
			198
			244
			1,421

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)
67 TEREX CORP NEW COM		2013-04-22	2014-03-04
13 ROPER INDUSTRIES INC NEW		2009-04-20	2014-03-05
53 TEREX CORP NEW COM		2013-04-22	2014-03-05
164 E I DU PONT DE NEMOURS & CO		2009-07-23	2014-03-06
20 ROPER INDUSTRIES INC NEW		2009-04-20	2014-03-06
21 ROPER INDUSTRIES INC NEW		2009-04-20	2014-03-07
111 TEREX CORP NEW COM		2013-04-22	2014-03-07
10 ROPER INDUSTRIES INC NEW		2008-10-24	2014-03-11
137 TEREX CORP NEW COM		2013-04-22	2014-03-11
65 FIRSTMERIT CORP		2013-12-06	2014-03-13

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)
3,004		1,869	1,135
1,782		540	1,242
2,383		1,479	904
11,097		4,913	6,184
2,758		827	1,931
2,919		847	2,072
4,927		3,097	1,830
1,350		387	963
6,108		3,768	2,340
1,398		1,505	-107

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	
			1,135
			1,242
			904
			6,184
			1,931
			2,072
			1,830
			963
			2,340
			-107

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)
61 FIRSTMERIT CORP		2013-12-09	2014-03-14
108 NETAPP INC		2012-04-11	2014-03-14
145 NETAPP INC		2012-09-24	2014-03-17
8 ROPER INDUSTRIES INC NEW		2008-10-24	2014-03-17
161 E I DU PONT DE NEMOURS & CO		2009-07-23	2014-03-18
61 NETAPP INC		2011-08-18	2014-03-18
19 ROPER INDUSTRIES INC NEW		2008-10-24	2014-03-18
177 TEREX CORP NEW COM		2013-06-26	2014-03-18
193 FIRSTMERIT CORP		2013-12-09	2014-03-19
41 NETAPP INC		2011-08-18	2014-03-19

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)
1,304		1,410	-106
3,981		4,471	-490
5,399		5,465	-66
1,090		310	780
10,755		4,384	6,371
2,283		2,075	208
2,602		736	1,866
7,432		4,653	2,779
4,134		4,382	-248
1,528		1,395	133

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	
			-106
			-490
			-66
			780
			6,371
			208
			1,866
			2,779
			-248
			133

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)
271 FIRSTMERIT CORP		2013-11-11	2014-03-20
254 NETAPP INC		2011-08-18	2014-03-20
215 FIRSTMERIT CORP		2013-11-07	2014-03-21
4 ROPER INDUSTRIES INC NEW		2008-10-24	2014-03-21
125 MICROSOFT CORP		2010-07-28	2014-03-24
56 NETAPP INC		2008-01-24	2014-03-24
4 ROPER INDUSTRIES INC NEW		2008-11-21	2014-03-24
56 NETAPP INC		2008-06-30	2014-03-25
4 ROPER INDUSTRIES INC NEW		2008-11-21	2014-03-25
20 NETAPP INC		2008-06-30	2014-03-26

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)
5,855		5,951	-96
9,438		5,881	3,557
4,726		4,103	623
542		155	387
5,007		3,251	1,756
2,048		1,234	814
537		150	387
2,069		1,221	848
540		149	391
744		436	308

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	
			-96
			3,557
			623
			387
			1,756
			814
			387
			848
			391
			308

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 ROPER INDUSTRIES INC NEW		2008-11-21	2014-03-26
236 NETAPP INC		2008-10-15	2014-03-27
22 NETAPP INC		2008-10-15	2014-03-27
5 ROPER INDUSTRIES INC NEW		2008-11-21	2014-03-27
10 ROPER INDUSTRIES INC NEW		2008-11-21	2014-03-28
13 INTUITIVE SURGICAL INC		2012-12-19	2014-04-01
275 ORACLE SYSTEMS		2012-10-08	2014-04-02
69 FIRSTMERIT CORP		2013-05-31	2014-04-03
65 QUALCOMM CORP		2013-06-18	2014-04-10
16 MEAD JOHNSON NUTRITION CO		2013-05-21	2014-04-21

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)
1,755		483	1,272
8,560		3,372	5,188
806		278	528
662		186	476
1,329		372	957
6,372		6,701	-329
11,322		8,633	2,689
1,475		1,311	164
5,165		4,065	1,100
1,353		1,278	75

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	
			1,272
			5,188
			528
			476
			957
			-329
			2,689
			164
			1,100
			75

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 MEAD JOHNSON NUTRITION CO		2013-05-20	2014-04-22
559 FIRSTMERIT CORP		2013-06-04	2014-04-23
17 MEAD JOHNSON NUTRITION CO		2013-05-13	2014-04-23
22 MEAD JOHNSON NUTRITION CO		2013-10-17	2014-04-24
102 FIRSTMERIT CORP		2013-06-04	2014-04-25
247 FIRSTMERIT CORP		2013-06-05	2014-04-28
243 FIRSTMERIT CORP		2013-05-29	2014-04-29
252 FLUOR CORP NEW COM		2012-06-01	2014-05-02
21 COSTCO WHOLESALE CORPORATION		2013-10-17	2014-05-06
9 APPLE COMPUTER INC		2013-06-27	2014-05-07

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,109		1,035	74
10,642		10,580	62
1,439		1,351	88
1,908		1,746	162
1,963		1,924	39
4,758		4,626	132
4,651		4,533	118
19,167		11,930	7,237
2,380		2,477	-97
5,322		3,556	1,766

