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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

2014Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation JOHN M RIVERS, JR. FOUNDATION		A Employer identification number 57-0907666
Number and street (or P O box number if mail is not delivered to street address) 40 CALHOUN STREET	Room/suite 500	B Telephone number (see instructions) 084-372-3990
City or town, state or province, country, and ZIP or foreign postal code CHARLESTON SC 29403		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) ▶ \$ 2,631,863	J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	795			
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	96	96		
	4 Dividends and interest from securities	55,328	55,328		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10 Stmt 1	153,864			
	b Gross sales price for all assets on line 6a 1,389,720				
	7 Capital gain net income (from Part IV, line 2)		0		
	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) Stmt 2	341	341			
12 Total. Add lines 1 through 11	210,424	55,765	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule) See Stmt 3	630	567		63
	b Accounting fees (attach schedule) Stmt 4	12,105	10,895		1,210
	c Other professional fees (attach schedule) Stmt 5	24,895	22,406		2,489
	17 Interest				
	18 Taxes (attach schedule) (see instructions) Stmt 6	2,358	2,358		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (att sch) Stmt 7	333	300		33
	24 Total operating and administrative expenses. Add lines 13 through 23	40,321	36,526	0	3,795
	25 Contributions, gifts, grants paid	137,500			137,500
26 Total expenses and disbursements. Add lines 24 and 25	177,821	36,526	0	141,295	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	32,603				
b Net investment income (if negative, enter -0-)		19,239			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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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			
	2	Savings and temporary cash investments	265,121	167,325	167,325
	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 (att. schedule) ▶ Less allowance for doubtful accounts ▶	0		
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	2,600	2,400	2,400
	10a	Investments – U S and state government obligations (attach schedule)			
	b	Investments – corporate stock (attach schedule) See Stmt 8	1,771,387	1,898,323	2,462,138
	c	Investments – corporate bonds (attach schedule)			
	11	Investments – land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	12	Investments – mortgage loans			
	13	Investments – other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less accumulated depreciation (attach sch.) ▶			
	15	Other assets (describe ▶)			
	16	Total assets (to be completed by all filers – see the instructions. Also, see page 1, item I)	2,039,108	2,068,048	2,631,863
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ See Statement 9)	9,480		
	23	Total liabilities (add lines 17 through 22)	9,480	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. ▶ ☐			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. ▶ ☒			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund	2,433,492	2,433,492	
	29	Retained earnings, accumulated income, endowment, or other funds	-403,864	-365,444	
	30	Total net assets or fund balances (see instructions)	2,029,628	2,068,048	
	31	Total liabilities and net assets/fund balances (see instructions)	2,039,108	2,068,048	

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	2,029,628
2	Enter amount from Part I, line 27a	2	32,603
3	Other increases not included in line 2 (itemize) ▶ See Statement 10	3	5,817
4	Add lines 1, 2, and 3	4	2,068,048
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	2,068,048

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 N/A				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss) If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7			2	
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 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	217,635	2,414,793	0.090126
2012	117,835	2,096,978	0.056193
2011	100,514	2,056,511	0.048876
2010	110,593	2,050,269	0.053941
2009	110,350	1,839,580	0.059987
2 Total of line 1, column (d)			2 0.309123
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 0.061825
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			4 2,343,271
5 Multiply line 4 by line 3			5 144,873
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 192
7 Add lines 5 and 6			7 145,065
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.			8 141,295

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	1	385
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	385
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	385
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,400
b	Exempt foreign organizations – tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	2,400
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	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	2,015
11	Enter the amount of line 10 to be Credited to 2015 estimated tax 2,015 Refunded	11	

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)? 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		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? If "Yes," attach a detailed description of the activities		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? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		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? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) None		
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	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)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

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? Website address ► N/A	13	X	
14	The books are in care of ► RIVERS ENTERPRISES, INC. 400 CALHOUN ST. SUITE 500 Located at ► CHARLESTON SC ZIP+4 ► 29403 Telephone no ► 843-723-9900			
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 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 ►	16	Yes	No X

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	N/A ► ☐	
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?	N/A	
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	☐ Yes	☒ No
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement – see instructions)	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)	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

Form 990-PF (2014) **JOHN M RIVERS, JR. FOUNDATION****57-0907666**Page **7****Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)****3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

Total number of others receiving over \$50,000 for professional services**0****Part IX-A Summary of Direct Charitable Activities**

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

	Expenses
1 N/A	
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 N/A	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3	

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Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	2,160,332
b	Average of monthly cash balances	1b	216,223
c	Fair market value of all other assets (see instructions)	1c	2,400
d	Total (add lines 1a, b, and c)	1d	2,378,955
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	2,378,955
4	Cash deemed held for charitable activities. Enter 1½% of line 3 (for greater amount, see instructions)	4	35,684
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,343,271
6	Minimum investment return. Enter 5% of line 5	6	117,164

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	117,164
2a	Tax on investment income for 2014 from Part VI, line 5	2a	385
b	Income tax for 2014 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	385
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	116,779
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	116,779
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	116,779

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	141,295
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	141,295
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	141,295

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

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				116,779
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only				
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				81,718
f Total of lines 3a through e	81,718			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 141,295				
a Applied to 2013, but not more than line 2a				
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				116,779
e Remaining amount distributed out of corpus	24,516			
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	106,234			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount – see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				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)				
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	106,234			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				81,718
e Excess from 2014				24,516

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

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

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

2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

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

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

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))
N/A

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

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 e-mail address of the person to whom applications should be addressed
JOHN M. RIVERS, JR.
PO BOX 21050 CHARLESTON SC 29413

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

c Any submission deadlines
NONE

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors
CHARLESTON, SC AREA AND CASHIERS, NC AREA

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 Statement 12				137,500
Total			▶ 3a	137,500
b Approved for future payment N/A				
Total			▶ 3b	

