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EXTENDED TO NOVEMBER 16, 2015

Return of Private Foundation

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

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OMB No 1545-0052

2014

Open to Public Inspection

Form 990-PF

Department of the Treasury
Internal Revenue Service

For calendar year 2014 or tax year beginning

, and ending

Name of foundation THE BRINSON FOUNDATION		A Employer identification number 68-0656415
Number and street (or P O box number if mail is not delivered to street address) 737 NORTH MICHIGAN AVENUE	Room/suite 1850	B Telephone number (312) 799-4500
City or town, state or province, country, and ZIP or foreign postal code CHICAGO, IL 60611		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ 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) \$ 102,621,210.	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))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received		0.		N/A	
2 Check ☒ if the foundation is not required to attach Sch. B					
3 Interest on savings and temporary cash investments		51.	51.		STATEMENT 1
4 Dividends and interest from securities		1,578,877.	1,578,860.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		8,271,284.			
b Gross sales price for all assets on line 6a		6,760,237.			
7 Capital gain net income (from Part IV, line 2)			8,271,284.		
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)					
11 Other income		8,440.	<594.>		STATEMENT 3
12 Total. Add lines 1 through 11		9,858,652.	9,849,601.		
13 Compensation of officers, directors, trustees, etc		249,323.	15,445.		233,878.
14 Other employee salaries and wages		231,945.	0.		231,945.
15 Pension plans, employee benefits		127,654.	0.		127,654.
16a Legal fees STMT 4		11,643.	3,748.		7,895.
b Accounting fees STMT 5		32,182.	0.		32,182.
c Other professional fees STMT 6		300,660.	261,690.		38,970.
17 Interest					
18 Taxes STMT 7		176,576.	72,976.		0.
19 Depreciation and depletion		7,372.	0.		
20 Occupancy		46,129.	0.		46,129.
21 Travel, conferences, and meetings		19,757.	0.		19,757.
22 Printing and publications		9,925.	0.		9,925.
23 Other expenses STMT 8		370,489.	290,479.		78,823.
24 Total operating and administrative expenses. Add lines 13 through 23		1,583,655.	644,338.		827,158.
25 Contributions, gifts, grants paid		4,148,500.			4,148,500.
26 Total expenses and disbursements. Add lines 24 and 25		5,732,155.	644,338.		4,975,658.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		4,126,497.			
b Net investment income (if negative, enter -0-)			9,205,263.		
c Adjusted net income (if negative, enter -0-)				N/A	

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LHA 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		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	302.	300.	300.
	2 Savings and temporary cash investments	19,350,026.	23,678,915.	23,678,915.
	3 Accounts receivable ▶ 139.			
	Less: allowance for doubtful accounts ▶	8,059.	139.	139.
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations	3,050,000.		
	b Investments - corporate stock STMT 9	15,575,788.	13,182,918.	17,441,867.
	c Investments - corporate bonds STMT 10	657,000.	0.	0.
	11 Investments - land, buildings and equipment basis ▶ 368,910.			
Less: accumulated depreciation ▶ 230,008.	143,750.	138,902.	138,902.	
12 Investments - mortgage loans				
13 Investments - other STMT 11	61,369,016.	67,277,410.	61,361,087.	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	100,153,941.	104,278,584.	102,621,210.	
Liabilities	17 Accounts payable and accrued expenses	4,075.	2,221.	
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
23 Total liabilities (add lines 17 through 22)	4,075.	2,221.		
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	0.	0.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	100,149,866.	104,276,363.	
30 Total net assets or fund balances	100,149,866.	104,276,363.		
31 Total liabilities and net assets/fund balances	100,153,941.	104,278,584.		

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	100,149,866.
2 Enter amount from Part I, line 27a	2	4,126,497.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	104,276,363.
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	104,276,363.

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				
b SEE ATTACHED STATEMENTS				
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 6,760,237.		6,099,870.	8,271,284.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			8,271,284.

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	8,271,284.
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). If (loss), enter -0- in Part I, line 8		3	N/A

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	4,683,176.	97,183,926.	.048189
2012	4,193,805.	91,689,017.	.045739
2011	4,117,385.	94,020,871.	.043792
2010	3,993,817.	89,268,420.	.044739
2009	4,084,263.	80,322,373.	.050848

2 Total of line 1, column (d)	2	.233307
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	.046661
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	101,294,690.
5 Multiply line 4 by line 3	5	4,726,512.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	92,053.
7 Add lines 5 and 6	7	4,818,565.
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	4,978,182.

