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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 HENRY G SIMS & HENRY U SIMS MEM FD		A Employer identification number 63-6114412	
Number and street (or P O box number if mail is not delivered to street address) C/O REGIONS BANK P O BOX 2886		Room/suite	B Telephone number (see instructions) (205) 264-7132
City or town, state or province, country, and ZIP or foreign postal code MOBILE, AL 366522886		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16)▶\$ 1,219,033		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> 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)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3	3		
	4 Dividends and interest from securities.	24,115	26,843		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	328,865			
	b Gross sales price for all assets on line 6a 1,462,344				
	7 Capital gain net income (from Part IV, line 2) . . .		328,865		
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	352,983	355,711		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	15,491	10,844		4,647
	14 Other employee salaries and wages		0	0	0
	15 Pension plans, employee benefits		0	0	
	16a Legal fees (attach schedule)				0
	b Accounting fees (attach schedule)	800	0	0	800
	c Other professional fees (attach schedule)	960	960		0
	17 Interest				0
	18 Taxes (attach schedule) (see instructions)	1,799	216		0
	19 Depreciation (attach schedule) and depletion . . .	0	0		
	20 Occupancy				
	21 Travel, conferences, and meetings		0	0	
	22 Printing and publications		0	0	
	23 Other expenses (attach schedule)	29	29		
	24 Total operating and administrative expenses. Add lines 13 through 23	19,079	12,049	0	5,447
	25 Contributions, gifts, grants paid	57,500			57,500
	26 Total expenses and disbursements. Add lines 24 and 25	76,579	12,049	0	62,947
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	276,404			
	b Net investment income (if negative, enter -0-)		343,662		
	c Adjusted net income (if negative, enter -0-)			0	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	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	12,572	50,801	50,801
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____		0	0
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____ 0			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	618,093	 743,385	766,910
	c	Investments—corporate bonds (attach schedule).	289,141	 402,063	401,322
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			0
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	919,806	1,196,249	1,219,033	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
	Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.					
27		Capital stock, trust principal, or current funds	919,806	1,196,249	
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)	919,806	1,196,249	
31	Total liabilities and net assets/fund balances (see instructions) . . .	919,806	1,196,249		

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)	1 919,806
2	Enter amount from Part I, line 27a	2 276,404
3	Other increases not included in line 2 (itemize) ▶  _____	3 39
4	Add lines 1, 2, and 3	4 1,196,249
5	Decreases not included in line 2 (itemize) ▶ _____	5 0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30 .	6 1,196,249

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	328,865
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	54,632	1,154,806	0 047308
2012	53,771	1,053,953	0 051018
2011	54,985	1,063,961	0 05168
2010	53,310	1,017,106	0 052413
2009	47,711	902,979	0 052837

2	Total of line 1, column (d).	2	0 255256
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 051051
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,229,465
5	Multiply line 4 by line 3.	5	62,765
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	3,437
7	Add lines 5 and 6.	7	66,202
8	Enter qualifying distributions from Part XII, line 4.	8	62,947

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 <input type="checkbox"/> and enter "N/A" on line 1			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	6,873
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	6,873
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	6,873
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,112	
b		Exempt foreign organizations—tax withheld at source	6b		
c		Tax paid with application for extension of time to file (Form 8868)	6c	0	
d		Backup withholding erroneously withheld	6d		
7		Total credits and payments. Add lines 6a through 6d.		7	1,112
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	0
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed		9	5,761
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 0 Refunded <input type="checkbox"/>		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	Yes	No
b	Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)? <i>If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.</i>	1b		No
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 <input type="checkbox"/> \$ (2) On foundation managers <input type="checkbox"/> \$			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? <i>If "Yes," attach a conformed copy of the changes.</i>	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? <i>If "Yes," attach the statement required by General Instruction T.</i>	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> AL			
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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV.</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	10		No

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address				
14	REGIONS BANK The books are in care of TRUST DEPARTMENT Telephone no (205) 264-7132 Located at 1901 5TH AVENUE N BIRMINGHAM AL ZIP+4 35203			
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?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

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

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	No
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	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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).		2b	No
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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))?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(2)	Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(3)	Provide a grant to an individual for travel, study, or other similar purposes?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> No	
(4)	Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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.	<input type="checkbox"/>		
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?	<input type="checkbox"/> Yes	<input type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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?	<input type="checkbox"/> Yes	<input checked="" type="checkbox"/> 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
REGIONS BANK	TRUSTEE	15,491		
1901 6TH AVENUE NORTH	1			
BIRMINGHAM,AL 35203				
2 Compensation of five highest-paid employees (other than those included on line 1—see instructions). If none, enter "NONE."				
(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				
Total number of other employees paid over \$50,000.				0

Part VIII

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

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

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

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1	
2	
3	
4	

Part IX-B

Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,248,188
b	Average of monthly cash balances.	1b	0
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	1,248,188
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	1,248,188
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	18,723
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	1,229,465
6	Minimum investment return. Enter 5% of line 5.	6	61,473

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	61,473
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	6,873
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	6,873
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	54,600
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	54,600
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	54,600

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	62,947
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	0
b	Cash distribution test (attach the required schedule).	3b	0
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	62,947
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	62,947

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				54,600
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 2012 , 20____ , 20____		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				0
b From 2010.				1,925
c From 2011.				2,711
d From 2012.				2,353
e From 2013.				0
f Total of lines 3a through e.	6,989			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 62,947				
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.				54,600
e Remaining amount distributed out of corpus	8,347			
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	15,336			
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) . . .	0			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	15,336			
10 Analysis of line 9				
a Excess from 2010. . . .				1,925
b Excess from 2011. . . .				2,711
c Excess from 2012. . . .				2,353
d Excess from 2013. . . .				0
e Excess from 2014. . . .				8,347

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

1a

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

b

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

☐ 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 XVSupplementary Information (Complete this part only if the organization had \$5,000 or more in assets at any time during the year—see instructions.)

1

Information Regarding Foundation Managers:

a

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

b

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

2

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

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

a

The name, address, and telephone number or e-mail address of the person to whom applications should be addressed

CARA GOBER REGIONS BANK
1901 6TH AVENUE NORTH
BIRMINGHAM,AL 35203
(205) 264-7132

b

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

APPLICATIONS IN LETTER FORM WITH LATEST COPY OF IRS DETERMINATION LETTER

c

Any submission deadlines

APRIL 15TH

d

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

LIMITED TO ALABAMA CHARITABLE ORGANIZATIONS - LEGAL INSTITUTIONS OR FOR THE BLIND NO GRANTS MADE TO INDIVIDUALS

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	57,500
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

[illegible]

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.

