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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation THE JOSEPH M BRYAN FOUNDATION		A Employer identification number 56-1548051	
Number and street (or P O box number if mail is not delivered to street address) PO BOX 14829		B Telephone number (see instructions) (336) 378-5396	
City or town, state or province, country, and ZIP or foreign postal code GREENSBORO, NC 27415		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)▶ \$ 84,950,108		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐	
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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	10,000			
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	533,015	533,015		
	4 Dividends and interest from securities.	1,114,379	1,114,379		
	5a Gross rents	5	5		
	b Net rental income or (loss) _____-8,175				
	6a Net gain or (loss) from sale of assets not on line 10	3,697,604			
	b Gross sales price for all assets on line 6a _____29,604,475				
	7 Capital gain net income (from Part IV, line 2) . . .		3,697,604		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	☛ 3,924	3,924		
	12 Total. Add lines 1 through 11	5,358,927	5,348,927		
	13 Compensation of officers, directors, trustees, etc	427,610	25,740		401,870
	14 Other employee salaries and wages	45,900	0		45,900
	15 Pension plans, employee benefits	54,312	0		54,312
	16a Legal fees (attach schedule)	☛ 224,839	44,968		179,871
	b Accounting fees (attach schedule)	☛ 16,684	4,171		12,513
	c Other professional fees (attach schedule)	☛ 313,628	313,628		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	☛ 124,729	51,729		0
	19 Depreciation (attach schedule) and depletion . . .	70,217	0		
	20 Occupancy	43,108	0		43,108
	21 Travel, conferences, and meetings	20,622	0		20,622
	22 Printing and publications				
	23 Other expenses (attach schedule)	☛ 362,970	310,878		52,092
	24 Total operating and administrative expenses. Add lines 13 through 23	1,704,619	751,114		810,288
	25 Contributions, gifts, grants paid	4,285,872			4,285,872
	26 Total expenses and disbursements. Add lines 24 and 25	5,990,491	751,114		5,096,160
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-631,564			
	b Net investment income (if negative, enter -0-)		4,597,813		
	c Adjusted net income (if negative, enter -0-)				

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	9,737	39,379	39,379
	2	Savings and temporary cash investments	4,009,853	3,450,904	3,450,904
	3	Accounts receivable ▶ <u>699</u>			
		Less allowance for doubtful accounts ▶ _____	8,120	699	699
	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) ▶ <u>5,059,979</u>			
		Less allowance for doubtful accounts ▶ <u>0</u>	700,000	5,059,979	5,059,979
	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)	64,088,395	64,002,302	69,355,464
	c	Investments—corporate bonds (attach schedule).			
	11	Investments—land, buildings, and equipment basis ▶ _____			
	Less accumulated depreciation (attach schedule) ▶ _____				
12	Investments—mortgage loans				
13	Investments—other (attach schedule)	131,419	107,128	131,418	
14	Land, buildings, and equipment basis ▶ <u>2,276,413</u>				
	Less accumulated depreciation (attach schedule) ▶ <u>900,880</u>	1,398,940	1,375,533	1,375,533	
15	Other assets (describe ▶ _____)	5,536,732	5,536,732	5,536,732	
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	75,883,196	79,572,656	84,950,108	
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)		4,479,217	
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)	0	4,479,217	
	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	75,883,196	75,093,439	
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			
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)	75,883,196	75,093,439	
31		Total liabilities and net assets/fund balances (see instructions)	75,883,196	79,572,656	

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 75,883,196
2	Enter amount from Part I, line 27a	2 -631,564
3	Other increases not included in line 2 (itemize) ▶ _____	3 0
4	Add lines 1, 2, and 3	4 75,251,632
5	Decreases not included in line 2 (itemize) ▶ _____	5 158,193
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 75,093,439

Part IV

Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES			
b	GAINS FROM K-1'S	P		
c	CAPITAL GAINS DIVIDENDS	P		
d				
e				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 28,814,459		25,906,871	2,907,588
b 314,531			314,531
c 475,485			475,485
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			2,907,588
b			314,531
c			475,485
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	3,697,604
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	3,847,106	73,139,940	0 052599
2012	8,076,555	69,712,160	0 115856
2011	5,775,287	69,190,045	0 083470
2010	5,041,599	71,702,911	0 070312
2009	5,197,550	71,753,874	0 072436

