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Form 990-PF

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning

, and ending

Name of foundation INEZ DUFF BISHOP CHARITABLE TRUST			A Employer identification number 54-6163110	
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041		Room/suite	B Telephone number (see instructions) (888) 730-4933	
City or town Winston Salem	State NC	ZIP code 27101-3818		
Foreign country name	Foreign province/state/county	Foreign postal code	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) \$ 1,551,607		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
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		34,329	32,248		
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		54,281			
b Gross sales price for all assets on line 6a 649,398					
7 Capital gain net income (from Part IV, line 2)			54,281		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less: Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11		88,610	86,529	0	
13 Compensation of officers, directors, trustees, etc.		5,396	4,047		1,349
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees (attach schedule)					
b Accounting fees (attach schedule)					
c Other professional fees (attach schedule)					
17 Interest					
18 Taxes (attach schedule) (see instructions)		681	446		
19 Depreciation (attach schedule) and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule)		1,117			1,117
24 Total operating and administrative expenses. Add lines 13 through 23		7,194	4,493	0	2,466
25 Contributions, gifts, grants paid		74,300			74,300
26 Total expenses and disbursements. Add lines 24 and 25		81,494	4,493	0	76,766
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		7,116			
b Net investment income (if negative, enter -0-)			82,036		
c Adjusted net income (if negative, enter -0-)				0	

For Paperwork Reduction Act Notice, see instructions.

Form 990-PF (2014)

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	4,091	3,957	3,957
	2	Savings and temporary cash investments	67,689	42,937	42,937
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	1,338,284	1,368,996	1,504,712
	14	Land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,410,064	1,415,890	1,551,606
	17	Accounts payable and accrued expenses			
	18	Grants payable			
Net Assets or Fund Balances	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	0	
		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	1,410,064	1,415,890	
	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)	1,410,064	1,415,890	
	31	Total liabilities and net assets/fund balances (see instructions)	1,410,064	1,415,890	

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	1,410,064
2	Enter amount from Part I, line 27a	2	7,116
3	Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	3,533
4	Add lines 1, 2, and 3	4	1,420,713
5	Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	4,823
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,415,890

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 Attached Statement			
b See Attached Statement			
c See Attached Statement			
d See Attached Statement			
e See Attached Statement			

(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			0
b			0
c			0
d			0
e			0

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

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			0
b			0
c			0
d			0
e			0

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	54,281
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	0

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	68,713	1,516,682	0.045305
2012	73,337	1,458,213	0.050292
2011	66,443	1,481,736	0.044841
2010	60,662	1,386,886	0.043740
2009	72,411	1,200,375	0.060324

2 Total of line 1, column (d)	2	0.244502
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	0.048900
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,576,277
5 Multiply line 4 by line 3	5	77,080
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	820
7 Add lines 5 and 6	7	77,900
8 Enter qualifying distributions from Part XII, line 4 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.	8	76,766

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b			
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
1			1,641	
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		0	
3	Add lines 1 and 2		1,641	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		1,641	
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,344	
b	Exempt foreign organizations—tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		1,344	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	297	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ 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?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>		X
c Did the foundation file Form 1120-POL for this year?		X
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? <i>If "Yes," attach a detailed description of the activities.</i>		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ VA		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	
Website address ► N/A				
14	The books are in care of ► WELLS FARGO BANK N.A. Telephone no. ► 888-730-4933			
Located at ► 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ► 27101-3818				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here	15	N/A	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►				

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ☐	1b	X
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	X
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	N/A
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	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

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

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 N/A

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC	Trustee	4 00	5,396	

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

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

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

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
Total. Add lines 1 through 3	

0

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	1,536,945
b	Average of monthly cash balances	1b	63,336
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,600,281
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,600,281
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	24,004
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,576,277
6	Minimum investment return. Enter 5% of line 5	6	78,814

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	78,814
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,641
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	1,641
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	77,173
4	Recoveries of amounts treated as qualifying distributions	4	1,000
5	Add lines 3 and 4	5	78,173
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	78,173

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	76,766
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	76,766
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	76,766

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				78,173
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			74,234	
b Total for prior years: 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$ 76,766				
a Applied to 2013, but not more than line 2a			74,234	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				2,532
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions			0	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				75,641
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

Part 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 Attached Statement				
Total			3a	74,300
b Approved for future payment NONE				
Total			3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

CENTER FOR NONPROFIT EXCELLENCE

Street

1701 ALLIED STREET #A

City

CHARLOTTESVILLE

State

VA

Zip Code

22903

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR LEADERSHIP DEVELOPMENT PROGRAMS

Amount

2,000

Name

ORANGE FREE CLINIC, INC.