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

[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

**Sign
Here**

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

* * * * *

2015-05-04

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below
(see instr)? ☐ Yes ☒ No

Paid Preparer Use Only	Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed <input type="checkbox"/>	PTIN
	Firm's name <input type="checkbox"/>			Firm's EIN <input type="checkbox"/>	
	Firm's address <input type="checkbox"/>			Phone no <input type="checkbox"/>	

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5114 35 AMERICAN CENTURY SMALL CAP VALUE INST CL		2012-08-16	2014-06-26
150 AMERICAN EXPRESS CO		2010-01-14	2014-06-26
120 ANADARKO PETROLEUM CORP		2012-07-18	2014-06-26
125 APPLE COMPUTER INC		2012-11-05	2014-06-26
2136 825 ARTISAN MID CAP VALUE FD INV SHS		2012-08-16	2014-06-26
1182 809 ARTISAN INTERNATIONAL VALUE FD INV SHS		2010-02-26	2014-06-26
138 AUTO DESK INC		2013-11-14	2014-06-26
40 BLACKROCK INC		2011-02-18	2014-06-26
1696 178 BUFFALO SMALL CAP FUND		2012-08-16	2014-06-26
182 CVS CORP		2010-01-14	2014-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
51,399		43,421	7,978
14,055		6,398	7,657
12,981		8,797	4,184
11,237		10,424	813
59,959		39,180	20,779
46,035		26,802	19,233
7,658		6,015	1,643
12,522		8,245	4,277
59,994		26,931	33,063
13,690		6,718	6,972

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7,978
			7,657
			4,184
			813
			20,779
			19,233
			1,643
			4,277
			33,063
			6,972

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
120 CHEVRONTEXACO CORP COM		2012-12-11	2014-06-26
239 CISCO SYSTEMS COM STK		2005-11-08	2014-06-26
142 CITIGROUP INC		2013-05-10	2014-06-26
106 DANAHER CORP COM		2012-03-15	2014-06-26
175 WALT DISNEY CO COM		2012-12-06	2014-06-26
195 E M C CORP MASS COM		2006-09-19	2014-06-26
147 EXXON MOBIL CORP		2012-12-11	2014-06-26
459 FORD MTR CO DEL COM PAR \$0 01		2013-03-20	2014-06-26
459 GENERAL ELEC CO COM		2010-03-24	2014-06-26
46 GILEAD SCIENCES INC		2013-07-10	2014-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
15,556		8,502	7,054
5,872		4,322	1,550
6,678		6,910	-232
8,352		5,817	2,535
14,683		8,593	6,090
5,081		2,176	2,905
14,853		11,167	3,686
7,831		6,155	1,676
12,039		8,614	3,425
3,736		2,517	1,219

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7,054
			1,550
			-232
			2,535
			6,090
			2,905
			3,686
			1,676
			3,425
			1,219

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3014 613 GOLDMAN SACHS S/M CAP GTH-IS		2012-08-16	2014-06-26
5 GOOGLE INC CL A		2011-01-20	2014-06-26
5 GOOGLE INC CL C - W/I		2011-01-20	2014-06-26
82 HONEYWELL INTERNATIONAL INC COM		2013-03-20	2014-06-26
60 HONEYWELL INTERNATIONAL INC COM		2013-07-10	2014-06-26
379 INTEL CORP COM		2009-01-09	2014-06-26
70 INTUIT		2013-07-10	2014-06-26
540 ISHARES MSCI EMERGING MARKETS ETF		2010-12-14	2014-06-26
305 JP MORGAN CHASE & CO COM		2012-12-11	2014-06-26
148 JOHNSON & JOHNSON COM		2010-01-14	2014-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
65,477		30,202	35,275
2,914		1,572	1,342
2,874		1,568	1,306
7,600		6,127	1,473
5,561		4,893	668
11,619		7,680	3,939
5,623		4,436	1,187
23,300		17,642	5,658
17,264		10,936	6,328
15,546		9,220	6,326

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			35,275
			1,342
			1,306
			1,473
			668
			3,939
			1,187
			5,658
			6,328
			6,326

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
284 LOWES CO		2012-10-18	2014-06-26
1981 304 MFS RESH INTL FD CL I		2008-03-11	2014-06-26
75 MCDONALDS CORP		2012-12-11	2014-06-26
87 MCKESSON HBOC INC		2013-05-10	2014-06-26
180 MERCK & CO INC NEW		2010-08-24	2014-06-26
145 NEXTERA ENERGY, INC		2010-08-24	2014-06-26
320 ORACLE CORPORATION COM		2007-10-11	2014-06-26
22850 PIMCO FDS TOTAL RET FD INST CL COM		2010-01-15	2014-06-26
142 PEPSICO INC COM		2010-01-14	2014-06-26
130 PHILIP MORRIS INTERNATIONAL INC		2008-10-23	2014-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13,360		9,352	4,008
37,486		36,234	1,252
7,592		6,880	712
16,368		10,033	6,335
10,486		6,184	4,302
14,636		7,967	6,669
12,838		7,308	5,530
250,436		237,002	13,434
12,513		7,788	4,725
11,215		5,553	5,662

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			4,008
			1,252
			712
			6,335
			4,302
			6,669
			5,530
			13,434
			4,725
			5,662

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
100 PHILLIPS 66		2012-12-06	2014-06-26
96 PRAXAIR INC		2011-08-10	2014-06-26
143 PROCTER & GAMBLE CO		2010-01-14	2014-06-26
190 PRUDENTIAL FINANCIAL INC COM		2009-01-09	2014-06-26
64 QUALCOMM INC		2005-04-12	2014-06-26
84 SCHLUMBERGER LTD COM		2009-01-09	2014-06-26
14 STARBUCKS CORP		2013-11-14	2014-06-26
90 STRYKER CORP		2005-11-08	2014-06-26
100 TJX COS INC NEW		2013-07-10	2014-06-26
138 TARGET CORP COM		2012-03-15	2014-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
8,124		5,092	3,032
12,560		9,022	3,538
11,270		8,042	3,228
16,686		9,852	6,834
5,007		2,192	2,815
9,700		3,528	6,172
1,089		1,133	-44
7,633		3,947	3,686
5,233		5,149	84
7,954		8,087	-133

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,032
			3,538
			3,228
			6,834
			2,815
			6,172
			-44
			3,686
			84
			-133

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
253 TEXAS INSTRS INC		2011-03-24	2014-06-26
80 THERMO ELECTRON CORP		2010-01-14	2014-06-26
91 3M CO COM		2009-05-15	2014-06-26
79 TIFFANY & CO		2012-12-06	2014-06-26
115 TRAVELERS COMPANIES, INC		2005-04-12	2014-06-26
76 UNION PACIFIC CORP		2013-11-14	2014-06-26
51 UNITED TECHNOLOGIES CORP COM		2005-11-08	2014-06-26
150 VERIZON COMMUNICATIONS COM		2005-11-08	2014-06-26
37 VISA INC - CLASS A SHRS		2010-03-04	2014-06-26
145 WALMART STORES INC COM		2013-03-20	2014-06-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
12,021		8,818	3,203
9,513		3,236	6,277
12,976		6,298	6,678
7,842		4,620	3,222
10,782		4,033	6,749
7,562		6,008	1,554
5,876		2,627	3,249
7,338		4,156	3,182
7,696		3,207	4,489
10,918		10,624	294