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
500 SH TARGET CORP	1/10/14	11/19/14	\$	Purchase 35,197	\$ 31,595	\$	\$	3,602
13 SH JAZZ PHARMACEUTICALS	7/12/13	1/24/14		Purchase 1,938	945			993
1 SH JAZZ PHARMACEUTICALS	7/12/13	1/27/14		Purchase 149	73			76
10 SH JAZZ PHARMACEUTICALS	7/12/13	2/21/14		Purchase 1,684	727			957
7 SH SALIX PHARMACEUTICALS LTD	7/03/13	2/21/14		Purchase 724	462			262
1 SH NXP SEMICONDUCTORS NV	1/30/14	3/20/14		Purchase 59	48			11
85 SH WISDOMTREE INVESTMENTS INC	12/23/13	6/04/14		Purchase 986	1,476			-490
71 SH WISDOMTREE INVESTMENTS INC	12/24/13	6/04/12		Purchase 823	1,251			-428
18 SH WISDOMTREE INVESTMENTS INC	1/30/14	6/04/14		Purchase 209	266			-57
4 SH TIBCO SOFTWARE INC	1/30/14	6/06/14		Purchase 80	86			-6
64 SH AOL INC	6/11/13	6/09/14		Purchase 2,343	2,253			90
25 SH AOL INC	11/07/13	6/09/14		Purchase 915	1,050			-135
49 SH FINISAR CORP	12/23/13	8/25/14		Purchase 991	1,140			-149
15 SH FINISAR CORP	12/23/13	8/26/14		Purchase 306	349			-43
24 SH FINISAR CORP	12/24/13	8/26/14		Purchase 490	571			-81
48 SH FINISAR CORP	3/20/14	8/26/14		Purchase 980	1,265			-285
56 SH GNC HOLDINGS INC	10/18/13	9/03/14		Purchase 2,163	3,157			-994

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	
			Cost	Expense
				Depreciation
24 SH GNC HOLDINGS INC	12/23/13	9/03/14	\$	
			Purchase	
			927	
			\$	
93 SH DANA HOLDING CORP	9/24/13	9/11/14		
			Purchase	
			2,054	
16 SH DANA HOLDING CORP	9/25/13	9/11/14		
			Purchase	
			353	
27 SH DANA HOLDING CORP	9/25/13	9/12/14		
			Purchase	
			590	
1 SH BITAUTO HOLDINGS LTD	6/09/14	10/15/14		
			Purchase	
			136	
4 SH CIENA CORP	12/23/13	10/15/14		
			Purchase	
			59	
1 SH CORE LAB NV COM	6/25/14	10/15/14		
			Purchase	
			138	
1 SH DECKERS OUTDOORS CORP	9/26/14	10/15/14		
			Purchase	
			87	
1 SH FOOT LOCKER INC	3/10/14	10/15/14		
			Purchase	
			54	
1 SH F5 NETWORKS INC	11/22/13	10/15/14		
			Purchase	
			111	
4 SH ISIS PHARMACEUTICALS INC	12/19/13	10/15/14		
			Purchase	
			155	
1 SH GENTEX CORP	12/10/13	10/15/14		
			Purchase	
			27	
1 SH GLOBAL PMTS INC	3/12/14	10/15/14		
			Purchase	
			72	
1 SH ICON PLC	9/09/14	10/15/14		
			Purchase	
			54	
1 SH INTERACTIVE BROKERS GROUP	11/06/13	10/15/14		
			Purchase	
			24	
2 SH MOMENTA PHARMA INC	12/23/13	10/15/14		
			Purchase	
			21	
2 SH MANHATTAN ASSOCS INC	11/06/13	10/15/14		
			Purchase	
			67	

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
3 SH KERYX BIOPHARMACEUTICAL	11/21/13	10/15/14	\$	Purchase 46	38	\$	\$	8
3 SH ZULILY INC CLASS A	6/02/14	10/15/14		Purchase 115	105			10
1 SH POWER INTEGRATIONS INC	2/06/14	10/15/14		Purchase 44	58			-14
1 SH OLD DOMINION FGT LINES	12/10/13	10/15/14		Purchase 66	50			16
2 SH SPLUNCK INC COMMON SHARES	10/13/14	10/15/14		Purchase 109	102			7
1 SH NEWSOUT SYSTEMS INC	3/05/14	10/15/14		Purchase 34	34			
2 SH WUXI PHARMATECH CAYMAN	10/31/13	10/15/14		Purchase 67	59			8
1 SH YY INC ADR AMERICAN DEPOSITARY	6/02/14	10/15/14		Purchase 73	64			9
1 SH YELP INC CLASS A	6/11/14	10/15/14		Purchase 67	66			1
30 SH MOMENTA PHARMA INC	12/23/13	11/21/14		Purchase 344	527			-183
7 SH MOMENTA PHARMA INC	12/23/13	11/24/14		Purchase 81	123			-42
11 SH MOMENTA PHARMA INC	12/24/13	11/24/14		Purchase 128	194			-66
9 SH MOMENTA PHARMA INC	12/24/13	11/25/14		Purchase 104	158			-54
13 SH MOMENTA PHARMA INC	12/26/13	11/25/14		Purchase 151	234			-83
6 SH MOMENTA PHARMA INC	12/26/13	11/26/14		Purchase 71	108			-37
10 SH SALIX PHARMACEUTICALS LTD	6/02/14	12/03/14		Purchase 1,038	1,142			-104
1 SH HELMERICH PAYNE INC	1/30/14	12/11/14		Purchase 63	86			-23