Street

P.O. Box 441

City

ORANGE

State

VA

Zip Code

22960

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR CHRONIC CARE MANAGEMENT PROGRAM

Amount

2,000

Name

ASH LAWN OPERA FESTIVAL FOUNDATION

Street

PO BOX 2498

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR AMAHL AND THE NIGHT VISITORS PROGRAM

Amount

2,000

Name

BUILDING GOODNESS FOUNDATION

Street

PO Box 4325

City

CHARLOTTESVILLE

State

VA

Zip Code

22905

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR LOCAL PROJECTS OPERATING SUPPORT

Amount

2,000

Name

CAMP HOLIDAY TRAILS, INC.

Street

400 HOLIDAY TRAILS LANE

City

CHARLOTTESVILLE

State

VA

Zip Code

22903

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR CAMPERSHIP FUND

Amount

3,000

Name

QUICKSTART TENNIS OF CENTRAL VA, INC

Street

PO BOX 422

City

IVY

State

VA

Zip Code

22945

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR GO BANANAS FOR QUICKSTART PROGRAM

Amount

3,000

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

MUSICIANS UNITED TO SERVE THE YOUTH OF CHARLOTTESVILLE

Street

105 Ridge St

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR MUSIC EDUCATION PROGRAM

Amount

3,000

Name

CHILDREN, YOUTH AND FAMILY SERVICES

Street

10000 EAST HIGH STREET

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR GENERAL OPERATING SUPPORT

Amount

2,000

Name

FRIENDS CANCER SUPPORT COMPANIONS

Street

1185 Fox Ridge Dr

City

EARLYSVILLE

State

VA

Zip Code

22936

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR SUZANNE HOPE FUND

Amount

3,000

Name

WESTMINSTER-CANTERBURY OF THE BLUE RIDGE

Street

250 PANTOPS MOUNTAIN RD

City

CHARLOTTESVILLE

State

VA

Zip Code

22911

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR FELLOWSHIP PROGRAM

Amount

3,000

Name

ALLIANCE FOR INTERFAITH MINISTRIES

Street

1025 Park St

City

CHARLOTTESVILLE

State

VA

Zip Code

22901

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

URGENT VISION CARE PROGRAM

Amount

3,000

Name

AMERICAN NATIONAL RED CROSS

Street

2025 E ST

City

WASHINGTON

State

DC

Zip Code

20006

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

HOME FIRE PREPAREDNESS AND RELIEF

Amount

3,300

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

FORK UNION MILITARY ACADEMY

Street

4744 JAMES MADISON HIGHWAY

City

FORK UNION

State

VA

Zip Code

23055

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SCHOLARSHIP ASSISTANCE

Amount

5,000

Name

D/B/A IVY CREEK SCHOOL

Street

227 LAMBS LANE

City

CHARLOTTESVILLE

State

VA

Zip Code

22901

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

PIEDMONT REGIONAL EDUCATION PROGRAM

Amount

2,000

Name

MUNICIPAL BAND OF CHARLOTTESVILLE

Street

1119 5th Street SW

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SUMMER CONCERT SERIES

Amount

3,000

Name

PARAMOUNT THEATER OF CHARLOTTESVILLE

Street

215 E MAIN ST.

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

2,000

Name

PIEDMONT COURT APPOINTED SPECIAL ADVOCATES, INC.

Street

818 E HIGH ST.

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FOR VOLUNTEER ADVOCATES

Amount

2,500

Name

RICHMOND BALLET, INC.