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			3,203
			6,277
			6,678
			3,222
			6,749
			1,554
			3,249
			3,182
			4,489
			294

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
391 WELLS FARGO & CO NEW COM		2012-12-11	2014-06-26
109 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B		2012-10-18	2014-06-26
352 INVESCO LTD		2013-11-14	2014-06-26
77 LYONDELLBASELL INDUSTRIES - CL A SEDOL #B3SPXZ3 ISIN #NL0009434992		2013-11-14	2014-06-26
4 FIRST REPUBLIC BANK SAN FRAN		2014-06-26	2014-06-30
11 WADDELL & REED FINANCIAL INC CL A		2014-06-26	2014-06-30
5 HITTITE MICROWAVE CORP		2014-06-26	2014-07-23
13 GULFPORT ENERGY CORP		2014-06-26	2014-07-24
5 MICRO S SYS INC		2014-06-26	2014-07-25
57 BARCLAYS PLC SPONSORED ADR ONE ADR REPRS		2014-06-26	2014-07-29

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
20,342		13,272	7,070
8,778		7,528	1,250
13,055		12,014	1,041
7,572		6,007	1,565
219		216	3
680		674	6
390		390	
741		803	-62
339		339	
848		823	25

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7,070
			1,250
			1,041
			1,565
			3
			6
			-62
			25

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
17 ITOCHU CORP UNSPON ADR		2014-06-26	2014-07-29
40 KOREA ELECTRIC POWER CORP SPONSORED ADR		2014-06-26	2014-07-29
18 LENOVO GROUP LTD ADR		2014-06-26	2014-07-29
104 MITSUBISHI UF J FINL GRP-ADR		2014-06-26	2014-07-29
12 SEVEN & I HOLDINGS CO ,LTD		2014-06-26	2014-07-29
10 SHIRE PHARMACEUTICALS GROUP PLC SPONSORED ADR		2014-06-26	2014-07-29
13 SWISS RE LTD -SPN ADR		2014-06-26	2014-07-29
20 TDK CORP ONE ADR REPRESENTS 1 ORDINARY		2014-06-26	2014-07-29
17 TENARIS SA-ADR		2014-06-26	2014-07-29
10 FLUOR CORP		2014-06-26	2014-08-01

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
445		436	9
798		728	70
499		480	19
614		634	-20
1,038		1,002	36
2,507		2,299	208
1,130		1,148	-18
975		933	42
763		784	-21
734		757	-23

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			9
			70
			19
			-20
			36
			208
			-18
			42
			-21
			-23

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6 RESMED INC		2014-06-26	2014-08-01
7 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B		2012-10-18	2014-08-01
173 031 IVY HIGH INCOME FUND CL I		2014-06-26	2014-08-07
2293 211 IVY HIGH INCOME FUND CL I		2013-07-10	2014-08-07
3 AIR METHODS CORP NEW		2014-06-26	2014-08-18
3 MEDNAX, INC MEDNAX		2014-06-26	2014-08-18
1 BNP PARIBAS SPONSORED ADR		2014-06-26	2014-09-09
1 CANADIAN PACIFIC RAILWAY LTD COM		2014-06-26	2014-09-09
51 CARLSBERG A/S - B -SPON ADR		2014-06-26	2014-09-09
37 DEUTSCHE POST AG		2014-06-26	2014-09-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
285		307	-22
554		483	71
1,490		1,516	-26
19,745		19,338	407
175		155	20
169		173	-4
34		33	1
206		178	28
950		1,065	-115
1,211		1,315	-104

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-22
			71
			-26
			407
			20
			-4
			1
			28
			-115
			-104

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
1 EMBRAER SA - ADR		2014-06-26	2014-09-09
1 GRUPO FINANCIERO BANORTE -SPON ADR		2014-06-26	2014-09-09
2 ING GROEP N V SPONSORED ADR		2014-06-26	2014-09-09
3 INTESA SANPAOLO SPON ADR		2014-06-26	2014-09-09
2 KASIKORNBANK PUBLIC CO LMTD UNSPON ADR		2014-07-29	2014-09-09
1 KOC HOLDING AS UNSPON ADR		2014-06-26	2014-09-09
2 LENOVO GROUP LTD ADR		2014-06-26	2014-09-09
1 MICHELIN (CGDE) -UNSPON ADR		2014-06-26	2014-09-09
31 NIPPON TELEG & TEL CORP SPONSORED ADR		2014-06-26	2014-09-09
4 NISSAN MOTOR CO LTD SPONSORED ADR		2014-06-26	2014-09-09

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
38		36	2
35		36	-1
28		28	
56		56	
59		52	7
25		24	1
65		53	12
22		24	-2
1,013		951	62
78		76	2

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			-1
			7
			1
			12
			-2
			62
			2

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2 NOMURA HOLDINGS INC ADR		2014-06-26	2014-09-09
13 LUKOIL SPONSORED ADR 1 ADR REPRS 4 COMMO		2014-06-26	2014-09-09
1 PT BANK RAKYAT INDONESIA - UN ADR		2014-06-26	2014-09-09
2 ROCHE HOLDINGS LTD SPONSORED ADR		2014-06-26	2014-09-09
1 SMITH & NEPHEW P L C SPD ADR NEW		2014-07-29	2014-09-09
2 TATA MOTORS LTD SPONSORED ADR 1 ADR REP		2014-07-29	2014-09-09
1 TOKIO MARINE HOLDINGS - ADR		2014-06-26	2014-09-09
1 WUXI PHARMATECH INC -ADR		2014-06-26	2014-09-09
3 HOLLYSYS AUTOMATION TECH LTD SEDOL# B0JCH50 ISIN# VGG456671053		2014-06-26	2014-09-09
4 APPLE COMPUTER INC		2012-11-05	2014-09-26

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
13		14	-1
752		780	-28
18		17	1
73		73	
86		89	-3
94		80	14
30		33	-3
36		32	4
66		70	-4
398		334	64

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-1
			-28
			1
			-3
			14
			-3
			4
			-4
			64