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	
			74
			62
			88
			162
			39
			132
			118
			7,237
			-97
			1,766

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
10 COSTCO WHOLESALE CORPORATION		2013-10-16	2014-05-07
22 COSTCO WHOLESALE CORPORATION		2009-05-29	2014-05-07
16 FLUOR CORP NEW COM		2013-03-05	2014-05-12
24 SCHLUMBERGER LTD		2013-10-16	2014-05-12
23 FLUOR CORP NEW COM		2013-03-05	2014-05-13
8 FLUOR CORP NEW COM		2013-03-04	2014-05-14
11 FLUOR CORP NEW COM		2010-11-22	2014-05-15
10 FLUOR CORP NEW COM		2010-11-22	2014-05-16
PROCEEDS FROM SECURITIES LITIGATION			2014-05-16
PROCEEDS FROM SECURITIES LITIGATION			2014-05-16

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)
1,122		1,171	-49
2,468		1,051	1,417
1,222		983	239
2,407		2,211	196
1,769		1,377	392
609		475	134
816		640	176
733		582	151
43			43
119			119

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	
			-49
			1,417
			239
			196
			392
			134
			176
			151
			43
			119

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 FLUOR CORP NEW COM		2010-11-22	2014-05-19
325 HARTFORD FINANCIAL SERVICES GROUP INC		2012-12-31	2014-05-19
3 FLUOR CORP NEW COM		2010-11-22	2014-05-22
12 FLUOR CORP NEW COM		2010-11-22	2014-05-23
100 M & T BK CORP COM		2013-05-09	2014-05-27
11 SCHLUMBERGER LTD		2013-10-16	2014-05-27
1 SCHLUMBERGER LTD		2013-10-16	2014-05-30
8 SCHLUMBERGER LTD		2011-10-31	2014-05-30
46 AMPHENOL CORP - CL A		2010-04-20	2014-06-02
77 AMPHENOL CORP - CL A		2013-10-23	2014-06-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
516		408	108
11,097		7,199	3,898
222		175	47
889		699	190
12,140		10,091	2,049
1,124		1,013	111
104		92	12
830		601	229
4,423		2,160	2,263
7,404		6,248	1,156

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	
			108
			3,898
			47
			190
			2,049
			111
			12
			229
			2,263
			1,156

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)
74 ANSYS INC		2010-10-13	2014-06-02
20 APPLE COMPUTER INC		2008-10-08	2014-06-02
1 APPLE COMPUTER INC		2013-06-27	2014-06-02
140 COGNIZANT TECH SOLUTIONS CRP COM		2008-10-22	2014-06-02
70 COSTCO WHOLESALE CORPORATION		2009-05-29	2014-06-02
96 COVANCE INC		2009-04-29	2014-06-02
168 DANAHER CORP		2012-01-30	2014-06-02
88 DAVITA INC		2013-03-01	2014-06-02
65 DAVITA INC		2013-08-20	2014-06-02
108 DISCOVERY COMMUNICATIONS INC CL A		2014-04-03	2014-06-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,484		3,354	2,130
12,564		1,885	10,679
628		395	233
6,768		1,241	5,527
8,088		3,344	4,744
8,042		3,873	4,169
13,162		8,399	4,763
6,250		5,176	1,074
4,616		3,637	979
8,361		9,065	-704

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,130
			10,679
			233
			5,527
			4,744
			4,169
			4,763
			1,074
			979
			-704

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)
74 ECOLAB INC		2013-02-06	2014-06-02
21 ECOLAB INC		2014-02-06	2014-06-02
66 EXPRESS SCRIPTS HLDGS C		2013-10-08	2014-06-02
156 EXPRESS SCRIPTS HLDGS C		2011-03-02	2014-06-02
60 FMC TECHNOLOGIES INC		2012-05-10	2014-06-02
159 FMC TECHNOLOGIES INC		2014-01-30	2014-06-02
139 FASTENAL CO		2014-03-14	2014-06-02
131 FLUOR CORP NEW COM		2010-11-23	2014-06-02
59 FOSSIL GROUP INC		2011-09-06	2014-06-02
162 GILEAD SCIENCES INC		2014-03-14	2014-06-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,073		5,463	2,610
2,291		2,076	215
4,583		4,135	448
10,832		8,828	2,004
3,461		2,730	731
9,173		7,878	1,295
6,839		6,616	223
9,846		7,554	2,292
6,162		5,062	1,100
13,175		12,824	351

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,610
			215
			448
			2,004
			731
			1,295
			223
			2,292
			1,100
			351

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 GOOGLE INC CL A		2010-07-21	2014-06-02
15 GOOGLE INC CL C		2010-07-21	2014-06-02
30 INTUITIVE SURGICAL INC		2013-04-19	2014-06-02
50 ESTEE LAUDER COMPANIES CL A		2012-03-16	2014-06-02
113 ESTEE LAUDER COMPANIES CL A		2014-04-01	2014-06-02
56 MEAD JOHNSON NUTRITION CO		2012-01-19	2014-06-02
94 MEAD JOHNSON NUTRITION CO		2014-02-06	2014-06-02
199 NATIONAL INSTRS CORP		2011-05-06	2014-06-02
196 QUALCOMM CORP		2013-04-25	2014-06-02
188 SALESFORCE COM INC		2014-04-28	2014-06-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,414		3,636	4,778
8,249		3,625	4,624
11,043		14,888	-3,845
3,823		3,161	662
8,641		7,724	917
4,994		4,095	899
8,383		7,228	1,155
5,656		5,992	-336
15,738		12,043	3,695
9,824		8,041	1,783