2 Total of line 1, column (d).	2	0 394673
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 078935
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	72,505,980
5 Multiply line 4 by line 3.	5	5,723,260
6 Enter 1% of net investment income (1% of Part I, line 27b).	6	45,978
7 Add lines 5 and 6.	7	5,769,238
8 Enter qualifying distributions from Part XII, line 4.	8	5,096,160

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			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b		191,956	
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-)		20	
3		Add lines 1 and 2.		391,956	
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		40	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		591,956	
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014		6a	76,826
b		Exempt foreign organizations—tax withheld at source		6b	
c		Tax paid with application for extension of time to file (Form 8868)		6c	68,750
d		Backup withholding erroneously withheld		6d	
7		Total credits and payments. Add lines 6a through 6d.		7	145,576
8		Enter any penalty for underpayment of estimated tax. Check here ☒ if Form 2220 is attached		8	392
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	53,228
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 53,228 Refunded		11	0

Part VII-A

Statements Regarding Activities

1a		During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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 \$ 0 (2) On foundation managers \$ 0				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ 0				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS?		2		No
		If "Yes," attach a detailed description of the activities.				
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?		5		No
		If "Yes," attach the statement required by General Instruction T.				
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) NC				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VII-A

Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of CAROLE W BRUCE Telephone no (336) 378-5396 Located at 300 NORTH GREENE STREET GREENSBORO NC ZIP+4 27401			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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	16	Yes	No

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		
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?.	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 20 , 20 , 20 , 20			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. 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
SMITH MOORE LEATHERWOOD LLP	LEGAL SERVICES	224,839
PO BOX 21927		
GREENSBORO,NC 27420		
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	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	73,354,531
b	Average of monthly cash balances.	1b	67,363
c	Fair market value of all other assets (see instructions).	1c	188,238
d	Total (add lines 1a, b, and c).	1d	73,610,132
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	73,610,132
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,104,152
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	72,505,980
6	Minimum investment return. Enter 5% of line 5.	6	3,625,299

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	3,625,299
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	91,956
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	91,956
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	3,533,343
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	3,533,343
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	3,533,343

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	5,096,160
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	5,096,160
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	5,096,160
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				3,533,343
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.	1,634,518			
b From 2010.	1,519,021			
c From 2011.	2,425,781			
d From 2012.	4,622,295			
e From 2013.	252,611			
f Total of lines 3a through e.	10,454,226			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 5,096,160				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				3,533,343
e Remaining amount distributed out of corpus	1,562,817			
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	12,017,043			
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				0
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). . .	1,634,518			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	10,382,525			
10 Analysis of line 9				
a Excess from 2010. . . .	1,519,021			
b Excess from 2011. . . .	2,425,781			
c Excess from 2012. . . .	4,622,295			
d Excess from 2013. . . .	252,611			
e Excess from 2014. . . .	1,562,817			

Part XIV

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. . . .

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:

■ 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))

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

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

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

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

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

c Any submission deadlines

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

Part XV

Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	4,285,872
b Approved for future payment See Additional Data Table				
Total			3b	11,930,000

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

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

[illegible]

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

b If "Yes," complete the following schedule		
(a) Name of organization	(b) Type of organization	(c) Description of relationship

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

Sign Here	*****	2015-11-10	*****	May the IRS discuss this return with the preparer shown below (see instr)? ☒ Yes ☐ No
	Signature of officer or trustee	Date	Title	

Paid Preparer Use Only	Print/Type preparer's name LESLIE L ANDERSON	Preparer's Signature	Date 2015-11-05	Check if self-employed ☒	PTIN P00021396
	Firm's name ☒ LESLIE ANDERSON CPA PC			Firm's EIN ☒	20-4831046
	Firm's address ☒ 1101 NORWALK STREET GREENSBORO, NC 27407			Phone no	(336) 482-2444