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
47 SH TENET HEALTHCARE CORP	8/29/14	12/26/14	\$	Purchase 2,416	2,887	\$	\$	-471
14 SH TENET HEALTHCARE CORP	8/29/14	12/29/14		Purchase 716	860			-144
13 SH INCYTE CORP	7/11/11	2/21/14		Purchase 822	253			569
14 SH INCYTE CORP	1/10/13	2/21/14		Purchase 886	262			624
124 SH JANUS CAPITAL GROUP INC	2/10/12	2/26/14		Purchase 1,373	1,059			314
43 SH JANUS CAPITAL GROUP INC	2/10/12	2/27/14		Purchase 472	367			105
52 SH JANUS CAPITAL GROUP INC	1/10/13	2/27/14		Purchase 571	468			103
16 SH ALLIANCE DATA SYS CORP	5/23/12	3/12/14		Purchase 4,557	1,967			2,590
4 SH ALLIANCE DATA SYS CORP	7/17/12	3/12/14		Purchase 1,139	524			615
7 SH ALLIANCE DATA SYS CORP	1/10/13	3/13/14		Purchase 1,990	1,078			912
33 SH NXP SEMICONDUCTORS NV	7/05/11	3/20/14		Purchase 1,950	887			1,063
1 SH NXP SEMICONDUCTORS NV	7/07/11	3/20/14		Purchase 59	27			32
37 SH NXP SEMICONDUCTORS NV	7/11/11	3/20/14		Purchase 2,186	917			1,269
23 SH NXP SEMICONDUCTORS NV	1/10/13	3/20/14		Purchase 1,359	639			720
6 SH HANGER INC	7/17/12	5/12/14		Purchase 184	157			27
19 SH HANGER INC	7/18/12	5/12/14		Purchase 582	505			77
2 SH HANGER INC	1/10/13	5/12/14		Purchase 61	58			3

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
7 SH HANGER INC	1/10/13	5/13/14	Purchase 213 \$	203 \$	\$	\$	10
47 SH INTERXION HOLDING NV	1/28/13	6/02/14	Purchase 1,230	1,104			126
21 SH INTERXION HOLDING NV	1/29/13	6/02/14	Purchase 549	480			69
125 SH INTERNATIONAL GAME TECHNOLOGY	5/13/13	6/02/14	Purchase 1,559	2,258			-699
63 SH INTERNATIONAL GAME TECHNOLOGY	5/14/13	6/02/14	Purchase 786	1,140			-354
36 SH SALLY BEAUTY HOLDINGS INC	6/15/12	6/05/14	Purchase 904	971			-67
10 SH MERCADOLIBRE INC	7/11/11	6/05/14	Purchase 877	803			74
16 SH MERCADOLIBRE INC	8/30/11	6/05/14	Purchase 1,403	1,095			308
40 SH TIBCO SOFTWARE INC	7/11/11	6/06/14	Purchase 796	1,200			-404
71 SH TIBCO SOFTWARE INC	9/27/11	6/06/14	Purchase 1,413	1,686			-273
38 SH TIBCO SOFTWARE INC	1/10/13	6/06/14	Purchase 756	839			-83
13 SH SALLY BEAUTY HOLDINGS INC	1/10/13	6/06/14	Purchase 327	311			16
1 SH UNITED RENTALS INC	7/05/11	6/11/14	Purchase 107	26			81
19 SH UNITED RENTALS INC	7/11/11	6/11/14	Purchase 2,033	470			1,563
5 SH SIGNET JEWELERS	7/05/11	6/11/14	Purchase 537	238			299
1 SH SIGNET JEWELERS	7/07/11	6/11/14	Purchase 107	48			59
11 SH SIGNET JEWELERS	7/11/11	6/11/14	Purchase 1,181	507			674

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
9 SH MERCADOLIBRE INC	8/30/11	6/25/14	\$ 817	Purchase	616	\$	\$	201
12 SH MERCADOLIBRE INC	1/10/13	6/25/14	1,089	Purchase	1,032			57
50 SH AUTONATION INC	7/11/11	8/29/14	2,718	Purchase	1,920			798
11 SH AUTONATION INC	1/10/13	8/29/14	598	Purchase	466			132
5 SH AUTONATION INC	1/10/13	9/02/14	272	Purchase	212			60
18 SH FLEETCOR TECHNOLOGIS INC	5/08/12	9/09/14	2,518	Purchase	726			1,792
1 SH FLEETCOR TECHNOLOGIS INC	5/08/12	9/10/14	139	Purchase	40			99
15 SH FLEETCOR TECHNOLOGIS INC	5/09/12	9/10/14	2,095	Purchase	609			1,486
12 SH FLEETCOR TECHNOLOGIS INC	1/10/13	9/10/14	1,676	Purchase	676			1,000
42 SH EVERCORE PARTNERS INC	2/25/13	9/26/14	1,942	Purchase	1,674			268
25 SH ENERSYS	7/17/12	9/26/14	1,502	Purchase	869			633
4 SH ENERSYS	7/17/12	9/29/14	238	Purchase	139			99
9 SH ENERSYS	1/10/13	9/29/14	535	Purchase	347			188
11 SH EVERCORE PARTNERS INC	2/25/13	9/29/14	509	Purchase	439			70
1 SH ENERSYS	1/10/13	9/30/14	59	Purchase	39			20
1 SH AUTOLIV INC	7/11/11	10/15/14	90	Purchase	69			21
4 SH CB RICHARD ELLIS GROUP INC	1/28/11	10/15/14	114	Purchase	87			27