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 QUALCOMM INC		2005-04-12	2014-09-26
8 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B		2012-10-18	2014-09-26
8 ARYZTA AG -UNSPON ADR		2014-06-26	2014-10-03
11 ASAHI CHEM INDUS		2014-06-26	2014-10-03
16 ASTELLAS PHARMA INC UNSP ADR		2014-09-09	2014-10-03
12 AUSTRALIA & NEW ZEALAND BKG GR SPONSORED ADR ONE ADR RPRS 5 ORD SH		2014-06-26	2014-10-03
8 BHP BILLITON PLC SPONSORED ONE ADR REPRS		2014-06-26	2014-10-03
9 BP PLC SPONS ADR		2014-06-26	2014-10-03
5 BNP PARIBAS SPONSORED ADR		2014-06-26	2014-10-03
9 BANCO BRADESCO BANCO BRADESCO S A		2014-06-26	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
522		240	282
631		552	79
334		376	-42
181		166	15
236		210	26
331		382	-51
424		514	-90
385		470	-85
160		167	-7
128		133	-5

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			282
			79
			-42
			15
			26
			-51
			-90
			-85
			-7
			-5

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
24 BANCO SANTANDER S A ADR ONE ADR REPRS O		2014-06-26	2014-10-03
30 BANK OF CHINA LTD -UNSPON ADR		2014-07-29	2014-10-03
7 BAYERISHE MOTOREN WERKE BMW - UNSPONSORE		2014-06-26	2014-10-03
5 BRITISH AMERN TOB PLC SPONSORED ADR EACH ADR REPRS TWO ORDINARY SHS		2014-06-26	2014-10-03
5 CANADIAN PACIFIC RAILWAY LTD COM		2014-06-26	2014-10-03
8 CARLSBERG A/S - B -SPON ADR		2014-06-26	2014-10-03
8 CREDIT SUISSE GROUP SPONSORED ADR EACH ADR RPRS 1 REGISTERED SHR		2014-06-26	2014-10-03
13 DEUTSCHE TELEKOM AG - SPONSORED ADR ONE ADR REPRS ONE ORD SHS		2014-06-26	2014-10-03
5 EMBRAER SA - ADR		2014-06-26	2014-10-03
13 ENAGAS UNSPON ADR		2014-06-26	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
221		249	-28
334		363	-29
247		290	-43
558		592	-34
1,083		892	191
140		167	-27
215		225	-10
190		226	-36
189		179	10
204		205	-1

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-28
			-29
			-43
			-34
			191
			-27
			-10
			-36
			10
			-1

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
8 GRUPO FINANCIERO BANORTE -SPON ADR		2014-06-26	2014-10-03
16 HUTCHISON WHAMPOA LTD ADR		2014-06-26	2014-10-03
5 INFOSYS LIMITED SPON ADR 1/4 SHARE		2014-06-26	2014-10-03
14 ING GROEP N V SPONSORED ADR		2014-06-26	2014-10-03
5 INTESA SANPAOLO SPON ADR		2014-06-26	2014-10-03
251 ISHARES TR MSCI EAFE INDEX FD		2014-06-26	2014-10-03
7 ITOCHU CORP UNSPON ADR		2014-06-26	2014-10-03
5 KASIKORNBANK PUBLIC CO LMTD UNSPON ADR		2014-07-29	2014-10-03
7 KOC HOLDING AS UNSPON ADR		2014-06-26	2014-10-03
14 KOREA ELECTRIC POWER CORP SPONSORED ADR		2014-09-09	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
249		290	-41
391		440	-49
300		263	37
197		193	4
87		93	-6
15,722		16,998	-1,276
163		179	-16
141		130	11
154		169	-15
315		266	49

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-41
			-49
			37
			4
			-6
			-1,276
			-16
			11
			-15
			49

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 L G DISPLAY COMPANY LTD ADR		2014-09-09	2014-10-03
9 LVMH MOET HENNESSY LOUIS VUITTON - ADR		2014-06-26	2014-10-03
6 LENOVO GROUP LTD ADR		2014-06-26	2014-10-03
5 MAGNA INTERNATIONAL INC		2014-06-26	2014-10-03
5 METHANEX CORP		2014-06-26	2014-10-03
14 MICHELIN (CGDE)-UNSPON ADR		2014-06-26	2014-10-03
21 MITSUBISHI UF J FINL GRP-ADR		2014-06-26	2014-10-03
16 NISSAN MOTOR CO LTD SPONSORED ADR		2014-06-26	2014-10-03
14 NOMURA HOLDINGS INC ADR		2014-06-26	2014-10-03
10355 595 PIMCO FDS PAC INVT MGMT SER TOTAL RETURN FD II INSTL CL		2014-06-26	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
107		115	-8
288		344	-56
180		160	20
480		535	-55
326		306	20
253		333	-80
116		128	-12
299		305	-6
81		99	-18
107,491		108,009	-518

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-8
			-56
			20
			-55
			20
			-80
			-12
			-6
			-18
			-518

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 PT BANK RAKYAT INDONESIA - UN ADR		2014-06-26	2014-10-03
13 PT BANK MANDIRI UNSPON ADR		2014-06-26	2014-10-03
8 PT ASTRA INTERNATIONAL TBK -UNSP ADR		2014-06-26	2014-10-03
15 PANDORA A/S - ADR		2014-06-26	2014-10-03
11 PETROLEO BRASILEIRO SA PETROBRAS 00		2014-09-09	2014-10-03
7 PRUDENTIAL PLC ADR		2014-09-09	2014-10-03
5 RICOH COMPANY, LTD ADR		2014-06-26	2014-10-03
11 ROCHE HOLDINGS LTD SPONSORED ADR		2014-06-26	2014-10-03
5 ROLLS-ROYCE HOLDINGS PLC SPONSORED ADR ONE ADR REPRS 5 ORD SHS		2014-06-26	2014-10-03
5 ROYAL BK CANADA MONTREAL		2014-07-29	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
114		117	-3
102		105	-3
86		96	-10
292		281	11
152		192	-40
308		315	-7
264		299	-35
397		401	-4
382		446	-64
356		369	-13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-3
			-3
			-10
			11
			-40
			-7
			-35
			-4
			-64
			-13

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
13 SK TELECOM CO LTD-ADR		2014-09-09	2014-10-03
12 SAMPO OYJ - A SHS-UNSP ADR		2014-06-26	2014-10-03
8 SANLAM LIMITED SPONSORED ADR		2014-07-29	2014-10-03
6 SAP AG - SPONSORED ADR ONE ADR REPRS 1/12TH OF A PREF SHARE		2014-09-09	2014-10-03
36 SEGA SAMMY HOLDINGS INC		2014-06-26	2014-10-03
13 SEKISUI HOUSE SPONS-ADR		2014-06-26	2014-10-03
5 SEVEN & I HOLDINGS CO ,LTD		2014-06-26	2014-10-03
5 SMITH & NEPHEW P L C SPD ADR NEW		2014-07-29	2014-10-03
20 SOCIETE GENERALE FRANCE SPONSORED ADR ONE ADR REPRS 1/5TH OF A SHA		2014-06-26	2014-10-03
5 SOFTBANK CORPORATION - UNSPONS ADR		2014-09-09	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
397		349	48
284		300	-16
227		237	-10
426		478	-52
140		173	-33
151		175	-24
379		418	-39
413		441	-28
200		214	-14
172		185	-13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			48
			-16
			-10
			-52
			-33
			-24
			-39
			-28
			-14
			-13