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	
			4,778
			4,624
			-3,845
			662
			917
			899
			1,155
			-336
			3,695
			1,783

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)
143 SCHLUMBERGER LTD		2013-04-16	2014-06-02
519 CHARLES SCHWAB CORP		2011-04-05	2014-06-02
126 STARBUCKS CORP		2012-10-25	2014-06-02
54 STARBUCKS CORP		2014-02-04	2014-06-02
93 STERICYCLE INC		2012-01-10	2014-06-02
77 VISA INC		2013-10-11	2014-06-02
149 99986 WHOLE FOODS MARKET INC		2013-10-08	2014-06-02
136 00014 WHOLE FOODS MARKET INC		2014-02-19	2014-06-02
111 ACCENTURE PLC CL A		2008-01-08	2014-06-02
446 GENPACT LIMITED		2013-03-06	2014-06-02

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
14,866		10,471	4,395
13,115		9,913	3,202
9,280		5,835	3,445
3,977		3,809	168
10,638		6,584	4,054
16,481		14,096	2,385
5,672		8,519	-2,847
5,142		7,214	-2,072
9,034		3,858	5,176
7,522		7,868	-346

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	
			4,395
			3,202
			3,445
			168
			4,054
			2,385
			-2,847
			-2,072
			5,176
			-346

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
10 CORE LABORATORIES N V		2012-10-08	2014-06-02
55 CORE LABORATORIES N V		2014-05-28	2014-06-02
16 25 NOW INC DE W I		2014-05-02	2014-06-09
181 75 NOW INC DE W I		2013-02-22	2014-06-09
13 VISA INC		2013-08-23	2014-06-13
8 VISA INC		2013-08-23	2014-06-16
5 VISA INC		2013-08-23	2014-06-17
7 VISA INC		2013-08-23	2014-06-19
25 NOW INC DE W I		2011-09-30	2014-06-23
250 CANADIAN NATURAL RESOURCES LTD		2013-07-11	2014-06-25

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,600		1,020	580
8,798		8,808	-10
523		525	-2
5,854		4,541	1,313
2,745		2,335	410
1,681		1,429	252
1,054		893	161
1,474		1,250	224
9		5	4
11,257		8,015	3,242

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	
			580
			-10
			-2
			1,313
			410
			252
			161
			224
			4
			3,242

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
55 SCHLUMBERGER LTD		2013-09-16	2014-06-26
30 SCHLUMBERGER LTD		2012-03-14	2014-06-26
14 SCHLUMBERGER LTD		2011-12-12	2014-07-01
6 SCHLUMBERGER LTD		2011-12-12	2014-07-02
4 SCHLUMBERGER LTD		2011-12-12	2014-07-07
9 SCHLUMBERGER LTD		2011-12-12	2014-07-08
9 SCHLUMBERGER LTD		2011-12-12	2014-07-09
18 FLUOR CORP NEW COM		2010-11-23	2014-07-11
250 GARMIN LTD		2013-08-23	2014-07-11
19 FLUOR CORP NEW COM		2010-11-23	2014-07-14

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,413		4,785	1,628
3,498		2,241	1,257
1,653		1,000	653
707		429	278
469		286	183
1,051		643	408
1,051		643	408
1,387		1,033	354
14,302		10,025	4,277
1,478		1,091	387

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	
			1,628
			1,257
			653
			278
			183
			408
			408
			354
			4,277
			387

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)
12 FLUOR CORP NEW COM		2010-11-23	2014-07-15
5 FLUOR CORP NEW COM		2010-11-23	2014-07-16
5 FLUOR CORP NEW COM		2010-11-23	2014-07-17
7 FLUOR CORP NEW COM		2010-11-23	2014-07-18
4 FLUOR CORP NEW COM		2010-11-23	2014-07-21
80 SCHLUMBERGER LTD		2012-03-14	2014-07-21
6 FLUOR CORP NEW COM		2010-11-23	2014-07-22
26 ACCENTURE PLC CL A		2008-01-08	2014-07-22
35 APPLE COMPUTER INC		2014-01-28	2014-07-23
120 APPLE COMPUTER INC		2013-02-08	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)
938		689	249
390		287	103
386		287	99
538		402	136
308		230	78
9,057		5,947	3,110
463		344	119
2,090		900	1,190
3,412		2,542	870
11,698		8,201	3,497

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	
			249
			103
			99
			136
			78
			3,110
			119
			1,190
			870
			3,497

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 FLUOR CORP NEW COM		2010-11-23	2014-07-23
30 ACCENTURE PLC CL A		2007-11-29	2014-07-23
9 FLUOR CORP NEW COM		2010-11-22	2014-07-24
24 ACCENTURE PLC CL A		2007-11-29	2014-07-24
15 AMPHENOL CORP - CL A		2011-10-21	2014-07-25
7 AMPHENOL CORP - CL A		2011-10-21	2014-07-28
5 FLUOR CORP NEW COM		2010-11-22	2014-07-28
12 AMPHENOL CORP - CL A		2011-10-21	2014-07-29
4 FLUOR CORP NEW COM		2010-11-22	2014-07-29
235 CANADIAN NATURAL RESOURCES LTD		2013-07-11	2014-07-30