Street

407 E CANAL ST

City

RICHMOND

State

VA

Zip Code

23219

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MINDS IN MOTION PROGRAM

Amount

1,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

SALVATION ARMY CHARLOTTESVILLE CHAPTER

Street

207 RIDGE ST

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

5,200

Name

SENIOR CENTER, INC.

Street

1180 PEPSI PLACE

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

FITNESS AND WELLNESS PROGRAM

Amount

3,000

Name

SERVICE DOGS OF VIRGINIA, INC

Street

218 ALBEMARIE SQ

City

CHARLOTTESVILLE

State

VA

Zip Code

22901

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SERVICE DOG TRAINING AND PLACEMENT

Amount

4,000

Name

SKYLINE CAP, INC.

Street

PO BOX 588, 532 S MAIN STREET

City

MADISON

State

VA

Zip Code

22727

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

HEAD START PROGRAM

Amount

1,900

Name

UNITED WAY-THOMAS JEFFERSON AREA

Street

806 E HIGH ST.

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

SANTA CLAUS FUND

Amount

5,300

Name

VIRGINIA BAPTIST HOMES FDN, INC.

Street

12399 VILLAGE LOOP

City

CULPEPER

State

VA

Zip Code

22701

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL PURPOSES

Amount

1,500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE WOMENS INITIATIVE

Street

1101 E HIGH ST STE A

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

WOMEN IN NEED PROGRAM

Amount

3,000

Name

COMPUTERS4KIDS

Street

945 2ND ST SE

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

YEAR ROUND AFTER SCHOOL PROGRAMMING

Amount

1,000

Name

JEFFERSON PARK BAPTIST CHURCH

Street

2505 JEFFERSON PARK AVENUE

City

CHARLOTTESVILLE

State

VA

Zip Code

22903

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

CRIPPLED CHILDREN'S FUND OF BEACH HAVEN

Street

520 HILLIARD BLVD

City

MANAHAWK

State

NJ

Zip Code

08050-3220

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

200

Name

CHARLOTTESVILLE ALBEMARLE RESCUE SQUAD

Street

828 MCINTIRE RD

City

CHARLOTTESVILLE

State

VA

Zip Code

22902

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

200

Name

NORTH PAMUNKEY BAPTIST CHURCH

Street

15110 PAMUNKEY LANE

City

ORANGE

State

VA

Zip Code

22960

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

KYNETT UNITED METHODIST CHURCH

Street

127 CENTRE ST

City

BEACH HAVEN

State

NJ

Zip Code

08008-1713

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

500

Name

MCGAHEYSVILLE UMC

Street

10106 MCGAHEYSVILLE RD

City

MCGAHEYSVILLE

State

VA

Zip Code

22840

Foreign Country

Relationship

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

200

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

Check "X" to include in Part IV		Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Totals				
										Capital Gains/Losses	Gross Sales	Cost, Other Basis and Expenses	Net Gain or Loss	
										28,271	649,398	595,117	54,281	
Long Term CG Distributions														
Short Term CG Distributions														
70	X	T ROWE PRICE SHORT TERM	77957P105			2/12/2013		10/28/2014	8,493	8,581				-88
71	X	SPDR DJ WILSHIRE INTERNA	78463X863			11/8/2010		6/18/2014	2,410	2,280				130
72	X	VANGUARD TOTAL BOND MA	921937835			9/30/2014		10/22/2014	3,228	3,198				30
73	X	VANGUARD TOTAL BOND MA	921937835			9/30/2014		10/28/2014	9,415	9,349				66
74	X	VANGUARD FTSE EMERGING	922042858			2/10/2012		1/21/2014	13,987	15,395				-1,408

Part I, Line 18 (990-PF) - Taxes

		681	446	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	Foreign Tax Withheld	446	446		
2	PY Excise Tax Due	235			

· **Part I, Line 23 (990-PF) - Other Expenses**

		1,117	0	0	1,117
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	State AG Fees	1,117			1,117