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
E S MELVIN	PRESIDENT/DIRECTOR 30 00	256,010	0	0
PO BOX 14829 GREENSBORO,NC 27415				
CAROLE W BRUCE	SEC-TREAS/DIRECTOR 2 00	0	0	0
PO BOX 21927 GREENSBORO,NC 27420				
SHIRLEY T FRYE	CHAIRMAN OF THE BOARD/DIRE 2 00	0	0	0
1401 S BENBOW ROAD GREENSBORO,NC 27406				
J EDWARD KITCHEN	VICE PRESIDENT/DIRECTOR 30 00	171,600	0	0
PO BOX 14829 GREENSBORO,NC 27415				
DAVID G ALTMAN	DIRECTOR 2 00	0	0	0
1 LEADERSHIP PLACE GREENSBORO,NC 27410				
ROBERT E LONG	DIRECTOR 2 00	0	0	0
300 N GREENE ST SUITE 1750 GREENSBORO,NC 27401				
LOUISE F BRADY	DIRECTOR 2 00	0	0	0
PO BOX 14829 GREENSBORO,NC 27401				

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ACTION GREENSBORO 324 N ELM ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	BISCUITVILLE WEEK GAP FUNDING, ACTION GREENSBORO OPERATIONS AND UP FIT	162,676
ARTSGREENSBORO 200 N DAVIE ST SUITE 201 GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	2014 UNITED ARTS FUND CAMPAIGN, SPECIAL PROJECTS	125,000
BENNETT COLLEGE 900 E WASHINGTON ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	INAUGURATION OF ROSALIND FUSE-HALL, COMMUNITY DAY RECEPTION, BENNETT COLLEGE COMMUNITY DAY EVENT	13,296
BEST NC - BUSINESS FOR EDUCATIONAL SUCCESS AND TRANSFORMATION 2826 LAZY LANE WINSTONSALEM,NC 27106	NONE	OTHER PUBLIC CHARITY	BEST NC CORPORATE CONTRIBUTION	10,000
BOUNDLESS IMPACT 3125 KATHLEEN AVE SUITE 109 GREENSBORO,NC 27408	NONE	OTHER PUBLIC CHARITY	GLOBAL OPPORTUNITIES SUMMIT	3,000
BRYAN NATIONAL COLLEGIATE TOURNAMENT PO BOX 14829 GREENSBORO,NC 27415	NONE	OTHER PUBLIC CHARITY	BRYAN COLLEGIATE GOLF TOURNAMENT	67,852
CAROLINA THEATRE 310 S GREENE ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	COMMAND PERFORMANCE-ROUND DINNER SPONSOR	2,500
CHILDREN'S HOME SOCIETY OF NC 604 MEADOW ST GREENSBORO,NC 27405	NONE	OTHER PUBLIC CHARITY	A PLACE TO CALL HOME LUNCHEON	1,500
CITY OF GREENSBORO 300 WEST WASHINGTON STREET GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	MAYOR'S NC POVERTY SUMMIT, BRYAN ENRICHMENT CENTER	57,411
CITY OF GREENSBORO 1ST TEE OF TRIAD PO BOX 236 CLEMMONS,NC 27012	NONE	OTHER PUBLIC CHARITY	GILLESPIE GOLF COURSE CLASSROOM RENOVATION, GILLESPIE FIRST TEE COMPLEX	279,878
CITY OF GREENSBORO BRYAN GOLF COURSE 6275 BRYAN PARK RD BROWNS SUMMIT,NC 27214	NONE	OTHER PUBLIC CHARITY	GENERAL IMPROVEMENTS	170,358
COMMUNITY FOUNDATION OF GREATER GREENSBORO 330 S GREENE ST 100 GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	DENISE TURNER ROTH FAREWELL PARTY DONATION, 30TH ANNIVERSARY SPONSOR, 2014 PLEDGE PAYMENT	203,000
COMMUNITY THEATRE OF GREENSBORO 520 S ELM STREET GREENSBORO,NC 27406	NONE	OTHER PUBLIC CHARITY	MAIN EVENT SILVER SPONSOR	1,000
CORRIGAN FAIRCLOTH CHAPTER OF THE NFF 2411 W GATE CITY BLVD GREENSBORO,NC 27403	NONE	OTHER PUBLIC CHARITY	2014 SCHOLAR ATHLETE AWARDS	1,000
CYSTIC FIBROSIS FOUNDATION 7101 CREEDMOOR ROAD SUITE 130 GREENSBORO,NC 27613	NONE	OTHER PUBLIC CHARITY	DH GRIFFIN GOLF CLASSIC	1,000
Total  3a				4,285,872