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)
389		287	102
2,419		1,037	1,382
698		516	182
1,937		829	1,108
1,463		695	768
683		313	370
378		287	91
1,169		537	632
302		230	72
10,520		7,381	3,139

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	
			102
			1,382
			182
			1,108
			768
			370
			91
			632
			72
			3,139

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)
15 CANADIAN NATURAL RESOURCES LTD		2013-11-07	2014-07-30
4 FLUOR CORP NEW COM		2010-11-22	2014-07-30
4 APPLE COMPUTER INC		2013-09-17	2014-07-31
41 APPLE COMPUTER INC		2013-01-24	2014-07-31
185 CANADIAN NATURAL RESOURCES LTD		2013-11-07	2014-07-31
45 SCHLUMBERGER LTD		2012-03-14	2014-07-31
10 FLUOR CORP NEW COM		2010-11-22	2014-08-01
11 FLUOR CORP NEW COM		2010-11-22	2014-08-04
14 FLUOR CORP NEW COM		2010-11-22	2014-08-05
21 FLUOR CORP NEW COM		2010-11-22	2014-08-06

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
672		468	204
299		230	69
383		261	122
3,922		2,696	1,226
8,112		5,778	2,334
4,870		3,322	1,548
738		574	164
800		631	169
1,020		803	217
1,509		1,205	304

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	
			204
			69
			122
			1,226
			2,334
			1,548
			164
			169
			217
			304

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 ACCENTURE PLC CL A		2008-02-20	2014-08-13
17 ACCENTURE PLC CL A		2008-02-20	2014-08-14
120 CANADIAN NATURAL RESOURCES LTD		2013-07-10	2014-08-15
100 GARMIN LTD		2013-07-23	2014-08-15
26 ACCENTURE PLC CL A		2008-02-20	2014-08-18
21 ACCENTURE PLC CL A		2008-02-20	2014-08-19
17 ACCENTURE PLC CL A		2008-01-14	2014-08-26
185 BEST BUY COMPANY INC		2014-01-16	2014-08-29
52 APPLE COMPUTER INC		2013-09-17	2014-09-04
3 APPLE COMPUTER INC		2013-03-14	2014-09-04

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,343		586	757
1,345		581	764
4,948		3,638	1,310
5,603		3,749	1,854
2,074		889	1,185
1,686		716	970
1,387		568	819
5,909		4,958	951
5,172		3,390	1,782
298		186	112

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	
			757
			764
			1,310
			1,854
			1,185
			970
			819
			951
			1,782
			112

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)
98 GUESS INC		2011-06-28	2014-09-04
91 GUESS INC		2011-06-28	2014-09-09
64 GUESS INC		2011-07-15	2014-09-12
16 APPLE COMPUTER INC		2008-10-08	2014-09-15
23 QUALCOMM CORP		2014-07-30	2014-09-15
13 APPLE COMPUTER INC		2008-10-08	2014-09-16
17 QUALCOMM CORP		2014-07-30	2014-09-16
11 QUALCOMM CORP		2014-07-30	2014-09-17
15 QUALCOMM CORP		2009-08-31	2014-09-17
19 QUALCOMM CORP		2009-08-31	2014-09-18

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
2,272		4,104	-1,832
2,101		3,755	-1,654
1,470		2,577	-1,107
1,628		213	1,415
1,726		1,749	-23
1,308		173	1,135
1,285		1,293	-8
834		836	-2
1,137		694	443
1,448		879	569

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	
			-1,832
			-1,654
			-1,107
			1,415
			-23
			1,135
			-8
			-2
			443
			569

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 CANADIAN NATURAL RESOURCES LTD		2013-01-23	2014-09-19
40 NETAPP INC		2012-05-03	2014-09-19
80 NETAPP INC		2014-02-24	2014-09-19
17 QUALCOMM CORP		2009-08-31	2014-09-19
130 NETAPP INC		2012-05-03	2014-09-22
65 NETAPP INC		2014-07-11	2014-09-22
125 BEST BUY COMPANY INC		2014-01-16	2014-09-24
195 CISCO SYSTEMS		2013-10-08	2014-09-24
205 CISCO SYSTEMS		2013-08-15	2014-09-24
70 KENNAMETAL INC		2013-03-14	2014-09-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,051		3,735	1,316
1,724		1,538	186
3,447		3,210	237
1,287		787	500
5,581		4,923	658
2,790		2,407	383
4,219		3,350	869
4,824		4,449	375
5,071		5,037	34
2,943		2,911	32

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	
			1,316
			186
			237
			500
			658
			383
			869
			375
			34
			32

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)
155 ORACLE SYSTEMS		2013-06-21	2014-09-24
170 BEST BUY COMPANY INC		2014-01-16	2014-09-26
110 CANADIAN NATURAL RESOURCES LTD		2013-01-14	2014-09-26
18 ACCENTURE PLC CL A		2008-01-14	2014-10-01
32 ACCENTURE PLC CL A		2009-03-27	2014-10-02
18 ACCENTURE PLC CL A		2009-03-27	2014-10-03
18 ACCENTURE PLC CL A		2009-03-27	2014-10-06
195 HARTFORD FINANCIAL SERVICES GROUP INC		2012-10-11	2014-10-07
75 M & T BK CORP COM		2012-07-18	2014-10-07
31 ACCENTURE PLC CL A		2009-03-27	2014-10-08

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)
6,004		4,793	1,211
5,611		4,556	1,055
4,346		3,284	1,062
1,441		602	839
2,539		1,047	1,492
1,447		497	950
1,452		497	955
7,128		4,210	2,918
9,114		6,334	2,780
2,459		857	1,602