Part II, Line 13 (990-PF) - Investments - Other

		1,338,284	1,368,996	1,504,712
		Book Value	Book Value	FMV
		Beg. of Year	End of Year	End of Year
		Basis of Valuation		
		Asset Description		
1			0	
2		ARTISAN INTERNATIONAL FUND 661	62,162	80,310
3		DODGE & COX INCOME FD COM 147	0	84,165
4		HARBOR CAPITAL APRCION-INST 2012	0	117,576
5		PIMCO FOREIGN BD FD USD H-INST 103	0	33,979
6		T ROWE PRICE SHORT TERM BD FD 55	0	65,527
7		PRINCIPAL GL MULT STRAT-INST #4684	0	15,844
8		MERGER FUND-INST #301	0	22,734
9		ARTISAN MID CAP FUND-INSTL 1333	0	58,076
10		FID ADV EMER MKTS INC- CL I 607	0	22,588
11		ISHARES S & P 500 INDEX FUND	0	43,650
12		DREYFUS INTERNATL BOND FD CL I 6094	0	33,983
13		DODGE & COX INT'L STOCK FD 1048	0	76,261
14		MFS VALUE FUND-CLASS I 893	0	124,723
15		DREYFUS EMG MKT DEBT LOC C-I 6083	0	34,465
16		DRIEHAUS ACTIVE INCOME FUND	0	31,103
17		JP MORGAN MID CAP VALUE-I 758	0	60,871
18		ELKS BLDG CORP COM	0	0
19		ASG GLOBAL ALTERNATIVES-Y 1993	0	32,819
20		VANGUARD REIT VIPER	0	41,808
21		AQR MANAGED FUTURES STR-I	0	23,302
22		STRATTON SM-CAP VALUE FD 37	0	30,680
23		VANGUARD EMERGING MARKETS ETF	0	24,413
24		JPMORGAN HIGH YIELD FUND SS 3580	0	57,094
25		T ROWE PRICE INST FLOAT RATE 170	0	23,715
26		OPPENHEIMER DEVELOPING MKT-I 799	0	65,435
27		VANGUARD TOTAL BOND MARKET ETF	0	84,307
28		SPDR DJ WILSHIRE INTERNATIONAL REA	0	47,383
29		NEUBERGER BERMAN LONG SH-INS #183	0	56,375
30		KALMAR GR W/ VAL SM CAP-INS #4	0	27,331
31		CREDIT SUISSE COMM RT ST-CO 2156	0	68,717

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Mutual Fund & CTF Income Additions	1	2,108
2	Return of Prior Year Grants	2	1,000
3	Cost Basis Adjustment	3	425
4	Total	4	3,533