Federal Statements

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
1 SH CARRIZO OIL & GAS	10/09/13	10/15/14	\$	Purchase 44	40	\$	\$	4
12 SH ENTEGRIS INC MINNESOTA	7/05/11	10/15/14		Purchase 136	124			12
2 SH DOLBY LABORATORIES INC	1/23/12	10/15/14		Purchase 77	74			3
1 SH DILLARDS INC	9/24/12	10/15/14		Purchase 103	75			28
2 SH FEI COMPANY	1/19/12	10/15/14		Purchase 155	89			66
1 SH EXPEDIA INC	7/05/11	10/15/14		Purchase 75	28			47
2 SH HELMERICH PAYNE INC	7/05/11	10/15/14		Purchase 165	135			30
3 SH IAC INTERACTIVE CORP	8/09/11	10/15/14		Purchase 177	110			67
1 SH INFORMATICA CORP	7/11/11	10/15/14		Purchase 32	59			-27
5 SH KAPSTONE PAPER & PCKG CORP	7/05/11	10/15/14		Purchase 124	42			82
1 SH SIGNET JEWELERS	7/11/11	10/15/14		Purchase 107	46			61
1 SH UNITED RENTALS INC	7/11/11	10/15/14		Purchase 94	25			69
1 SH SALIX PHARMACEUTICALS LTD	7/03/13	10/15/14		Purchase 133	66			67
1 SH PAREXEL INTERNATIONAL CORP	11/14/12	10/15/14		Purchase 59	31			28
2 SH TOTAL SYS SVCS INC	7/17/12	10/15/14		Purchase 59	47			12
2 SH SILGAN HOLDINGS INC	7/05/11	10/15/14		Purchase 96	83			13
3 SH TOVI CORP	5/13/13	10/15/14		Purchase 57	71			-14

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Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
2 SH WILLIAMS SONOMA INC	9/18/12	10/15/14	\$	Purchase 128	86	\$	\$	42
2 SH XL GROUP PLC	7/05/11	10/15/14		Purchase 64	44			20
1 SH TOWERS WATSON & CO	10/03/11	10/15/14		Purchase 103	59			44
1 SH WHITING PETROLEUM CORP	4/12/13	10/15/14		Purchase 57	48			9
26 SH SALIX PHARMACEUTICALS LTD	7/03/13	12/03/14		Purchase 2,699	1,718			981
19 SH PAREXEL INTERNATIONAL CORP	11/14/12	12/04/14		Purchase 1,118	579			539
6 SH PAREXEL INTERNATIONAL CORP	1/10/13	12/04/14		Purchase 353	194			159
23 SH PAREXEL INTERNATIONAL CORP	1/10/13	12/05/14		Purchase 1,334	742			592
1 SH AFFILIATED MANAGERS GROUP	7/05/11	12/08/14		Purchase 207	104			103
11 SH AFFILIATED MANAGERS GROUP	7/11/11	12/08/14		Purchase 2,276	1,119			1,157
4 SH AFFILIATED MANAGERS GROUP	1/10/13	12/08/14		Purchase 828	552			276
6 SH AFFILIATED MANAGERS GROUP	2/21/13	12/08/14		Purchase 1,241	862			379
15 SH CULLEN FIRST BKRS	7/05/11	12/08/14		Purchase 1,096	860			236
1 SH CULLEN FIRST BKRS	7/07/11	12/08/14		Purchase 73	57			16
17 SH CULLEN FIRST BKRS	7/11/11	12/08/14		Purchase 1,242	950			292
12 SH CULLEN FIRST BKRS	1/10/13	12/08/14		Purchase 877	679			198
14 SH HELMERICH PAYNE INC	7/05/11	12/11/14		Purchase 882	946			-64

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
17 SH HELMERICH PAYNE INC	7/11/11	12/11/14	\$	Purchase 1,071	1,130	\$	\$	-59
10 SH HELMERICH PAYNE INC	1/10/13	12/11/14		Purchase 630	584			46
800 SH RELYPSA INC	12/12/13	1/09/14		Purchase 20,119	19,550			569
800 SH RELYPSA INC	12/13/13	1/09/14		Purchase 20,119	20,310			-191
35 SH CALL MSFT	1/09/14	11/05/13		Purchase 4,760	2,695			2,065
215.578 SH RS GLOBAL NATURAL FD CL Y	3/15/13	12/21/04		Purchase 7,795	8,552			-757
4 SH CALL OXY	2/06/14	10/10/13		Purchase 1,720	255			1,465
4115 SH LATEF FUND	10/24/13	3/21/14		Purchase 59,996	58,268			1,728
.226 SH LATEF FUND	12/12/13	3/21/14		Purchase 3	3			
10 SH CALL BMY	3/24/14	10/09/13		Purchase 3,000				3,000
1200 SH CONAGRA FOODS INC	10/11/13	6/19/14		Purchase 35,206	36,959			-1,753
600 SH CONAGRA FOODS INC	2/26/14	6/19/14		Purchase 17,603	17,058			545
18 SH CALL ORCL	6/20/14	4/01/14		Purchase 1,944	429			1,515
200 SH AMAZON.COM INC	6/16/14	7/24/14		Purchase 71,792	65,320			6,472
700 SH CITRIX SYSTEMS INC	3/31/14	7/31/14		Purchase 47,699	40,255			7,444
1000 SH COMMUNITY HEALTH SYS	2/28/14	7/31/14		Purchase 47,675	42,456			5,219
500 SH COMMUNITY HEALTH SYS	3/18/14	7/31/14		Purchase 23,837	18,348			5,489