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
15 STATOIL ASA -SPON ADR		2014-06-26	2014-10-03
9 SUBSEA 7 SA -SPON ADR		2014-06-26	2014-10-03
8 SWEDBANK AB		2014-06-26	2014-10-03
9 TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR		2014-06-26	2014-10-03
5 TATA MOTORS LTD SPONSPORED ADR 1 ADR REP		2014-07-29	2014-10-03
11 TECHNIP-COFLEXIP ADR		2014-07-29	2014-10-03
25 TECHTRONIC INDUSTRIES COMPANY		2014-06-26	2014-10-03
14 TENAGA NASIONAL SPONSORED ADR		2014-07-29	2014-10-03
16 TENCENT HOLDINGS LTD UNSPONSOR ADR		2014-09-09	2014-10-03
5 TOKIO MARINE HOLDINGS - ADR		2014-06-26	2014-10-03

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
386		459	-73
118		174	-56
198		208	-10
187		189	-2
226		201	25
220		258	-38
352		390	-38
213		221	-8
238		245	-7
151		167	-16

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-73
			-56
			-10
			-2
			25
			-38
			-38
			-8
			-7
			-16

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 UNITED OVERSEAS BK LTD SPONSORED ADR		2014-06-26	2014-10-03
6 WUXI PHARMATECH INC -ADR		2014-06-26	2014-10-03
7 HOLLYSYS AUTOMATION TECH LTD SEDOL# B0JCH50 ISIN# VGG456671053		2014-06-26	2014-10-03
5 BANCO LATINO AMERICANO DE COM		2014-09-09	2014-10-03
3 GARTNER INC		2014-06-26	2014-10-07
15 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B		2012-10-18	2014-10-14
4074 755 TCW CORE FIXED INCOME FUND		2014-06-26	2014-10-17
8 RESMED INC		2014-06-26	2014-10-20
8 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B		2012-10-18	2014-10-28
5 ACCENTURE PLC SEDOL #B4BNMY3 ISIN #IE00B		2014-10-03	2014-10-28

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
175		181	-6
211		194	17
154		163	-9
152		166	-14
224		207	17
1,146		1,036	110
45,963		45,597	366
372		410	-38
633		552	81
396		402	-6

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-6
			17
			-9
			-14
			17
			110
			366
			-38
			81
			-6

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
23 CHEFS' WAREHOUSE HOLDINGS, INC		2014-06-26	2014-11-03
3 ZEBRA TECHNOLOGIES CORP CL A		2014-06-26	2014-11-05
8 GILEAD SCIENCES INC		2013-07-10	2014-11-07
5 CARDTRONICS INC		2014-06-26	2014-11-14
4 CEPHEID INC CEPHEID INC		2014-06-26	2014-11-14
1 SVB FINANCIAL GROUP		2014-06-26	2014-11-14
5 APPLE COMPUTER INC		2012-11-05	2014-12-01
17 COVANCE INC COM		2014-06-26	2014-12-01
4 GILEAD SCIENCES INC		2013-07-10	2014-12-01
21 FMSA HOLDINGS INC		2014-10-07	2014-12-11

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
403		460	-57
220		238	-18
868		438	430
189		169	20
215		190	25
111		115	-4
595		417	178
1,741		1,460	281
401		219	182
152		332	-180

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-57
			-18
			430
			20
			25
			-4
			178
			281
			182
			-180

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
SECURITIES LITIGATION SETTLEMENT PROCEEDS			2014-12-12
6 AMPHENOL CORP CL A		2014-06-26	2014-12-16
5 ANSYS INC		2014-10-03	2014-12-16
5 APTARGROUP INC		2014-06-26	2014-12-16
32 BHP BILLITON PLC SPONSORED ONE ADR REPRS		2014-06-26	2014-12-16
22 BNP PARIBAS SPONSORED ADR		2014-06-26	2014-12-16
9 BANK OF CHINA LTD -UNSPON ADR		2014-07-29	2014-12-16
10 CANADIAN PACIFIC RAILWAY LTD COM		2014-06-26	2014-12-16
5 COGNIZANT TECHNOLOGY SOLUTIO CL A		2014-06-26	2014-12-16
28 CREDIT SUISSE GROUP SPONSORED ADR EACH ADR RPRS 1 REGISTERED SHR		2014-06-26	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
40			40
315		287	28
406		385	21
321		330	-9
1,324		2,055	-731
651		736	-85
117		109	8
1,830		1,785	45
261		244	17
704		788	-84

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			40
			28
			21
			-9
			-731
			-85
			8
			45
			17
			-84

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 DANAHER CORP COM		2012-03-15	2014-12-16
5 DAVITA INC		2014-10-03	2014-12-16
53 DEUTSCHE TELEKOM AG - SPONSORED ADR ONE ADR REPRS ONE ORD SHS		2014-09-09	2014-12-16
5 DISCOVERY COMMUNICATIONS - A		2014-10-03	2014-12-16
5 DISCOVERY COMMUNICATIONS - C		2014-09-26	2014-12-16
5 ECOLAB INC		2014-10-03	2014-12-16
5 EXPRESS SCRIPTS HOLDING CO		2013-07-10	2014-12-16
5 FMC TECHNOLOGIES INC		2014-06-26	2014-12-16
774 816 FIDELITY INVST GRADE BD PORTFOLIO		2014-06-26	2014-12-16
5 FLUOR CORP		2014-06-26	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
417		274	143
368		371	-3
845		916	-71
168		185	-17
163		189	-26
516		573	-57
405		319	86
220		303	-83
6,129		6,129	
289		379	-90

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			143
			-3
			-71
			-17
			-26
			-57
			86
			-83
			-90

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
20 FLUOR CORP		2014-06-26	2014-12-16
5 FOSSIL GROUP INC		2014-06-26	2014-12-16
5 GILEAD SCIENCES INC		2013-07-10	2014-12-16
5 HEARTLAND EXPRESS INC		2014-06-26	2014-12-16
60 ISHARES CORE S & P 500 ETF		2014-10-03	2014-12-16
15 ISHARES TR S&P MIDCAP 400		2014-06-26	2014-12-16
107 ISHARES TR RUSSELL 1000 VALUE		2014-06-26	2014-12-16
35 ISHARES TR S&P SMALLCAP 600 INDEX FUND		2014-06-26	2014-12-16
7 L G DISPLAY COMPANY LTD ADR		2014-09-09	2014-12-16
5 LAUDER ESTEE COS INC CL A		2014-06-26	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,134		1,514	-380
530		516	14
512		274	238
130		104	26
12,152		11,870	282
2,108		2,113	-5
10,888		10,762	126
3,827		3,864	-37
110		115	-5
368		372	-4