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	92,053.
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	92,053.
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	92,053.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	111,665.	
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	111,665.	
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	19,612.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 19,612. Refunded ☐	11	0.	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? 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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? 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?	X	
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) <u>IL</u>		
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

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 ► <u>WWW.BRINSONFOUNDATION.ORG</u>	13	X	
14	The books are in care of ► <u>KATHERINE L. SMITH</u> Telephone no. ► <u>(312) 799-4304</u> Located at ► <u>737 NORTH MICHIGAN AVENUE, STE 1810, CHICAGO, IL</u> ZIP+4 ► <u>60611</u>			
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 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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 ► ☐	1b	X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ► _____, _____, _____	☐ 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	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☒ Yes ☐ No	
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	X
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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

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

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?

☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes?

☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)

☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

7b

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 12		249,323.	50,126.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). 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
AMERI CHRISTY UCHIDA * - 737 N. MICHIGAN AVE, SUITE 1850, CHICAGO, IL 60611	SENIOR PROGRAM OFFICER	91,028.	29,208.	0.
JAMES BARNES * - 737 N. MICHIGAN AVE, SUITE 1850, CHICAGO, IL 60611	SENIOR PROGRAM OFFICER	87,784.	32,062.	0.
HARRIETT EDMONDS * - 737 N. MICHIGAN AVE, SUITE 1850, CHICAGO, IL 60611	GRANTS MANAGER	53,133.	16,258.	0.

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

0

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*COMPENSATION PROVIDED WAS PAID THROUGH INSPIRITY, AN UNRELATED MANAGEMENT SERVICES COMPANY

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
UBS GLOBAL ASSET MANAGEMENT	INVESTMENT	
1 N. WACKER DRIVE, CHICAGO, IL 60606	MANAGEMENT FEES	159,226.
GP BRINSON INVESTMENTS - 737 N. MICHIGAN AVE,	INVESTMENT &	
SUITE 1810, CHICAGO, IL 60611	FINANCIAL SERVICES	116,465.
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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

	Amount
1 N/A	
	0.
2	
All other program-related investments. See instructions.	
3 N/A	
	0.
	0.
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	102,276,029.
b	Average of monthly cash balances	1b	561,220.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	102,837,249.
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	102,837,249.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	1,542,559.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	101,294,690.
6	Minimum investment return. Enter 5% of line 5	6	5,064,735.

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	5,064,735.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	92,053.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	92,053.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	4,972,682.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	4,972,682.
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	4,972,682.

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	4,975,658.
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	2,524.
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	4,978,182.
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	5	92,053.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,886,129.

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				4,972,682.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			846,146.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 4,978,182.				
a Applied to 2013, but not more than line 2a			846,146.	
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				4,132,036.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	0.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				840,646.
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	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

N/A

- 1 a** 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)

Part XV Supplementary Information (continued)**3 Grants and Contributions Paid During the Year or Approved for Future Payment**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
SEE STATEMENT 13	N/A	SEE STATEMENT 13	SEE STATEMENT 13	4,148,500.
Total			3a	4,148,500.
b Approved for future payment				
SEE STATEMENT 14	N/A	SEE STATEMENT 14	SEE STATEMENT 14	260,000.
Total			3b	260,000.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|--|--|-------------------|
| <p>1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?</p> <p>a Transfers from the reporting foundation to a noncharitable exempt organization of:</p> <p>(1) Cash</p> <p>(2) Other assets</p> <p>b Other transactions:</p> <p>(1) Sales of assets to a noncharitable exempt organization</p> <p>(2) Purchases of assets from a noncharitable exempt organization</p> <p>(3) Rental of facilities, equipment, or other assets</p> <p>(4) Reimbursement arrangements</p> <p>(5) Loans or loan guarantees</p> <p>(6) Performance of services or membership or fundraising solicitations</p> <p>c Sharing of facilities, equipment, mailing lists, other assets, or paid employees</p> <p>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.</p> | <p>1a(1)</p> <p>1a(2)</p> <p>1b(1)</p> <p>1b(2)</p> <p>1b(3)</p> <p>1b(4)</p> <p>1b(5)</p> <p>1b(6)</p> <p>1c</p> | <p>Yes</p> |
|--|--|-------------------|

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

[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
N/A		

**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.


Signature of officer or trustee

Date 11/13/15

► President
Title

May the IRS discuss this return with the preparer shown below (see instr.)?