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
FOSTER FRIENDS OF NC PO BOX 49605 GREENSBORO,NC 27419	NONE	OTHER PUBLIC CHARITY	2014 SUPPORT	1,000
FRIENDS OF IRVING PARK ELEMENTARY 1852 BANKING STREET 29001 GREENSBORO,NC 27408	NONE	OTHER PUBLIC CHARITY	MATCHING GRANT	25,000
GATEWAY UNIV RESEARCH PARK 2901 E LEE ST SUITE 2500 GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	UNION SQUARE CAMPUS	500,000
GREENSBORO BOOK PROJECT 219 N CHURCH ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	ONCE UPONE A CITY, IUNIVERSE CONVERSION	1,921
GREENSBORO CHAMBER OF COMMERCE 342 N ELM ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	STATE OF OUR COMMUNITY 1/2 TABLE SPONSOR, 2014 PLEDGE-ENTREPRENEUR CONNECTIONS, ENTREPRENEUR CONNECTION ACCELERATOR PROGRAMS	150,212
GREENSBORO CHAMBER FOUNDATION 342 N ELM ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	PUBLICATION ISSUES	25,000
GREENSBORO CHAPTER-SOCIETY OF FINANCIAL SERVICE PROFESSIONALS 1420 COUNTY HOME ROAD REIDSVILLE,NC 27320	NONE	OTHER PUBLIC CHARITY	PIEDMONT BUSINESS ETHICS AWARD-SILVER PARTNER	2,000
GREENSBORO COLISEUM 1921 WEST LEE STREET GREENSBORO,NC 27403	NONE	OTHER PUBLIC CHARITY	2015 US FIGURE SKATING CHAMPIONSHIPS SPONSORSHIP FEE, 2014 AMERICAN CUP LOCAL PARTNER SCHOLARSHIP	75,000
GREENSBORO COLLEGE 815 W MARKET ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	VIEW PRODUCTION	5,000
GREENSBORO JAYCEES HOLIDAY PARADE 315 S GREENE ST SUITE 200 GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	PARADE BAND AND SUPPLIES	51,148
GREENSBORO PARTNERSHIP 342 N ELM ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	ANNUAL DINNER GOLD SPONOR, ACTION GREENSBORO OPERATIONS/YP SUPPORT	105,000
GREENSBORO SCIENCE CENTER 4301 LAWNDAL DR GREENSBORO,NC 27455	NONE	OTHER PUBLIC CHARITY	2020 VISION CAMPAIGN	20,000
GREENSBORO SPORTS COUNCIL 2411 W GATE CITY BLVD GREENSBORO,NC 27403	NONE	OTHER PUBLIC CHARITY	DIAMOND CLUB SPONSOR 2013 TIMCO INVITATIONAL BASKETBALL TOURNAMENT, 2014 HAECO INVITATIONAL BASKETBALL TOURNAMENT	10,000
GREENSBORO SYMPHONY ORCHESTRA 200 N DAVIE ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	COMMUNITY OUTREACH-AT RISK STUDENTS	20,000
GUILFORD COLLEGE 5800 W FRIENDLY AVE GREENSBORO,NC 27410	NONE	OTHER PUBLIC CHARITY	RECEPTION FOR JANE FERNANDES	3,523
Total  3a				4,285,872