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	
			1,211
			1,055
			1,062
			839
			1,492
			950
			955
			2,918
			2,780
			1,602

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)
234 GUESS INC		2012-03-15	2014-10-09
180 KENNAMETAL INC		2013-03-14	2014-10-09
250 MERCK AND CO INC		2008-07-24	2014-10-09
100 MICROCHIP TECHNOLOGY INC		2012-06-04	2014-10-09
238 GUESS INC		2012-03-15	2014-10-10
228 GUESS INC		2014-03-21	2014-10-10
18 ACCENTURE PLC CL A		2009-03-27	2014-10-10
26 ACCENTURE PLC CL A		2009-03-27	2014-10-13
226 GUESS INC		2012-10-16	2014-10-15
197 GUESS INC		2014-03-21	2014-10-15

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)
4,947		8,346	-3,399
7,249		7,374	-125
14,829		8,323	6,506
4,567		2,742	1,825
4,961		7,317	-2,356
4,752		6,572	-1,820
1,386		497	889
2,001		718	1,283
4,773		6,185	-1,412
4,160		5,599	-1,439

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	
			-3,399
			-125
			6,506
			1,825
			-2,356
			-1,820
			889
			1,283
			-1,412
			-1,439

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)
500 GUESS INC		2013-03-26	2014-10-16
567 KENNAMETAL INC		2013-02-21	2014-10-16
353 KENNAMETAL INC		2013-04-15	2014-10-17
39 MEAD JOHNSON NUTRITION CO		2012-07-16	2014-10-17
PROCEEDS OF LITIGATION FROM DELL INC			2014-10-17
803 HARTFORD FINANCIAL SERVICES GROUP INC		2012-10-11	2014-10-20
7 GUESS INC		2013-03-26	2014-10-21
412 HARTFORD FINANCIAL SERVICES GROUP INC		2012-09-27	2014-10-21
162 KENNAMETAL INC		2013-04-19	2014-10-21
10 GUESS INC		2013-03-26	2014-10-22

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)
10,543		12,926	-2,383
21,950		23,049	-1,099
13,762		13,791	-29
3,916		2,840	1,076
29			29
29,225		16,226	12,999
147		176	-29
15,167		7,958	7,209
6,408		5,888	520
211		251	-40

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-2,383
			-1,099
			-29
			1,076
			29
			12,999
			-29
			7,209
			520
			-40

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)
67366 474 WASATCH FDS INC		2011-11-22	2014-10-22
40 APPLE COMPUTER INC		2013-03-14	2014-10-24
179 BEST BUY COMPANY INC		2014-01-24	2014-10-24
300 ORACLE SYSTEMS		2013-06-21	2014-10-24
70 ACCENTURE PLC CL A		2009-04-17	2014-10-24
42 ACCENTURE PLC CL A		2009-04-17	2014-10-27
174 ORACLE SYSTEMS		2012-01-27	2014-10-28
387 FREEPORT-MCMORAN COPPER & GOLD B		2011-11-21	2014-10-30
22 GILEAD SCIENCES INC		2014-03-14	2014-10-30
3 COVANCE INC		2009-04-29	2014-10-31

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)
180,542		150,000	30,542
4,195		2,474	1,721
5,915		4,613	1,302
11,577		8,954	2,623
5,492		1,897	3,595
3,310		1,128	2,182
6,707		4,849	1,858
10,923		13,769	-2,846
2,506		1,657	849
240		121	119

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			30,542
			1,721
			1,302
			2,623
			3,595
			2,182
			1,858
			-2,846
			849
			119

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
10 GILEAD SCIENCES INC		2013-12-09	2014-10-31
24 GILEAD SCIENCES INC		2013-11-25	2014-11-03
17 FLUOR CORP NEW COM		2010-11-22	2014-11-07
40 APPLE COMPUTER INC		2013-04-25	2014-11-10
19 FLUOR CORP NEW COM		2010-11-22	2014-11-10
118 MICROSOFT CORP		2011-03-30	2014-11-10
522 ORACLE SYSTEMS		2011-12-21	2014-11-10
16 FLUOR CORP NEW COM		2010-11-18	2014-11-11
31 COVANCE INC		2009-04-29	2014-11-12
8 FLUOR CORP NEW COM		2010-11-18	2014-11-12

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)
1,133		749	384
2,648		1,792	856
1,129		976	153
4,355		2,432	1,923
1,258		1,090	168
5,761		3,066	2,695
21,086		13,737	7,349
1,053		918	135
3,118		1,251	1,867
525		459	66

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	
			384
			856
			153
			1,923
			168
			2,695
			7,349
			135
			1,867
			66

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 COVANCE INC		2009-04-29	2014-11-14
29 COVANCE INC		2009-04-29	2014-11-17
19 COVANCE INC		2009-04-29	2014-11-18
10 COVANCE INC		2009-04-29	2014-11-19
13 COVANCE INC		2009-05-04	2014-11-20
9 COVANCE INC		2009-05-04	2014-11-21
177 BEST BUY COMPANY INC		2014-01-31	2014-11-24
141 CISCO SYSTEMS		2013-12-24	2014-11-24
200 CISCO SYSTEMS		2013-10-25	2014-11-24
9 COVANCE INC		2009-05-04	2014-11-24

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
502		202	300
2,913		1,170	1,743
1,915		767	1,148
1,008		403	605
1,309		523	786
909		361	548
6,844		4,368	2,476
3,813		3,062	751
5,409		4,506	903
910		361	549