☒ Yes ☐ No

**Paid
Preparer
Use Only**

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
WILLIAM C. SQUIRES	WILLIAM C. SQUIRE	11/12/15		P00436818
Firm's name ► DELOITTE TAX LLP			Firm's EIN ► 86-1065772	
Firm's address ► 111 SOUTH WACKER DRIVE CHICAGO, IL 60606			Phone no. (312) 486-1000	

THE BRINSON FOUNDATION

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	UBS GLOBAL SECURITIES FUND	P		
b	UBS GLOBAL SECURITIES FUND			
c	GCP FUND II REIT LLC			
d	CAPITAL GAIN DISTRIBUTION FROM GCP FUND I REIT LL			
e	ADAMS STREET P-SHIP FUND 2002 U.S. FUND			
f	ADAMS STREET P-SHIP FUND 2002 U.S. FUND			
g	ADAMS STREET P-SHIP FUND 2002 NON-U.S. FUND			
h	ADAMS STREET P-SHIP FUND 2002 NON-U.S. FUND			
i	ADAMS STREET P-SHIP FUND 2004 U.S. FUND			
j	ADAMS STREET P-SHIP FUND 2004 U.S. FUND			
k	ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND			
l	ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND			
m	ADAMS STREET P-SHIP 2011 DIRECT FUND			
n	ADAMS STREET P-SHIP FUND 2011 U.S. FUND			
o	ADAMS STREET P-SHIP FUND 2011 U.S. FUND			

(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			1,737,801.
b			3,936,332.
c			84,221.
d			1,397,308.
e			1,984.
f			213,938.
g			<596.>
h			30,994.
i			4,078.
j			198,933.
k			<1,200.>
l			62,416.
m			21,354.
n			1,174.
o			49,523.

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			1,737,801.
b			3,936,332.
c			84,221.
d			1,397,308.
e			1,984.
f			213,938.
g			<596.>
h			30,994.
i			4,078.
j			198,933.
k			<1,200.>
l			62,416.
m			21,354.
n			1,174.
o			49,523.

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).

If (loss), enter "-0-" in Part I, line 8

3

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CONTINUATION FOR 990-PF, PART IV

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PAGE 2 OF 2

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	ADAMS STREET P-SHIP 2011 EMG MKT FUND			
b	ADAMS STREET P-SHIP 2011 EMG MKT FUND			
c	ADAMS STREET P-SHIP 2011 DEV MKT FUND			
d	ADAMS STREET P-SHIP 2011 DEV MKT FUND			
e	LOSS ON DISPOSITION OF GS MEZZANINE PARTNERS III			
f	ADAMS STREET P-SHIP FUND 2002 U.S. FUND SEC 1231			
g	ADAMS STREET P-SHIP FUND 2004 U.S. FUND SEC 1231			
h	ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND SEC 1			
i	ADAMS STREET P-SHIP FUND 2011 U.S. FUND SEC 1231			
j	285,848.172 SHS VANGUARD TOT BD MKT IDX-SIG	P	07/31/13	02/04/14
k	24,400 ISHARES TRUST RUSSELL 3000 INDEX FUND	P	VARIOUS	12/29/14
l	62,452.471 SHS VANGUARD S/T CORPORATE FUND SECS F	P	VARIOUS	10/16/14
m	CAPITAL GAINS DIVIDENDS			
n				
o				

(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			<12.>
b			2,209.
c			1,235.
d			28,442.
e			<165,348.>
f			3,783.
g			746.
h			<1.>
i			1,603.
j	3,064,292.	3,050,000.	14,292.
k	3,023,145.	2,392,870.	630,275.
l	672,613.	657,000.	15,613.
m	187.		187.
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<12.>
b			2,209.
c			1,235.
d			28,442.
e			<165,348.>
f			3,783.
g			746.
h			<1.>
i			1,603.
j			14,292.
k			630,275.
l			15,613.
m			187.
n			
o			

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	8,271,284.
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). If (loss), enter "-0-" in Part I, line 8	}	3	N/A