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description		How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price				
5 SH CALL DE	8/06/14	4/03/14	Purchase 2,054 \$	448 \$		\$	1,606
600 SH SPDR BARCLAY CAPITAL HIGH YIE	10/16/13	8/22/14	Purchase 45,913	41,934			3,979
500 SH DEERE & CO	10/16/13	10/10/14	Purchase 40,693	41,447			-754
6478.22 SH LATEF FUND	10/24/13	10/14/14	Purchase 88,363	91,732			-3,369
16.95 SH LATEF FUND	12/12/13	10/14/14	Purchase 231	233			-2
523.705 SH FATEF FUND	12/12/13	10/14/14	Purchase 7,143	7,211			-68
9.229 SH LATEF FUND	12/12/13	10/14/14	Purchase 126	127			-1
900 SH GALLACHER ARTHUR J & CO	8/19/14	10/16/14	Purchase 39,249	41,741			-2,492
600 SH ISHARES TR RUSSELL	10/16/14	11/12/14	Purchase 70,298	63,978			6,320
800 SH AVERY DENNISON CORP	3/03/14	12/08/14	Purchase 39,522	39,571			-49
1375 SH SPECTRA ENERGY CORP	1/17/13	1/27/14	Purchase 47,235	37,908			9,327
1100 SH PAYCHEX INC	1/30/13	1/31/14	Purchase 45,738	35,630			10,108
1000 SH BRISTOL MYERS SQUIBB CO	8/24/12	3/24/14	Purchase 45,999	32,456			13,543
1700 SH CHESAPEAKE ENERGY OKLA	3/06/13	5/13/14	Purchase 51,003	33,472			17,531
7 SH CALL CTXS	7/31/14	3/31/14	Purchase 1,488	1,750			-262
5868.39 SH MAINSTAY MARKETFIELD	7/26/12	10/10/14	Purchase 95,537	87,967			7,570
400 SH OCCIDENTAL PETE CORP	3/26/13	10/10/14	Purchase 37,006	31,185			5,821

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 6a - Sale of Assets (continued)

Description			How Received		Cost	Expense	Depreciation	Net Gain / Loss
Whom Sold	Date Acquired	Date Sold	Sale Price	Purchase				
860 SH GLAXOSMITHKLINE PLC	1/17/13	10/14/14	\$ 37,708	Purchase	\$ 37,780	\$	\$	-72
600 BAXTER INTERNATIONAL INC	10/11/13	10/20/14	40,576	Purchase	39,546			1,030
110 SH MICROSOFT	10/19/09	12/08/14	5,247	Purchase	2,897			2,350
75 SH MICROSOFT	10/30/09	12/08/14	3,577	Purchase	2,096			1,481
23 SH MICROSOFT	11/04/09	12/08/14	1,097	Purchase	646			451
27 SH MICROSOFT	11/04/09	12/08/14	1,288	Purchase	759			529
265 SH MICROSOFT	3/18/10	12/08/14	12,641	Purchase	7,849			4,792
700 SH KRAFT FOODS INC	10/31/13	12/08/14	42,288	Purchase	37,932			4,356
1400 EMC CORP-MASS	1/30/13	12/08/14	41,891	Purchase	34,650			7,241
100 SH WASHINGTON PRIME GROUP	9/10/13	7/21/14	1,650	Purchase	1,781			-131
200 SH SIMON PROPERTY GROUP	9/10/13	7/21/14	31,349	Purchase	27,980			3,369
2 SH CALL SIMON SPG	7/21/14	1/29/14	354	Purchase				354
20 SH WASHINGTON PRIME GROUP	9/10/13	8/07/14	372	Purchase	356			16
1100 SH ALPS ALERIAN MLP ETF	4/03/12	10/20/14	20,265	Purchase	18,284			1,981
Total			\$ 1,389,720	\$ 1,235,856	\$	\$	\$ 0	\$ 153,864

Federal Statements

57-0907666

FYE: 12/31/2014

Statement 2 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
SEC LITIGATION SETTLEMENT	\$ 341	\$ 341	\$
Total	\$ 341	\$ 341	\$ 0

Statement 3 - Form 990-PF, Part I, Line 16a - Legal Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Legal Fees	\$ 630	\$ 567	\$	\$ 63
Total	\$ 630	\$ 567	\$ 0	\$ 63

Statement 4 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Indirect Accounting Fees	\$ 12,105	\$ 10,895	\$	\$ 1,210
Total	\$ 12,105	\$ 10,895	\$ 0	\$ 1,210

Statement 5 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
INVESTMENT MGT FEES	\$ 24,895	\$ 22,406	\$	\$ 2,489
Total	\$ 24,895	\$ 22,406	\$ 0	\$ 2,489

Federal Statements

57-0907666

FYE: 12/31/2014

Statement 6 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
FEDERAL INCOME TAX	\$ 2,358	\$ 2,358	\$	\$
Total	\$ 2,358	\$ 2,358	\$ 0	\$ 0

Statement 7 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
MISCELLANEOUS EXPENSES	333	300		33
LIFE INSURANCE PREMIUM				
Total	\$ 333	\$ 300	\$ 0	\$ 33

Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
AFFILIATED MANAGERS GRP	\$ 2,637		Cost	\$
ALBEMARLE CORP	2,729	2,859	Cost	2,525
ALPS ALERIAN MLP EFT	18,284		Cost	
APPLE COMPUTER INC	184,539	184,539	Cost	270,431
AUTOLIV INC	3,549	3,481	Cost	5,943
AUTONATION INC	2,598		Cost	
BANK OF SC	28,407	28,407	Cost	155,512
CBRE GROUP INC	4,303	4,216	Cost	6,131
CHEVRON CORP	21,827	21,827	Cost	32,532
CULLEN FRST BKRS PV	2,548		Cost	
ENTEGRIS INC MINNESOTA	2,055	1,931	Cost	2,642
EXPEDIA INC	3,767	3,739	Cost	7,853
HEARTLAND PMT SYS INC	1,820	1,820	Cost	4,208
HELMERICH PAYNE INC	2,795		Cost	
IAC INTERACTIVECORP	4,026	3,916	Cost	5,714