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-380
			14
			238
			26
			282
			-5
			126
			-37
			-5
			-4

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 MEAD JOHNSON NUTRITION COMPANY		2014-10-03	2014-12-16
16 METHANEX CORP		2014-06-26	2014-12-16
5 MIDDLEBY CORP		2014-06-26	2014-12-16
5 MITSUBISHI UF J FINL GRP-ADR		2014-06-26	2014-12-16
5 NATIONAL INSTRS CORP		2014-06-26	2014-12-16
5 NOMURA HOLDINGS INC ADR		2014-06-26	2014-12-16
12 ORIX CORP (PFIC)		2014-06-26	2014-12-16
123 07 PIMCO FOREIGN BOND FUND-INST		2014-10-17	2014-12-16
6 PIER 1 IMPORTS, INC		2014-06-26	2014-12-16
5 QUALCOMM INC		2005-04-12	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
484		482	2
727		978	-251
475		404	71
28		31	-3
154		158	-4
29		35	-6
746		964	-218
1,386		1,369	17
84		90	-6
358		171	187

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			2
			-251
			71
			-3
			-4
			-6
			-218
			17
			-6
			187

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
41 SAMPO OYJ - A SHS-UNSP ADR		2014-06-26	2014-12-16
24 SAP AG - SPONSORED ADR ONE ADR REPRS 1/12TH OF A PREF SHARE		2014-09-09	2014-12-16
5 CHARLES SCHWAB CORP NEW		2014-10-03	2014-12-16
126 SEGA SAMMY HOLDINGS INC		2014-09-09	2014-12-16
81 SOCIETE GENERALE FRANCE SPONSORED ADR ONE ADR REPRS 1/5TH OF A SHA		2014-06-26	2014-12-16
5 STARBUCKS CORP		2013-11-14	2014-12-16
31 SUBSEA 7 SA -SPON ADR		2014-06-26	2014-12-16
62 88 TCW CORE FIXED INCOME FUND		2014-06-26	2014-12-16
40 TECHNIP-COFLEXIP ADR		2014-07-29	2014-12-16
9 TECHTRONIC INDUSTRIES COMPANY		2014-06-26	2014-12-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
970		1,026	-56
1,639		1,840	-201
143		148	-5
407		600	-193
687		865	-178
403		405	-2
284		599	-315
711		704	7
586		938	-352
151		140	11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-56
			-201
			-5
			-193
			-178
			-2
			-315
			7
			-352
			11

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
16 TELENOR ASA-ADS		2014-06-26	2014-12-16
24 TOKIO MARINE HOLDINGS - ADR		2014-06-26	2014-12-16
623 894 VANGUARD TTL BDINDX ADM FD#584		2014-06-26	2014-12-16
47 612 VIRTUS EMERGING MARKETS OPPORTUNITY-I		2014-06-26	2014-12-16
5 WHOLE FOODS MKT INC		2014-06-26	2014-12-16
5 GENPACT LIMITED		2014-06-26	2014-12-16
5 CORE LABORATORIES N V		2014-06-26	2014-12-16
12 FLUOR CORP		2014-06-26	2014-12-22
57 ENAGAS UNSPON ADR		2014-06-26	2014-12-23
CAPITAL GAIN DIVIDENDS	P		


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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
928		1,098	-170
774		800	-26
6,819		6,751	68
456		490	-34
243		195	48
91		86	5
585		799	-214
717		909	-192
911		901	10
			245

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-170
			-26
			68
			-34
			48
			5
			-214
			-192
			10

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>				
BIRMINGHAM YWCA 309 N 23RD ST BIRMINGHAM,AL 35203	NONE	PC	COURT ADVOCACY FOR	3,500
BIRMINGHAM YMCA 2101 4TH AVE N BIRMINGHAM,AL 35203	NONE	PC	TO SUPPORT PROGRAMS FOR	3,000
UNIVERSITY OF ALABAMA LAW SCHOOL FOUNDATION 203 ROSE ADMINISTRATION TUSCALOOSA,AL 354870100	NONE	PC	STIPENDS FOR UNPAID PUBLIC	10,000
CUMBERLAND SCHOOL OF LAW 800 LAKESHORE DRIVE BIRMINGHAM,AL 35229	NONE	PC	STIPENDS FOR UNPAID PUBLIC	10,000
KING'S RANCH AND HANNAH HOMES PO BOX 162 CHELSEA,AL 35054	NONE	PC	TO HELP DEFRAY COST OF	4,350
UAB SCHOOL OF MEDICINE CENTER OF LOW VISION REHAB 1801 UNIVERSITY BOULEVARD BIRMINGHAM,AL 35233	NONE	PC	PROVIDE VISION DEVICES FOR	4,350
SIGHT SAVERS OF ALABAMA 500 ROBERT JEMISON RD BIRMINGHAM,AL 35209	NONE	PC	TO PROVIDE VISION AIDS FOR	4,350
GLENWOOD INC 150 GLENWOOD LANE BIRMINGHAM,AL 352425700	NONE	PC	MENTAL HEALTH PROGRAMS FOR	4,350
GREATER BIRMINGHAM CHAPTER AL COUNCIL OF THE BLIND PO BOX 12832 BIRMINGHAM,AL 35282	NONE	PC	TO SUPPORT WORK WITH THE	2,400
LAKESHORE FOUNDATION 4000 RIDGEWAY DR BIRMINGHAM,AL 35209	NONE	PC	SUPPORT YOUTH SPORTS FOR	4,350
RESTORATION ACADEMY 4600 CARNEGIE AVENUE BIRMINGHAM,AL 35064	NONE	PC	TO SUPPORT 1 YR SCHOLARSHIP	4,350
ALABAMA APPLESEED CENTER FOR LAW & JUSTICE PO BOX 4864 MONTGOMERY,AL 361034864	NONE	PC	TO SUPPORT CONSTITUTIONAL	2,500
Total  3a				57,500

TY 2014 Accounting Fees Schedule

Name: HENRY G SIMS & HENRY U SIMS MEM FD

EIN: 63-6114412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX PREPARATION FEE (NON-ALLOC	800			800

**TY 2014 Investments Corporate
Bonds Schedule****Name:** HENRY G SIMS & HENRY U SIMS MEM FD**EIN:** 63-6114412

Name of Bond	End of Year Book Value	End of Year Fair Market Value
PIMCO TOTAL RETURN INSTL #35		
TEMPLETON GLOBAL BOND FUND ADV	39,588	40,330
IVY HIGH INCOME FD CL I		
FIDELITY INVST GRADE BD	131,167	131,527
JOHN HANCOCK FUNDS III	21,210	19,879
PIMCO FOREIGN BOND #103	39,899	38,643
TCW CORE FIXED INCOME FUND	40,082	40,225
VANGUARD TTL BDINDEX ADM FD#584	130,117	130,718