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
JP MORGAN - PRIMARY CHECKING	51.	51.	
TOTAL TO PART I, LINE 3	51.	51.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
ADAMS STREET P-SHIP 2011 DEV MKT FUND	8,745.	0.	8,745.	8,745.	
ADAMS STREET P-SHIP 2011 DIRECT FUND	486.	0.	486.	486.	
ADAMS STREET P-SHIP 2011 EMG MKT FUND	1,064.	0.	1,064.	1,064.	
ADAMS STREET P-SHIP 2011 U.S. FUND	9,633.	0.	9,633.	9,633.	
ADAMS STREET P-SHIP FUND 2002 NON-U.S. FUND	6,174.	0.	6,174.	6,174.	
ADAMS STREET P-SHIP FUND 2002 U.S. FUND	22,657.	0.	22,657.	22,657.	
ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND	15,088.	0.	15,088.	15,088.	
ADAMS STREET P-SHIP FUND 2004 U.S. FUND	19,876.	0.	19,876.	19,876.	
ADAMS STREET PARTNERSHIP FUND 2002 U.S. FUND - GS MEZZANINE PARTNERS III OFFSHORE, LP GS MEZZANINE PARTNERS V OFFSHORE, LP	17.	0.	17.	0.	
	0.	0.	0.	0.	
	46,312.	0.	46,312.	46,312.	

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JP MORGAN #5003	549,286.	187.	549,099.	549,099.
UBS GLOBAL SECURITIES FUND	899,726.	0.	899,726.	899,726.
TO PART I, LINE 4	1,579,064.	187.	1,578,877.	1,578,860.

FORM 990-PF	OTHER INCOME	STATEMENT	3
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
UBS GLOBAL SECURITIES FUND	<13,711.>	<13,711.>	
ADAMS STREET P-SHIP FUND 2002 U.S. FUND	<1,724.>	<1,724.>	
ADAMS STREET P-SHIP FUND 2002 NON-U.S. FUND	74.	74.	
ADAMS STREET P-SHIP FUND 2004 U.S. FUND	4,781.	4,781.	
ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND	121.	121.	
ADAMS STREET P-SHIP FUND 2011 DEV MKT FUND	<588.>	<588.>	
ADAMS STREET P-SHIP FUND 2011 U.S. FUND	9,312.	9,312.	
ADAMS STREET P-SHIP FUND 2011 EMERGING MKTS	<183.>	<183.>	
ADAMS STREET P-SHIP FUND 2011 DIRECT FUND	1,217.	1,217.	
ADAMS STREET P-SHIP FUND 2002 U.S. FUND	15,883.	0.	
ADAMS STREET P-SHIP FUND 2002 NON-U.S. FUND	<17.>	0.	
ADAMS STREET P-SHIP FUND 2004 U.S. FUND	8,221.	0.	
ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND	<78.>	0.	
ADAMS STREET P-SHIP FUND 2011 U.S. FUND	<11,840.>	0.	
ADAMS STREET P-SHIP FUND 2011 DIRECT FUND	<3,142.>	0.	
ADAMS STREET P-SHIP FUND 2011 EMERGING MKTS	6.	0.	
ADAMS STREET P-SHIP FUND 2011 DEV MKT FUND	1.	0.	
INCOME FROM ROYALTIES	107.	107.	
TOTAL TO FORM 990-PF, PART I, LINE 11	8,440.	<594.>	

FORM 990-PF	LEGAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
QUARLES & BRADY (LEGAL SERVICES)	11,248.	3,748.		7,500.
USTMS (TRADEMARK PROTECTION)	395.	0.		395.
TO FM 990-PF, PG 1, LN 16A	11,643.	3,748.		7,895.

FORM 990-PF	ACCOUNTING FEES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
DELOITTE TAX LLP (ACCOUNTING SERVICES)	6,182.	0.		6,182.
DELOITTE & TOUCHE LLP (ACCOUNTING SERVICES)	26,000.	0.		26,000.
TO FORM 990-PF, PG 1, LN 16B	32,182.	0.		32,182.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
G.P. BRINSON INVESTMENTS (FINANCIAL SERVICES)	14,200.	0.		14,200.
G.P. BRINSON INVESTMENTS (INVESTMENT FEE)	102,265.	102,265.		0.
UBS GLOBAL ASSET MGMT (INVESTMENT FEES)	159,225.	159,225.		0.
GMEI UTILITY REG. (INVESTMENT REGISTRATION FEE)	200.	200.		0.
MILLENNIA CONSULTING (CONSULTING SERVICE)	7,805.	0.		7,805.
PETERLIL DESIGN PARTNERS (CONSULTING SERVICE)	16,965.	0.		16,965.
TO FORM 990-PF, PG 1, LN 16C	300,660.	261,690.		38,970.