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
GUILFORD COUNTY PO BOX 3427 GREENSBORO,NC 27402	NONE	OTHER PUBLIC CHARITY	BRONZE PLAQUE	2,428
GUILFORD COUNTY PARTNERSHIP CHILDREN 122 N ELM STREET GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	WEEK OF THE YOUNG CHILD SPONSORSHIP	2,500
GUILFORD COUNTY SCHOOLS 712 N EUGENE ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	CFO DOCTORAL PROGRAM IN EDUCUATIONAL LEADERSHIP, 2014 ACC TOURNAMENT SCHOOL DAYS SPONSOR, NEW TEACHER AWARDS	43,481
GUILFORD EDUCATION ALLIANCE 902 BONNER DR JAMESTOWN,NC 27282	NONE	OTHER PUBLIC CHARITY	STEM EARLY COLLEGE AT NC A&T	50,000
GUILFORD MERCHANTS ASSOCIATION 225 COMMERCE PL GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	2014 CO-TABLE SPONSOR, 2014 POLICIE & CITIZEN APPRECIATION DINNER SPONSOR	2,900
HORSEPOWER THERAPEAUTIC LEARNING CENTER 8801 LEABOURNE RD GREENSBORO,NC 27235	NONE	OTHER PUBLIC CHARITY	4-SIX WEEK SCHOLARSHIPS	1,000
IGNITE THE SPIRIT PO BOX 39362 GREENSBORO,NC 27438	NONE	OTHER PUBLIC CHARITY	2014 SUPPORT	500
INSTITUTE OF POLITICAL LEADERSHIP 2 NEW BERN SQUARE GREENSBORO,NC 27408	NONE	OTHER PUBLIC CHARITY	2014 GRANT AWARD	50,000
JUNIOR ACHIEVEMENT 3220 NORTHLINE AVE GREENSBORO,NC 27408	NONE	OTHER PUBLIC CHARITY	2014 BUSINESS LEADERS HALL OF FAME	2,500
JUVENILE DIABETES RESEARCH FOUNDATION 408 NORTH EUGENE STREET GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	2014 JDRF WALK TO CURE-BRONZE SPONSOR, 2014 HOPE GALA-SILVER SPONSOR, WALK TO CURE DIABETES-BRONZE SPONSOR	8,000
NAT GREENE KIWANIS CLUB PO BOX 10487 GREENSBORO,NC 27404	NONE	OTHER PUBLIC CHARITY	BRONZE SPONSORSHIP FOR LUNCHEON	650
NATIONAL CONFERENCE FOR COMMUNITY AND JUSTICE 713 N GREENE STREET GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	BROTHERHOOD/SISTERHOOD CITATION AWARD DINNER	10,000
NC A&T UNIVERSITY 1601 E MARKET STREET GREENSBORO,NC 27411	NONE	OTHER PUBLIC CHARITY	HIGHER EDUCATION LEADERSHIP SERIES, HOMECOMING FUNDRAISER	205,000
PIEDMONT TRIAD PARTNERSHIP 416 GALLIMORE DAIRY RD GREENSBORO,NC 27409	NONE	OTHER PUBLIC CHARITY	2014 PLEDGE	295,238
PRESERVATION GREENSBORO 447 W WASHINGTON ST GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	GOVERNOR MOREHEAD FORUM FO ECONOMIC DEVELOPMENT	25,000
Total  3a				4,285,872

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
REAL 3611 BIRCHWOOD LANE GREENSBORO,NC 27410	NONE	OTHER PUBLIC CHARITY	SUMMER SOLSTICE SPONSORSHIP	1,000
ROTARY FOUNDATION 610 PASTEUR DR GREENSBORO,NC 27403	NONE	OTHER PUBLIC CHARITY	JOE BRYAN PAUL HARRIS FELLOW OF THE YEAR AWARD	1,000
TEDX GREENSBORO 1514 BURLWOOD DR GREENSBORO,NC 27410	NONE	OTHER PUBLIC CHARITY	TEDX GREENSBORO 2014 PROGRAMS	5,000
THE CEMALA FOUNDATION 330 S GREENE ST SUITE 101 GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	EARLY CHILDHOOD DEVELOPMENT	400
UNCG 1400 SPRING GARDEN ST GREENSBORO,NC 27412	NONE	OTHER PUBLIC CHARITY	COLLEGE STAR	145,000
UNCG ATHLETICS 1400 SPRING GARDEN ST GREENSBORO,NC 27412	NONE	OTHER PUBLIC CHARITY	2014 BRIDGESTONE COLLEGIATE GOLF TOURN SPONSOR	5,000
UNION SQUARE CAMPUS INC 2901 E LEE ST SUITE 2500 GREENSBORO,NC 27401	NONE	OTHER PUBLIC CHARITY	UNION SQUARE CAMPUS	500,000
UNITED WAY 1500 YANCEYVILLE ST GREENSBORO,NC 27405	NONE	OTHER PUBLIC CHARITY	2012 CORPORATE GIFT, 2012 RAISING A LEADER	325,000
UNSUNG HERO AWARD PO BOX 9185 GREENSBORO,NC 27429	NONE	OTHER PUBLIC CHARITY	2014 UNSUNG HERO AWARD	25,000
WAR MEMORIAL FOUNDATION 600 NORTH REGIONAL RD GREENSBORO,NC 27409	NONE	OTHER PUBLIC CHARITY	CAROLINA FIELD OF HONOR	25,000
WYNDHAM CHAMPIONSHIP 416 GALLIMORE DAIRY RD SUITE M GREENSBORO,NC 27409	NONE	OTHER PUBLIC CHARITY	DONATION FOR WYNDHAM CHAMPIONSHIP	210,000
YMCA 620 GREEN VALLEY RD STE 210 GREENSBORO,NC 27408	NONE	OTHER PUBLIC CHARITY	HAYES-TAYLOR CAPITAL CAMPAIGN	250,000
Total  3a				4,285,872