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	
			300
			1,743
			1,148
			605
			786
			548
			2,476
			751
			903
			549

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)
89 GARMIN LTD		2014-09-25	2014-11-24
9 COVANCE INC		2009-05-04	2014-11-25
45 APPLE COMPUTER INC		2008-10-08	2014-11-26
13 COVANCE INC		2009-05-04	2014-11-26
290 FREEPORT-MCMORAN COPPER & GOLD B		2014-02-19	2014-11-26
317 FREEPORT-MCMORAN COPPER & GOLD B		2012-05-15	2014-11-26
14 GILEAD SCIENCES INC		2013-11-26	2014-11-26
31 GILEAD SCIENCES INC		2013-11-22	2014-11-26
198 FREEPORT-MCMORAN COPPER & GOLD B		2013-02-28	2014-12-01
74 APPLE COMPUTER INC		2013-04-25	2014-12-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,313		4,482	831
909		360	549
5,342		599	4,743
1,318		518	800
8,495		9,688	-1,193
9,285		10,588	-1,303
1,402		1,043	359
3,105		2,311	794
5,132		6,393	-1,261
8,505		4,285	4,220

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	
			831
			549
			4,743
			800
			-1,193
			-1,303
			359
			794
			-1,261
			4,220

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)
45 APPLE COMPUTER INC		2013-04-19	2014-12-02
73 BAXTER INTL INC		2014-06-25	2014-12-02
146 BEST BUY COMPANY INC		2014-02-03	2014-12-02
25 CALIFORNIA RESOURCES CORP		2014-01-31	2014-12-02
116 CANADIAN NATURAL RESOURCES LTD		2014-10-17	2014-12-02
164 CISCO SYSTEMS		2013-04-23	2014-12-02
84 CISCO SYSTEMS		2013-12-24	2014-12-02
100 CITY NATL CORP		2014-01-24	2014-12-02
149 COACH INC		2014-06-09	2014-12-02
76 FREEPORT-MCMORAN COPPER & GOLD B		2013-02-28	2014-12-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
5,166		2,561	2,605
5,333		5,444	-111
5,497		3,398	2,099
180		192	-12
3,950		3,980	-30
4,556		3,458	1,098
2,333		1,824	509
7,625		7,733	-108
5,307		6,055	-748
1,968		2,440	-472

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2,605
			-111
			2,099
			-12
			-30
			1,098
			509
			-108
			-748
			-472

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)
136 GAMESTOP CORP CL A		2014-03-18	2014-12-02
221 HOLOGIC INC		2013-04-19	2014-12-02
99 INFORMATICA CORP		2014-09-04	2014-12-02
129 J P MORGAN CHASE & CO		2014-10-07	2014-12-02
38 M & T BK CORP COM		2012-01-19	2014-12-02
54 MERCK AND CO INC		2010-05-19	2014-12-02
90 MICROSOFT CORP		2011-03-30	2014-12-02
59 MICROCHIP TECHNOLOGY INC		2012-06-04	2014-12-02
65 NATIONAL-OILWELL INC		2014-05-02	2014-12-02
13 NATIONAL-OILWELL INC		2012-05-10	2014-12-02

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
4,912		5,172	-260
5,865		4,715	1,150
3,627		3,367	260
7,804		7,679	125
4,770		2,986	1,784
3,265		1,770	1,495
4,376		2,314	2,062
2,608		1,585	1,023
4,323		4,665	-342
865		805	60

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	
			-260
			1,150
			260
			125
			1,784
			1,495
			2,062
			1,023
			-342
			60

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)
145 NETAPP INC		2014-07-11	2014-12-02
105 NORTHERN TR CORP		2014-01-23	2014-12-02
57 NOVARTIS AG ADR		2011-01-05	2014-12-02
64 OCCIDENTAL PETROLEUM CORP		2014-01-31	2014-12-02
81 OCEANEERING INTERNATIONAL INC		2014-09-30	2014-12-02
74 PACCAR INC		2012-04-25	2014-12-02
94 PACCAR INC		2012-09-11	2014-12-02
194 POTASH CORP SASK INC COM W/RTS ATTACHED		2013-11-19	2014-12-02
80 QUALCOMM CORP		2014-07-24	2014-12-02
24 QUALCOMM CORP		2013-06-18	2014-12-02

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
6,097		5,329	768
7,056		6,570	486
5,431		3,295	2,136
5,120		5,447	-327
5,077		5,265	-188
5,025		3,151	1,874
6,409		3,957	2,452
6,747		6,318	429
5,765		6,097	-332
1,729		1,501	228

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	
			768
			486
			2,136
			-327
			-188
			1,874
			2,452
			429
			-332
			228

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)
665 REGIONS FINL CORP		2013-05-09	2014-12-02
113 SANOFI A D R		2014-09-24	2014-12-02
71 SCHLUMBERGER LTD		2012-09-11	2014-12-02
267 CHARLES SCHWAB CORP		2013-01-07	2014-12-02
200 SUNTRUST BANKS INC		2013-03-14	2014-12-02
181 SYNOVUS FINANCIAL CORP		2014-10-21	2014-12-02
125 TEVA		2014-01-22	2014-12-02
53 ENSCO PLC CL A		2013-11-15	2014-12-02
128 ENSCO PLC CL A		2013-11-15	2014-12-02
89 GARMIN LTD		2014-10-02	2014-12-02