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Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
INCYTE CORPORATION	\$ 515		Cost	\$
INFORMATICA CORP	2,907	2,847	Cost	2,479
INTL BUSINESS MACHINES	35,399	68,899	Cost	64,176
KAPSTONE PAPER AND PKG	1,357	1,315	Cost	3,840
MERCADOLIBRE INC	3,547		Cost	
MICROSOFT CORP	102,926	88,679	Cost	139,350
NORDSON CORP	2,866	2,866	Cost	3,820
NXP SEMICONDUCTORS N.V.	2,470		Cost	
ORACLE CORP	51,168	51,168	Cost	81,845
PAYCHEX INC	35,630		Cost	
PETSMART INC	3,510	4,662	Cost	6,829
SIGNET JEWELERS LTD	3,827	2,987	Cost	8,420
SILGAN HLDGS INC	2,972	2,889	Cost	3,752
TIBCO SOFTWARE INC	3,725		Cost	
TOWERS WATSON & CO CL A	2,405	2,345	Cost	4,527
UNITED RENTALS INC	2,850	2,329	Cost	6,733
WABTEC	2,823	2,896	Cost	6,517
WYNDHAM WORLDWIDE INC	2,004	2,004	Cost	4,717
XL GROUP PLC SHS	3,051	3,007	Cost	4,331
BAXTER INTERNTL INC	39,546		Cost	
BRISTOL-MYERS SQUIBB CO	32,456	94,280	Cost	118,060
CONAGRA FOODS INC	36,960		Cost	
INTEL CORP	57,677	63,494	Cost	106,330
PPL CORPORATION	52,181	52,181	Cost	67,937
MAINSTAY MARKETFIELD FD	87,967		Cost	
ALLIANCE DATA SYS CORP	3,569		Cost	
DILLARDS INC	1,990	1,915	Cost	3,129
DOLBY LABORATORIES INC	2,648	2,574	Cost	3,018
ENERSYS	1,394		Cost	
F E I COMPANY	1,917	1,828	Cost	3,433
FLEETCOR TECHNOLOGIES INC	2,052		Cost	
GARTNER INC	3,126	3,266	Cost	5,895
HANGER INC	924		Cost	
JANUS CAPITAL GROUP INC	1,895		Cost	
PAREXEL INTRNL CORP	1,545		Cost	
POLARIS INDUSTRIES	2,878	2,878	Cost	6,050
ROBERTHALF INTNL INC	4,524	4,524	Cost	7,648

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Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
	\$	\$		\$
SALLY BEAUTY HLDGS INC	1,282		Cost	
TOTAL SYS SVCS INC	3,946	3,930	Cost	5,671
UNITED THERAPEUTICS CORP	882	882	Cost	2,072
UNIVERSAL HEALTH SVCS	2,835	2,835	Cost	7,232
VALMONT INDUSTRIES	3,000	3,000	Cost	2,921
WILLIAMS SONOMA INC	3,087	3,001	Cost	5,146
FREEPORT MCMORAN COPPER	23,900	23,900	Cost	18,688
NEWMONT MINING CORP	17,263	17,263	Cost	9,450
CHESAPEAKE ENERGY OKLA	33,472		Cost	
COCA COLA CO	37,859	37,859	Cost	42,220
DEERE & CO	41,447		Cost	
EMC CORP-MASS	34,650		Cost	
EXXON MOBIL CORP	34,397	34,397	Cost	35,593
FORD MOTOR CO	38,581	38,581	Cost	38,750
GENERAL ELECTRIC CO	38,073	38,073	Cost	45,233
GLAXOSMITHKLINE PLC	37,780		Cost	
KRAFT FOODS INC	37,932		Cost	
LATEF FUND	157,575		Cost	
OCCIDENTAL PETE CORP	31,185		Cost	
RELPSA INC	39,861		Cost	
RS GLOBAL NATURAL FUND CL Y	8,552		Cost	
SIMON PROPERTY GROUP	35,714	5,596	Cost	7,284
SPDR BARCLAY CAPITAL HIGH Y	41,934		Cost	
SPECTRA ENERGY CORP	37,908		Cost	
TORONTO DOMINION BANK	30,027	30,027	Cost	36,791
WELLS FARGO & CO	34,935	34,935	Cost	54,820
AKORN INCORP LA	2,635	3,300	Cost	4,453
AOL INC	3,304		Cost	
B/E AEROSPACE INC	2,970	2,155	Cost	2,553
CARRIZO OIL & GAS	3,239	3,199	Cost	3,328
CIENA CORP	2,066	3,647	Cost	3,067
DANA HOLDING CORP	3,117		Cost	
EVERCOR PARTNERS INC	2,113		Cost	
F5 NETWORKS INC	2,645	4,021	Cost	5,610
FINISAR CORPORATION	2,061		Cost	
FIRST REP BK SAN FRANCISCO CALIF	3,302	3,450	Cost	4,534
GENTEX CORP	2,623	2,594	Cost	3,179

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Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
GNC HOLDINGS INC	\$ 4,545		Cost	\$
INTERACTIVE BROKERS GROUP INC	1,280	1,259	Cost	1,691
INTERNATIONAL GAME TECHNOLOGIES	3,398		Cost	
INTERXION HOLDING NV	1,585		Cost	
ISIS PHARMACEUTICALS INC	3,441	3,286	Cost	5,063
JAZZ PHARMACEUTICALS	2,397	3,061	Cost	4,093
KERYX BIOPHARMACEUTICAL	1,314	1,961	Cost	1,953
MANHATTAN ASSOCS INC	1,290	1,236	Cost	1,873
MARKETAXESS HOLDINGS INC	1,248	1,248	Cost	1,362
MEDIVATION INC	1,947	4,088	Cost	5,180
MOMENTA PHARMA INC	1,379		Cost	
NEUSTAR INC	2,604	3,437	Cost	2,335
OLD DOMINION FGHT LINES	2,603	4,303	Cost	6,056
ROVI CORP	2,275	2,204	Cost	2,078
SALIX PHARMACEUTICALS LTD	2,247		Cost	
VISTEON CORP	3,871	3,871	Cost	5,557
WHITING PETROLEUM CORP	3,209	3,160	Cost	2,145
WISDOMTREE INVESTMENTS INC	2,728		Cost	
WUXI PHARMATECH CAYMAN	2,789	2,731	Cost	2,997
CISCO SYSTEMS INC		60,702	Cost	75,101
COMCAST CORP		64,799	Cost	69,612
FREEMPORT MCMORAN COPPER & GOLD		36,300	Cost	23,360
MERCK & CO INC		33,981	Cost	34,074
PFIZER INC		63,639	Cost	68,530
POWERSHARES QQQ TR UNITS SER 1		64,421	Cost	72,275
PRINCIPAL FINANCIAL GROUP INC		37,396	Cost	41,552
UNITED TECHNOLOGIES CORP		64,974	Cost	69,000
VANGUARD DIVIDEND APPRECIATION ETF		104,362	Cost	113,624
VERIZON COMMUNICATIONS		63,138	Cost	60,814
WALGREEN BOOTS ALLIANCE		181,669	Cost	228,600
ADVENT SOFTWARE INC		2,922	Cost	2,850
ALIGN TECH INC		3,720	Cost	3,746
BITAUTO HOLDINGS LTD		2,191	Cost	3,732
CENTENE CORP		2,829	Cost	3,946
CONSTELLUM HOLD CO		1,370	Cost	937
CORE LAB NV COM		2,759	Cost	2,046
DECKERS OUTDOORS CORP		3,575	Cost	3,277