TY 2014 Accounting Fees Schedule**Name:** THE JOSEPH M BRYAN FOUNDATION**EIN:** 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	16,684	4,171		12,513

**TY 2014 Investments Corporate
Stock Schedule**

Name: THE JOSEPH M BRYAN FOUNDATION
EIN: 56-1548051

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITITES & MUTUAL FUNDS	64,002,302	69,355,464

TY 2014 Investments - Other Schedule**Name:** THE JOSEPH M BRYAN FOUNDATION**EIN:** 56-1548051

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
OTHER PARTNERSHIPS	AT COST	107,127	131,418
FRANKLIN STREET PARTNERSHIPS & MULTI-STRATEGY FUND	AT COST	1	0

TY 2014 Legal Fees Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	224,839	44,968		179,871

TY 2014 Other Assets Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
CENTER CITY PARK LAND	4,997,907	4,997,907	4,997,907
BRYAN PARK GOLF, LLC	538,825	538,825	538,825

TY 2014 Other Decreases Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Description	Amount
TAX OVER BOOK ADJUSTMENT	158,193

TY 2014 Other Expenses Schedule

Name: THE JOSEPH M BRYAN FOUNDATION

EIN: 56-1548051

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OFFICE EXPENSE	5,393	0		5,393
BANK SERVICE CHARGES	1,188	0		1,188
REPAIR AND MAINTENANCE	8,013	0		8,013
DUES AND SUBSCRIPTIONS	13,968	0		13,968
INSURANCE	23,514	0		23,514
PIEDMONT ANGEL NETWORK TWO LLC K-1	24,321	24,321		0
FUTURES PORTFOLIO FUND, LP	108,316	108,316		0
PENTECH/COMMON PARTNERS, LLC	52	52		0
CAMDEN PRIVATE CAPITAL IV-A, LLC	150,218	150,202		16
IDR CURRENT INCOME RE STRATEGY 2011	17,320	17,320		0
COHEN & STEERS GLOBAL REALTY PARTNERS III-TE, LP	2,487	2,487		0
NET RENTAL INCOME FROM COHEN & STEERS GLOBAL REALTY PARTNERS III-TE, LP	8,180	8,180		0

TY 2014 Other Income Schedule**Name:** THE JOSEPH M BRYAN FOUNDATION**EIN:** 56-1548051

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
MISC INCOME	3,624	3,624	3,624
CAMDEN PRIVATE CAPITAL IV-A, LLC K-1	20	20	20
COHEN & STEERS GLOBAL REALTY PARTNERS III K-1	280	280	280

TY 2014 Other Professional Fees Schedule**Name:** THE JOSEPH M BRYAN FOUNDATION**EIN:** 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	288,628	288,628		0
CONSULTING FEES	25,000	25,000		0

TY 2014 Taxes Schedule**Name:** THE JOSEPH M BRYAN FOUNDATION**EIN:** 56-1548051

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX	51,729	51,729		0
990-PF NET EXCISE TAXES	73,000	0		0

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at <u>www.irs.gov/form990</u>.	OMB No 1545-0047 2014

Name of the organization THE JOSEPH M BRYAN FOUNDATION	Employer identification number 56-1548051
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Organization type (check one)

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

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

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

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

Employer identification number
56-1548051

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MIKE WEAVER PO BOX 26040 GREENSBORO, NC 27420	\$ 10,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization THE JOSEPH M BRYAN FOUNDATION	Employer identification number 56-1548051
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Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____
(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
_____	_____ _____ _____ _____	_____ \$	_____

Name of organization THE JOSEPH M BRYAN FOUNDATION	Employer identification number 56-1548051
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Part III

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

Use duplicate copies of Part III if additional space is needed.

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	
(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
—	_____	_____	_____
	_____	_____	_____
	_____	_____	_____
(e) Transfer of gift			
Transferee's name, address, and ZIP 4		Relationship of transferor to transferee	
_____		_____	
_____		_____	
_____		_____	