TY 2014 Investments Corporate
Stock Schedule

Name: HENRY G SIMS & HENRY U SIMS MEM FD
EIN: 63-6114412

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CHEVRON CORP		
CISCO SYSTEMS INC		
E M C CORP MASS		
GENERAL ELECTRIC CO		
INTEL CORP		
J P MORGAN CHASE & CO		
JOHNSON & JOHNSON		
PEPSICO INC		
QUALCOMM INC	2,592	4,831
SCHLUMBERGER	2,401	4,356
STRYKER CORP		
TIFFANY & CO		
3M CO		
UNITED TECHNOLOGIES CORP		
VERIZON COMMUNICATIONS		
CVS/CAREMARK		
EXXON MOBILE CORP		
ORACLE CORPORATION		
PRUDENTIAL FINANCIAL INC		
TRAVELERS COMPANIES, INC.		
PHILLIP MORRIS INTERNATIONAL I		
THERMO FISHER SCIENTIFIC, INC.		
ARTISAN FDS INC MID CAP VALUE		
BUFFALO SM CAP FUND		
GOLDMAN SACHS S/M CAP GTH-IS		
ARTISTAN FDS INC INTERNATIONAL		
MFS RESH INTL FD CL I		
AMERICAN EXPRESS CO		
AUTO DESK INC		
MERCK & CO INC		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NEXTERA ENERGY INC		
VISA INC CL A SHRS	1,994	6,031
BLACKROCK INC		
GOOGLE INC CL A	943	1,592
PRAXAIR INC		
TEXAS INSTRS INC		
ISHARES MSCI EMERGING MKT	84,515	75,928
ANADARKO PETROLEUM CORP		
APPLE INC	3,919	5,077
DANAHER CORP DEL	3,304	4,971
WALT DISNEY CO		
LOWE'S COMPANIES INC		
MCDONALDS CORP		
PHILLIPS 66		
PROCTER & GAMBLE CO		
TARGET CORP		
WELLS FARGO & CO		
ACCENTURE PLC- CL A		
AMERICAN CENT SM CAP VL CL		
CITIGROUP INC RR		
EXPRESS SCRIPTS HOLDING CO	5,137	6,689
FORD MOTOR COMPANY COM		
GILEAD SCIENCES INC	2,878	4,242
HONEYWELL INTL INC		
INTUIT INC		
MICKESSON CORP		
STARBUCKS CORP	4,984	5,087
TJX COS INC. NEW		
UNION PAC CORP		
WAL-MART STORES INC.		

Name of Stock	End of Year Book Value	End of Year Fair Market Value
INVESCO LTD		
LYONDELLBASELL INDUSTRIES CL-A		
AIR METHODS CORP NEW	362	308
AKAMAI TECHNOLOGIES INC	303	315
AMERICAN CAMPUS COMMUNITIES	843	910
AMPHENOL CORP CL A	3,727	4,197
ANSYS INC	2,648	2,952
APTARGROUP INC	396	401
ARTISAN PARTNERS ASSET MGMT	623	556
BLACKBAUD INC	458	562
BRISTOL MYERS SQUIBB CO	2,595	2,597
CLECO CORP NEW	934	873
CARDTRONICS INC	304	347
CEPHEID INC	427	487
COGNEX CORP	455	455
COGNIZANT TECHNOLOGY SOLUTIONS	2,677	2,949
COFLAX CORP	832	825
COMPASS MINERALS INTERNATIONAL	569	521
CORPORATE EXECUTIVE BRD CO	528	580
COSTCO WHOLESALE CORP	2,661	3,260
COSTAR GROUP INC	767	918
COVANCE INC	1,779	2,181
CUBIST PHARMACEUTICALS INC	771	1,107
DAVITA HEALTHCARE PARTNERS INC	3,701	3,938
DEVRY EDUCATION GROUP INC	783	854
DISCOVERY COMMUNICATIONS - A	1,660	1,550
DISCOVERY COMMUNICATIONS - C	2,251	2,091
DONALDSON INC	415	386
DORMAN PRODUCTS, INC.	476	483
DRIL-QUIP INC	528	384

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ECOLAB INC	4,064	3,972
EXPONET INC	586	660
FMC TECHNOLOGIES INC	5,064	4,028
FASTENAL CO	3,973	3,947
F5 NETWORKS INC	539	652
FIRST REPUBLIC BANK SAN FRAN	757	730
FOSSIL GROUP INC	1,548	1,661
GARTNER INC	621	758
GLACIER BANCORP, INC.	608	611
GOOGLE INC CL C - W/I	941	1,579
GREENHILL & CO INC	475	436
GROUP 1 AUTOMOTIVE INC	661	717
HARMAN INTL INDS INC	743	747
HEARTLAND EXPRESS INC	396	513
HIBBETT SPORTS INC	492	436
ICU MEDICAL INC	305	410
IBERIABANK CORP	410	389
INTUITIVE SURGICAL INC	4,035	5,289
JACOBS ENGR GROUP DEL	530	447
KAPSTONE PAPER AND PACKAGING	707	645
KIRBY CORP	918	646
LAUDER ESTEE COS INC CL A	4,318	4,420
LINCOLN ELEC HLDGS INC	481	484
MANNING & NAPIER INC	376	304
MARKETAXESS HOLDINGS INC	662	861
MEAD JOHNSON NUTRITION COMPANY	4,685	5,128
MEDNAX, INC MEDNAX	809	926
MICROCHIP TECHNOLOGY INC	628	586
MID-AMER APT CMNTYS INC REIT	506	523
MIDDLEBY CORP	808	991

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MOBILE MINI INC	533	446
NATIONAL HEALTH INVS INC REIT	497	560
NATIONAL INSTRS CORP	2,292	2,270
NATURAL GROCERS BY VITAMIN	212	282
NETSUITE INC	1,317	1,638
NEWELL RUBBERMAID INC	804	990
NORDSON CORP	473	468
PIER 1 IMPORTS INC	301	308
POWER INTEGRATIONS INC	455	414
PRICESMART INC	604	639
PROASSURANCE CORP	704	722
PROTO LABS INC	667	604
QEP RESOURCES INC	568	344
QUESTAR CORP	635	657
RPM INTERNATIONAL INC RPM INC	1,182	1,318
RBC BEARINGS INC.	382	387
ROSETTA RES INC	603	268
RYLAND GROUP INC	764	771
SS&C TECHNOLOGIES HOLDINGS	651	877
SVB FINANCIAL GROUP	803	812
SALESFORCE.COM INC	4,009	4,152
CHARLES SCHWAB CORP NEW	5,831	6,581
SIGNATURE BANK	987	1,008
SOLERA HOLDINGS INC	656	512
STEPAN COMPANY	312	240
STERICYCLE INC	4,360	4,850
STERIS CORP	587	713
SUPERIOR ENERGY SVCS INC	612	343
TEXAS CAPITAL BANCSHARES INC	474	435
TORO CO	750	766