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Statement 8 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments (continued)

Description	Beginning of Year	End of Year	Basis of Valuation	Fair Market Value
DEXCOM INC	\$	2,129	Cost	\$ 2,697
FOOT LOCKER INC		4,294	Cost	5,056
GLOBAL PMTS INC		4,098	Cost	4,602
HAIN CELESTIAL GROUP INC		3,922	Cost	1,924
HD SUPPLY HOLDINGS INC		3,765	Cost	3,775
ICON PLC		2,973	Cost	2,753
INSULET CORP		1,163	Cost	1,428
KLX INC		815	Cost	907
NETSCOUT SYSTEMS INC		2,680	Cost	2,339
POWER INTEGRATIONS INC		3,364	Cost	2,742
PROTO LABS INC		1,384	Cost	1,410
SPLUNK INC		2,641	Cost	3,065
TABLEAU SOFTWARE INC		2,871	Cost	4,068
TANDEM DIABETES CARE		702	Cost	673
VERINT SYSTEMS INC		2,981	Cost	2,914
YELP INC		2,765	Cost	2,299
YY INC ADR AMERICAN DEPOSITARY		3,829	Cost	3,678
ZULILY INC		2,142	Cost	1,427
Total	\$ 1,771,387	\$ 1,898,323		\$ 2,462,138

Federal Statements**Statement 9 - Form 990-PF, Part II, Line 22 - Other Liabilities**

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>
UNEXPIRED CALL OPTIONS	\$ 9,480	\$ 0
Total	<u>\$ 9,480</u>	<u>\$ 0</u>

Statement 10 - Form 990-PF, Part III, Line 3 - Other Increases

<u>Description</u>	<u>Amount</u>
ADJ INTEL COST	\$ 5,817
Total	<u>\$ 5,817</u>

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Statement 11 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
JOHN M. RIVERS, JR. 40 CALHOUN STREET, SUITE 500 CHARLESTON SC 29413	PRESIDENT/DI	0.00	0	0	0
J. RUTLEDGE YOUNG, JR. 28 BROAD STREET CHARLESTON SC 29401	VICE PRESIDE	0.00	0	0	0
A. BARON HOLMES, IV 216 TURKEY POINTE CIRCLE COLUMBIA SC 29223	SECRETARY/DI	0.00	0	0	0
T. HEYWARD CARTER, JR PO BOX 369 CHARLESTON SC 29402	ASSISTANT SE	0.00	0	0	0
EDWARD H. DANIELL 631 ST ANDREWS BLVD CHARLESTON SC 29407	TREASURER/DI	0.00	0	0	0
THOMAS WARING 40 CALHOUN STREET, SUITE 300 CHARLESTON SC 29401	DIRECTOR	0.00	0	0	0
ANNE T. POPE 68 MONTAGU STREET CHARLESTON SC 29401	DIRECTOR	0.00	0	0	0
DAVID H. MAYBANK 40 CALHOUN STREET, SUITE 300 CHARLESTON SC 29401	DIRECTOR	0.00	0	0	0
KAREN PHILLIPS 40 CALHOUN STREET, SUITE 300 CHARLESTON SC 29401	DIRECTOR	0.00	0	0	0

Federal Statements**Form 990-PF, Part XV, Line 2b - Application Format and Required Contents**

Description

WRITTEN REQUEST

Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

NONE

Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

CHARLESTON, SC AREA AND CASHIERS, NC AREA

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Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year