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
6,510		5,797	713
5,444		6,388	-944
5,979		5,233	746
7,449		4,023	3,426
7,820		5,887	1,933
4,659		4,339	320
7,125		5,590	1,535
1,795		3,262	-1,467
4,335		7,879	-3,544
5,008		4,474	534

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	
			713
			-944
			746
			3,426
			1,933
			320
			1,535
			-1,467
			-3,544
			534

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
55 CHECK POINT SOFTWARE TECHNOLOGIES INC		2012-10-23	2014-12-02
10 FOSSIL GROUP INC		2011-09-06	2014-12-04
6 FOSSIL GROUP INC		2011-08-23	2014-12-05
5 FOSSIL GROUP INC		2011-08-23	2014-12-08
44 FLUOR CORP NEW COM		2010-11-19	2014-12-09
24 FOSSIL GROUP INC		2011-12-22	2014-12-09
6 FOSSIL GROUP INC		2012-05-10	2014-12-10
1360 544 BROWN ADVISORY SUSTAINABLE GROWTH		2012-12-12	2014-12-11
2044 99 BROWN ADV STRAT EUR EQ INS		2013-10-21	2014-12-11
95 FLUOR CORP NEW COM		2010-11-23	2014-12-11

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
4,214		2,362	1,852
1,100		856	244
657		513	144
543		427	116
2,655		2,522	133
2,570		1,992	578
645		481	164
20,000		13,637	6,363
20,000		20,450	-450
5,604		5,439	165

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	
			1,852
			244
			144
			116
			133
			578
			164
			6,363
			-450
			165

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 FOSSIL GROUP INC		2012-05-10	2014-12-11
240 CANADIAN NATURAL RESOURCES LTD		2013-01-14	2014-12-12
214 CANADIAN NATURAL RESOURCES LTD		2014-10-17	2014-12-12
24 FLUOR CORP NEW COM		2010-11-23	2014-12-12
186 SCHLUMBERGER LTD		2012-09-11	2014-12-12
262 ENSCO PLC CL A		2013-11-15	2014-12-12
388 CANADIAN NATURAL RESOURCES LTD		2013-01-17	2014-12-15
30 FLUOR CORP NEW COM		2013-04-15	2014-12-15
5 FOSSIL GROUP INC		2012-05-10	2014-12-15
314 ENSCO PLC CL A		2013-11-27	2014-12-15

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
544		398	146
6,894		7,165	-271
6,147		7,107	-960
1,385		1,374	11
14,903		13,516	1,387
7,113		16,549	-9,436
11,136		11,520	-384
1,710		1,709	1
533		398	135
8,487		19,212	-10,725

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	
			146
			-271
			-960
			11
			1,387
			-9,436
			-384
			1
			135
			-10,725

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)
233 CANADIAN NATURAL RESOURCES LTD		2013-02-21	2014-12-16
22 FLUOR CORP NEW COM		2013-04-15	2014-12-16
3 FOSSIL GROUP INC		2012-05-10	2014-12-16
6 FOSSIL GROUP INC		2012-05-10	2014-12-17
19 FLUOR CORP NEW COM		2013-04-15	2014-12-18
5 FOSSIL GROUP INC		2012-05-10	2014-12-18
102 FLUOR CORP NEW COM		2013-04-15	2014-12-19
5 FOSSIL GROUP INC		2012-05-10	2014-12-19
491 CHARLES SCHWAB CORP		2013-01-03	2014-12-19
11 FOSSIL GROUP INC		2012-05-10	2014-12-22

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
6,716		6,856	-140
1,260		1,222	38
321		239	82
641		478	163
1,126		1,055	71
535		398	137
6,115		5,192	923
536		398	138
14,715		7,328	7,387
1,195		877	318

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	
			-140
			38
			82
			163
			71
			137
			923
			138
			7,387
			318

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)
70 APPLE COMPUTER INC		2013-04-19	2014-12-23
6 CALIFORNIA RESOURCES CORP		2014-01-31	2014-12-23
22 FOSSIL GROUP INC		2012-05-10	2014-12-23
152 FREEPORT-MCMORAN COPPER & GOLD B		2013-03-05	2014-12-23
31 FREEPORT-MCMORAN COPPER & GOLD B		2014-03-12	2014-12-23
47 M & T BK CORP COM		2012-01-04	2014-12-23
82 6 CALIFORNIA RESOURCES CORP		2012-11-06	2014-12-29
26 4 CALIFORNIA RESOURCES CORP		2014-02-04	2014-12-29
6 FOSSIL GROUP INC		2012-05-08	2014-12-29
133 CALIFORNIA RESOURCES CORP		2012-12-05	2014-12-30

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)
7,888		3,943	3,945
3		5	-2
2,425		1,746	679
3,481		4,840	-1,359
710		965	-255
6,000		3,629	2,371
476		571	-95
152		201	-49
670		475	195
739		896	-157

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	
			3,945
			-2
			679
			-1,359
			-255
			2,371
			-95
			-49
			195
			-157

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		2012-05-08	2014-12-31
410 FREEPORT-MCMORAN COPPER & GOLD B		2013-04-19	2014-12-31
119 FREEPORT-MCMORAN COPPER & GOLD B		2014-03-12	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)
334		237	97
9,576		11,690	-2,114
2,779		3,704	-925
			36,566