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TRACTOR SUPPLY CO	492	631
TRIPADVISOR INC. - W/I	1,226	1,269
TUPPERWARE BRANDS CORP	500	378
TYLER TECHNOLOGIES INC	620	766
UMPQUA HOLDINGS CORP	364	357
URBAN OUTFITTERS INC	488	527
WABTEC	655	695
WATERS CORP	526	564
WEST PHARMACEUTICAL SERVICES	447	586
WHOLE FOODS MKT INC	4,013	5,193
ZEBRA TECHNOLOGIES CORP CL A	477	464
ARYZTA AG - UNSPON ADR	1,596	1,309
ASAHI CHEM INDUS	741	904
ASTEALLAS PHARMA INC UNSP ADR	851	914
AUSTRALIA & NEW ZEALAND BKG	1,433	1,208
BASF SE SPONSORED ADR	980	761
BP PLC SPON ADR	1,844	1,449
BT GROUP PLC SPON ADR	1,533	1,488
BAIDU, INC. ADR	1,125	1,140
BANCO BRADESCO	858	775
BANCO DE CHILE ADR	407	414
BANCO SANTANDER S.A. ADR	1,603	1,366
BANK OF CHINA LTD -UNSPON ADR	1,721	2,113
BAYER A G SPON ADRS	1,682	1,641
BAYERISHE MOTOREN WERKE BMW	1,115	978
BRITISH AMERN TOB PLC SPON ADR	1,896	1,725
CANADIAN NATIONAL RAILWAY	1,692	1,654
CARLSBERG A/S - B -SPON ADR	752	560
ELECTRICITE DE FRANCE UNSPON	776	750
EMBRAER SA - ADR	788	811

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPERIAN GROUP LTD - SPON ADR	1,179	1,221
GRUPO FINANCIERO BANORTE -SPON	1,223	937
HENKEL KGAA - SPONS ADR PFD	1,092	1,082
HITACHI LTD SPON ADR	801	826
HUTCHINSON WHAMPOA LTD UNSPON	2,199	1,841
IMPERIAL OIL LTD COM NEW	788	818
INFOSYS LIMITED SPON ADR	1,000	1,195
ING GROEP N V SPON ADR	1,251	1,193
INTESA SANPAOLO SPON ADR	633	598
ITOCHU CORP UNSPON ADR	1,128	948
JAPAN TOBACCO INC UNSPON ADR	1,115	1,071
KASIKORNBANK PUBLIC CO LMTD UN	544	585
KOC HOLDING AS UNSPON ADR	628	690
KOREA ELECTRIC POWER CORP SPON	782	832
L.G. DISPLAY COMPANY LTD ADR	789	727
LVMH MOET HENNESSY LOUS VUITTO	1,258	1,056
LENOVO GROUP LTD ADR	1,067	1,052
LINDE AG - SPON ADR	1,018	1,026
MAGNA INTERNATIONAL INC	1,069	1,087
MICHELIN (CDGE) - UNSPON ADR	1,326	1,038
MITSUBISHI UF J FINL GRP-ADR	640	581
NETEASE, INC. ADR	465	595
NISSAN MOTOR CO LTD SPON ADR	1,563	1,446
NOMURA HLDGS INC ADR	489	391
LUKOIL SPON ADR	1,020	630
PT BANK RAKYAT INDONESIA UN	450	508
PT BANK MANDIRI UNSPON ADR	454	487
PT ASTRA INTERNATIONAL TBK -UN	574	576
PANDORA A/S - ADR	880	963
PETROLEO BRASILEIRO SA ADR	1,322	708

Name of Stock	End of Year Book Value	End of Year Fair Market Value
PRUDENTIAL PLC ADR	1,669	1,708
RICOH COMPANY, LTD ADR	778	666
RITCHIE BROS AUCTIONEERS INC	537	592
ROCHE HOLDINGS LTD SPON ADR	1,679	1,562
ROLLYS-ROYCE HOLDINGS PLC SPON	892	678
ROYAL BANK OF CANADA	1,127	1,105
SK TELECOM LTD SPON ADR	1,257	1,296
SANLAM LIMITED SPON ADR	829	847
SASOL LTD- SPON ADR	585	380
SEKISUI HOUSE SPONS-ADR	742	728
SEVEN & I HOLDINGS CO., LTD.	1,001	891
SMITH & NEPHEW P L C	1,606	1,727
SODEXHO - SPONSORED ADR	1,172	1,082
SOFTBANK CORP -UNSPON ADR	1,086	962
STATOIL ASA - SPON ADR	2,235	1,514
SWEDBANK AB	1,378	1,349
TAIWAN SEMICONDUCTOR MFG LTD	735	783
TATA MOTORS LTD SPON ADR	604	634
TECHTRONIC INDUSTRIES	1,166	1,209
TENAGA NASIONAL SPON ADR	837	837
TENCENT HOLDINGS LTD UNSPON	913	870
UNITED OVERSEAS BK LTD SPON	471	481
VALEANT PHARMACEUTICALS INTL	1,240	1,431
WUXI PHARMATECH INC - ADR	549	572
GENPACT LIMITED	2,921	3,237
HOLLYSYS AUTOMATION TECH LTD	882	928
CORE LABORATORIES N V	3,910	3,009
BANCO LATINO AMERICANO DE COM	1,132	1,054
ISHARES CORE S & P 500 ETF	126,683	134,052
ISHARES CORE S&P MID-CAP ETF	44,227	45,467

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ISHARES RUSSELL 1000 VALUE ETF	130,045	135,198
ISHARES CORE S&P SMALL-CAP ETF	89,098	92,046
VIRTUS EMERGING MARKETS OPP-I	35,640	34,255

TY 2014 Other Expenses Schedule

Name: HENRY G SIMS & HENRY U SIMS MEM FD

EIN: 63-6114412

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
OTHER NONALLOCABLE EXPENSES -	29	29		0

TY 2014 Other Increases Schedule

Name: HENRY G SIMS & HENRY U SIMS MEM FD

EIN: 63-6114412

Description	Amount
NONTAXABLE DISTRIBUTION AND ROUNDING	39

TY 2014 Other Professional Fees Schedule

Name: HENRY G SIMS & HENRY U SIMS MEM FD

EIN: 63-6114412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MGMT FEES- SUBJECT T	960	960		

TY 2014 Taxes Schedule**Name:** HENRY G SIMS & HENRY U SIMS MEM FD**EIN:** 63-6114412

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAXES	216	216		0
FEDERAL TAX PAYMENT	471	0		0
FEDERAL ESTIMATES	1,112	0		0