Name	Address	Relationship	Status	Purpose	Amount
ASHLEY HALL SCHOOL	CHARLESTON SC 29403	172 RUTLEDGE AVENUE		MINORITY SCHOLARSHIP	25,000
CASHIERS HISTORICAL SOCIETY	CASHIERS NC 28717	PO BOX 104		HONOR GAYLE EBY	1,000
CHURCH OF THE GOOD SHEPHERD	CASHIERS NC 28787	PO BOX 32		HONOR VIRGINIA MONROE	5,000
COASTAL CONSERVATION LEAGUE	CHARLESTON SC 29403	90 ALEXANDER STREET		GENERALFUND	2,500
COLLEGE OF CHARLESTON FOUNDATION	CHARLESTON SC 29424-0001	66 GEORGE STREET		JOHN M RIVERS JR SCHOLARSHIP FD	5,000
ASHLEY HALL SCHOOL	CHARLESTON SC 29403	172 RUTLEDGE AVENUE		HEAD OF SCHOOL DISCRETION	5,000
CHARLESTON DAY SCHOOL	CHARLESTON SC 29401	15 ARCHDALE STREET		75TH ANNIVERSARY CAPITAL CAMPAIGN	1,000
CHARLESTON SYMPHONY ORCHESTRA	CHARLESTON SC 29407	756 ST ANDREWS BLVD		GENERAL FUND MEMORY JOHN MAYBANK	1,500
COLLEGE OF CHARLESTON SCHOOL OF ART	CHARLESTON SC 29424	66 GEORGE STREET		MONTHLY CONCERT SERIES	2,500
COLLEGE OF CHARLESTON WOMENS TENNIS	CHARLESON SC 29424	66 GEORGE STREET		WILLARD SILCOX SCHOLARSHIP FD	1,000
COLLEGE OF CHARLESTON WOMENS GOLF	CHARLESTON SC 29401	103 CALHOUN STREET		YEAMONS HALL COUGAR CLASSIC	5,000
COLLEGE OF CHAS WOMENS BASKETBALL	CHARLESTON SC 29424	66 GEORGE STREET		COACHES DISCRETION	5,000
COLLEGE OF CHAS MENS BASKETBALL	CHARLESTON SC 29424	66 GEORGE STREET		COACHES DISCRETION	5,000
COLLEGE OF CHAS SCHOOL OF THE ARTS	CHARLESTON SC 29424	66 GEORGE STREET		INTERNATIONAL PIANO SERIES	2,500
CHARLESTON COUNTY LIBRARY	CHARLESTON SC 29401	68 CALHOUN STREET		CHARLESTON TELLS STORYTELLING FESTIV	1,500
CHARLESTON AREA THERAPEUTIC RIDING	JOHNS ISLAND SC 29455	2669 HAMILTON ROAD		RAISE THE ROOF CAMPAIGN	1,000
GIBBES MUSEUM OF ART	CHARLESTON SC 29401	135 MEETING STREET		SUPPORT OF PALM BEACH EXHIBIT TRIP	2,500

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**Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)**

Name		Address		Relationship	Status	Purpose	Amount
HISTORIC CHARLESTON FOUNDATION	CHARLESTON SC 29401	40 EAST BAY STREET				ADMIN HELP PALM BEACH EXHIBIT TRIP	2,500
LOWCOUNTRY OPEN LAND TRUST	CHARLESTON SC 29401	485 EAST BAY STREET				HONOR RUTLEDGE YOUNG	1,000
MUSC E CARWILE LEROY MD FELLOWSHIP	CHARLESTON SC 29425-6230	96 JONATHAN LUCAS STREET				DIVISION RHEUMATOLOGY MATCHING GRANT	2,000
ST PHILIPS CHURCH	CHARLESTON SC 29401	142 CHURCH STREET				RECTORS DISCRETIONARY FUND	500
SC AQUARIUM	CHARLESTON SC 29401	100 AQUARIUM WHARF				HONOR DR TED STERN/HILTON SMITH	1,000
SPOLETO FESTIVAL USA	CHARLESTON SC 29401	14 GEORGE STREET				ANNUAL OPERATING BUDGET	10,000
TRIDENT TECHNICAL COLLEGE FOUNDATIO	CHARLESTON SC 29419-1227	PO BOX 61227				SCHOLARSHIP DR MARY THORNLEY AWARD	15,000
TRIDENT UNITED WAY	NORTH CHARLESTON SC 29406	6296 RIVERS AVENUE				ANNUAL COMMUNITY CAMPAIGN	10,000
ENOUGH PIE	CHARLESTON SC 29405	1600 MEETING STREET				HONOR KATE NEVIN	1,000
CHARLESTON COLLEGIATE SCHOOL	JOHNS ISLAND SC 29455	2024 ACADEMY ROAD				HONOR HACKER BURR FOR MINORITY SCHOL	1,000
CHARLESTON LIBRARY SOCIETY	CHARLESTON SC 29401	164 KING STREET				HONOR STEVE GATES	1,000
CHARLESTON PROMISE NEIGHBORHOOD	CHARLESTON SC 29405	1819 MEETING ST RD, STE B				HONOR LAURA & BILL HEWITT	2,500
CHARLESTON WATERKEEPER	CHARLESTON SC 29402	PO BOX 29				HONOR LINDSAY NEVIN & WALKER BROCK	1,000
CHILDREN'S MUSEUM OF THE LOWCOUNTRY	CHARLESTON SC 29403	25 ANN STREET				HONOR MARTY WHALEY ADAMS CORNWELL	1,000
COASTAL CRISIS CHAPLAINCY	CHARLESTON SC 29407	714 ST ANDREWS BLVD				HONOR KATE WARING	1,000
COLLEGE OF CHAS FD "FRIENDS LIBRARY	CHARLESTON SC 29424	66 GEORGE STREET				DEAN'S DISCRETION	2,500
COLLEGE OF CHAS FD "FRIENDS LIBRARY	CHARLESTON SC 29424	66 GEORGE STREET				ST ANDREWS SOC & OTHER SCOTTISH MAT	2,500

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Statement 12 - Form 990-PF, Part XV, Line 3a - Grants and Contributions Paid During the
Year (continued)

Name		Address		Relationship	Status	Purpose	Amount
COLLEGE OF CHAS SCHOOL LANGUAGES	CHARLESTON SC 29424	66	GEORGE STREET			HONOR HILTON SMITH	1,000
COLLEGE OF CHAS WOMEN'S TENNIS	CHARLESTON SC 29424	66	GEORGE STREET			RECRUITING BUDGET	1,500
EDWIN GARDNER MEMORIAL ENDOWMENT	CHARLESTON SC 29403	635	RUTLEDGE AVE, STE 201			HONOR WHITNEY POWERS	1,000
ENVISION SOUTH CAROLINA	CHARLESTON SC 29401	32	BULL STREET			WORLD CLASS SCHOLARS HONOR P NOBLE	1,000
THE HUGE FOUNDATION	CHARLESTON SC 29401	25	EAST BATTERY STREET			HONOR HARRY & REBA HUGE	3,000
MUSC CHILDREN'S HOSPITAL	CHARLESTON SC 29425	59	BEE ST, MSC 201			HONOR DR CHARLES DARBY	2,500
Total							<u>137,500</u>