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	
			97
			-2,114
			-925

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
BENJAMIN H GRISWOLD IV 901 SOUTH BOND STREET BALTIMORE,MD 21231	TRUSTEE 0	0		
JACK S GRISWOLD 901 SOUTH BOND STREET BALTIMORE,MD 21231	TRUSTEE 0	0		
JACK S GRISWOLD JR 295 CENTRAL PARK WEST NEW YORK,NY 10024	TRUSTEE 0	0		
MICHAEL D HANKIN 901 SOUTH BOND STREET BALTIMORE,MD 21231	TRUSTEE 0	0		
BENJAMIN HUFTY GRISWOLD 142 EAST 71ST ST 11A NEW YORK,NY 10021	TRUSTEE 0	0		

Form 990PF Part XV Line 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*				
GILMAN SCHOOL 5407 ROLAND AVENUE BALTIMORE,MD 21210	NONE	PUBLIC CHARITY	GENERAL	7,500
CHESPAEAKE BAY FDN 162 PRINCE GEORGE STREET ANNAPOLIS,MD 21401	NONE	PUBLIC CHARITY	GENERAL	10,000
CALVERT SCHOOL CAPITAL CAMPAIGN 105 TUSCANY ROAD BALTIMORE,MD 21210	NONE	PUBLIC CHARITY	GENERAL	10,000
ENTERPRISE FOUNDATION 10227 WINCOPIN CIRCLE COLUMBIA,MD 21044	NONE	PUBLIC CHARITY	GENERAL	20,000
GBMC FOUNDATION 6701 NORTH CHARLES STREET BALTIMORE,MD 21204	NONE	PUBLIC CHARITY	GENERAL	50,000
JOHNS HOPKINS UNIVERSITY 3400 NORTH CHARLES STREET BALTIMORE,MD 21218	NONE	PUBLIC CHARITY	GENERAL	20,000
COLGATE UNIVERSITY 13 OAK DRIVE HAMILTON,NY 13346	NONE	PUBLIC CHARITY	GENERAL SCHOLARSHIP FD	2,500
CRISTO REY JESUIT SCHOOL 420 SOUTH CHESTER STREET BALTIMORE,MD 212312729	NONE	PUBLIC CHARITY	GENERAL	25,000
AWAKENED LIFE P O BOX 2368 SANTA FE,NM 87504	NONE	PUBLIC CHARITY	GENERAL	5,000
BUDDHIST PEACE FELLOWSHIP PO BOX 3470 BERKELEY,CA 94703	NONE	PUBLIC CHARITY	GENERAL	5,000
MARYLAND ZOO IN BALTIMORE 11000 BROKEN LAND PARKWAY COLUMBIA,MD 21044	NONE	PUBLIC CHARITY	GENERAL	20,000
KENNEDY KRIEGER INSTITUTE 707 N BROADWAY BALTIMORE,MD 21205	NONE	PUBLIC CHARITY	EQUIPMENT FOR PATIENTS	10,000
EVERYMAN THEATER 1727 NORTH CHARLES STREET BALTIMORE,MD 21201	NONE	PUBLIC CHARITY	CAPITAL CAMPAIGN	5,000
FATHER MARTIN'S ASHLEY 800 TYDINGS LANE HAVRE DE GRACE,MD 21078	NONE	PUBLIC CHARITY	NEW BUILDING CAPITAL	25,000
R ADAMS COWLEY SHOCK TRAUMA CENTER 22 SOUTH GREENE STREET BALTIMORE,MD 21201	NONE	PUBLIC CHARITY	NEW SHOCK TRAUMA CARE TOWER	20,000
Total . . . . ▶ **3a**				275,000

Form 990PF Part XV Line 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*				
SQUASHWISE 3600 CLIPPER MILL ROAD BALTIMORE,MD 21211	NONE	PUBLIC CHARITY	GENERAL	5,000
ST JAMES CHURCH 3100 MONKTON ROAD BALTIMORE,MD 21111	NONE	PUBLIC CHARITY	GENERAL	10,000
LIVING CLASSROOMS FOUNDATION 802 S CAROLINE ST BALTIMORE,MD 21231	NONE	PUBLIC CHARITY	GENERAL	25,000
Total . . . . ▶ **3a**				275,000

TY 2014 Investments Corporate Bonds Schedule

Name: FANCY HILL FOUNDATION

EIN: 52-2284314

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DOUBLELINE EMG MKTS INC I		
BROWN ADV TACTICAL BOND ADV		
METROPOLITAN WEST TR BOND	1,025,923	1,029,433
BROWN INTERM BOND FUND		

TY 2014 Investments Corporate Stock Schedule

Name: FANCY HILL FOUNDATION

EIN: 52-2284314

Name of Stock	End of Year Book Value	End of Year Fair Market Value
COMMON STOCK	1,991,968	2,936,129
EQUITY MUTUAL FUNDS	699,802	928,836
FOREIGN STOCK	526,222	605,868

TY 2014 Other Decreases Schedule

Name: FANCY HILL FOUNDATION

EIN: 52-2284314

Description	Amount
BOOK VALUE ADJUSTMENTS	1,688

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TY 2014 Other Professional Fees Schedule

Name: FANCY HILL FOUNDATION

EIN: 52-2284314

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT FEES-PRIN	33,692	33,692		
ASSOCIATION FEES	4			4

TY 2014 Taxes Schedule

Name: FANCY HILL FOUNDATION

EIN: 52-2284314

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	1,790	1,790		0
FEDERAL EXCISE TAX	45	0		0
QUARTERLY TAX DEPOSIT	6,142	0		0
FOREIGN TAXES ON QUALIFIED FOR	620	620		0