Line 5 - Decreases not included in Part III, Line 2

1	Mutual Fund & CTF Income Subtraction	1	4,065
2	PY Return of Capital Adjustment	2	758
3	Total	3	4,823

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income

Long Term CG Distributions		Short Term CG Distributions		Amount									
		28.271		0									
CUSIP #	Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F.V. as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of F.V. Over Adj. Basis	Gain/Loss Excess of F.V. Over Adjusted Basis or Loss
1	ARTISAN MID CAP FUNDING #1333		2/12/2012	4/22/2014	6,574		0	7,183	1,391	0	0	0	1,391
2	CREDIT SUISSE COMM RET ST-1 #2156		2/14/2012	4/22/2014	5,848		0	6,288	-440	0	0	0	-440
3	CREDIT SUISSE COMM RET ST-1 #2156		2/14/2012	6/18/2014	1,116		0	1,220	-104	0	0	0	-104
4	CREDIT SUISSE COMM RET ST-1 #2156		12/27/2011	6/18/2014	20,084		0	21,527	-1,433	0	0	0	-1,433
5	DIAMOND HILL LONG SHORT FD CL I #1		8/30/2012	6/18/2014	1,686		0	1,686	0	0	0	0	0
6	DIAMOND HILL LONG SHORT FD CL I #1		11/8/2012	10/22/2014	23,728		0	16,726	7,002	0	0	0	7,002
7	DIAMOND HILL LONG SHORT FD CL I #1		8/30/2012	10/22/2014	7,594		0	5,879	1,715	0	0	0	1,715
8	DODGE & COX INTL STOCK FD #148		11/8/2012	10/22/2014	2,504		0	2,022	482	0	0	0	482
9	DODGE & COX INCOME FUND #147		2/12/2013	12/1/2014	3,716		0	3,770	-54	0	0	0	-54
10	DODGE & COX INCOME FUND #147		2/12/2013	6/18/2014	10,085		0	10,035	50	0	0	0	50
11	DODGE & COX INCOME FUND #147		2/12/2013	6/18/2014	5,753		0	5,724	29	0	0	0	29
12	DODGE & COX INCOME FUND #147		2/12/2013	10/22/2014	3,655		0	3,637	18	0	0	0	18
13	DODGE & COX INCOME FUND #147		2/12/2013	10/22/2014	580		0	574	6	0	0	0	6
14	DODGE & COX INCOME FUND #147		4/24/2014	10/22/2014	7,581		0	7,525	56	0	0	0	56
15	DODGE & COX INCOME FUND #147		10/11/2013	10/28/2014	2,084		0	2,025	59	0	0	0	59
16	DODGE & COX INCOME FUND #147		8/30/2012	6/18/2014	14,941		0	14,910	31	0	0	0	31
17	DRIEHAUS ACTIVE INCOME FUND		2/12/2013	12/1/2014	7,239		0	7,192	47	0	0	0	47
18	DRIEHAUS ACTIVE INCOME FUND		7/15/2013	12/1/2014	8,648		0	8,586	64	0	0	0	64
19	DRIEHAUS ACTIVE INCOME FUND		7/15/2013	6/18/2014	8,319		0	8,258	61	0	0	0	61
20	DRIEHAUS ACTIVE INCOME FUND		26/02/2015	6/18/2014	14,498		0	14,843	-345	0	0	0	-345
21	EATON VANCE GLOBAL MACRO - I #608		7/15/2013	10/22/2014	8,668		0	8,723	-55	0	0	0	-55
22	EATON VANCE GLOBAL MACRO - I #608		12/30/2014	10/22/2014	893		0	896	-3	0	0	0	-3
23	EATON VANCE GLOBAL MACRO - I #608		9/20/2014	10/22/2014	1,141		0	823	318	0	0	0	318
24	HARBOR CAPITAL APRICTION-INST #20		2/14/2012	12/1/2014	2,425		0	1,699	726	0	0	0	726
25	HARBOR CAPITAL APRICTION-INST #20		11/15/2012	12/1/2014	4,268		0	4,100	168	0	0	0	168
26	HARBOR CAPITAL APRICTION-INST #20		4/24/2014	6/18/2014	9,412		0	7,168	2,244	0	0	0	2,244
27	HARBOR CAPITAL APRICTION-INST #20		2/12/2013	6/18/2014	10,116		0	1,705	516	0	0	0	516
28	SHARES CORE S & P 500 ETF		4/28/2012	12/1/2014	17,180		0	6,088	4,028	0	0	0	4,028
29	KEELEY SMALL CAP VAL FD CL I #2251		2/14/2012	6/18/2014	3,476		0	11,321	5,839	0	0	0	5,839
30	KEELEY SMALL CAP VAL FD CL I #2251		5/10/2012	6/18/2014	27,333		0	2,229	1,247	0	0	0	1,247
31	KEELEY SMALL CAP VAL FD CL I #2251		12/28/2011	4/22/2014	4,033		0	29,484	-2,151	0			

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

1	Wells Fargo Bank N A Trust Tax D	Check "X" if Business	1 W 4th St 4th Floor MAC D4000-041	City	Winston Salem	State	NC	Zip Code	27101-3818	Foreign Country		Title	TRUSTEE	Avg Hrs Per Week	4 00	Compensation	5,396	Benefits		Expense Account	
																5,396				0	

• **Part VI, Line 6a (990-PF) - Estimated Tax Payments**

	Date	Amount
1 Credit from prior year return		1 1,109
2 First quarter estimated tax payment		2
3 Second quarter estimated tax payment		3
4 Third quarter estimated tax payment		4
5 Fourth quarter estimated tax payment	12/9/2014	5 235
6 Other payments		6
7 Total		7 1,344

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	74,234
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	74,234