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
UBS GLOBAL SECURITIES FUND (FOREIGN TAXES PAID)	45,198.	45,198.		0.	
JP MORGAN (FOREIGN TAXES PAID)	26,412.	26,412.		0.	
ADAMS STREET P-SHIP FUND 2002 U.S. FUND (FOREIGN TAXES PAID)	205.	205.		0.	
ADAMS STREET P-SHIP FUND 2002 NON-U.S. FUND (FOREIGN TAXES PAID)	151.	151.		0.	
ADAMS STREET P-SHIP FUND 2004 U.S. FUND (FOREIGN TAXES PAID)	175.	175.		0.	
ADAMS STREET P-SHIP FUND 2004 NON-U.S. FUND (FOREIGN TAXES PAID)	808.	808.		0.	
ADAMS STREET P-SHIP FUND 2011 U.S. FUND (FOREIGN TAXES PAID)	18.	18.		0.	
ADAMS STREET P-SHIP FUND 2011 EMERGING MKT FUND	2.	2.		0.	
ADAMS STREET P-SHIP FUND 2011 DEVELOPED MKTS FUND (FOREIGN TAXES PAID)	7.	7.		0.	
FEDERAL EXCISE TAX	103,600.	0.		0.	
TO FORM 990-PF, PG 1, LN 18	176,576.	72,976.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
UBS GLOBAL SECURITIES FUND	86,954.	86,954.		0.	
GCP FUND II REIT LLC	6,016.	6,016.		0.	
GCP FUND III REIT LLC	888.	888.		0.	
BANK SERVICE FEES	255.	0.		255.	
COMPUTER MAINTENANCE	2,109.	0.		2,109.	
DUES AND SUBSCRIPTIONS	8,580.	0.		8,580.	
IL FILING FEE	25.	0.		25.	
INSURANCE	4,791.	0.		4,791.	
OFFICE SUPPLIES	759.	0.		759.	

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POSTAGE AND DELIVERY	1,829.	0.	1,829.
TELEPHONE	3,815.	0.	3,815.
ADAMS STREET P-SHIP FUND			
2002 U.S. FUND	42,260.	42,260.	0.
ADAMS STREET P-SHIP FUND			
2002 U.S. FUND - ND EXP	126.	0.	0.
ADAMS STREET P-SHIP FUND			
2002 NON-U.S. FUND	6,540.	6,540.	0.
ADAMS STREET P-SHIP FUND			
2002 NON-U.S. FUND - ND EXP	1.	0.	0.
ADAMS STREET P-SHIP FUND			
2004 U.S. FUND - ND EXP	1,028.	0.	0.
ADAMS STREET P-SHIP FUND			
2004 U.S. FUND	49,498.	49,498.	0.
ADAMS STREET P-SHIP FUND			
2004 NON-U.S. FUND	14,563.	14,563.	0.
ADAMS STREET P-SHIP FUND			
2004 NON-U.S. FUND - ND EXP	2.	0.	0.
ADAMS ST. P-SHIP 2011 -			
DIRECT FUND	8,156.	8,156.	0.
ADAMS ST. P-SHIP 2011 -			
DIRECT FUND - ND EXP	9.	0.	0.
ADAMS ST. P-SHIP 2011 -			
EMERGING MARKETS FUND	9,331.	9,331.	0.
ADAMS ST. P-SHIP FUND 2011			
U.S. FUND	44,178.	44,178.	0.
ADAMS ST. P-SHIP FUND 2011			
U.S. FUND - ND EXP	17.	0.	0.
ADAMS ST. P-SHIP 2011			
DEVELOPED MKTS FUND	22,095.	22,095.	0.
ADAMS ST. P-SHIP 2011			
DEVELOPED MKTS FUND - ND EXP	4.	0.	0.
MISC. EXPENSES	111.	0.	111.
PURCHASED MANAGEMENT			
SERVICES	56,549.	0.	56,549.
TO FORM 990-PF, PG 1, LN 23	370,489.	290,479.	78,823.

FORM 990-PF

CORPORATE STOCK

STATEMENT

9

DESCRIPTION

BOOK VALUE

FAIR MARKET
VALUE

ISHARES EMERGING MARKETS STOCK INDEX
MFC ISHARES TR MSCI EAFE INDEX FD
MFC ISHARES TR RUSSELL 3000 INDEX FD

1,903,632.
6,888,459.
4,390,827.

1,889,995.
7,584,923.
7,966,949.

TOTAL TO FORM 990-PF, PART II, LINE 10B

13,182,918.

17,441,867.

FORM 990-PF	CORPORATE BONDS	STATEMENT 10
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VANGUARD ST CORPORATE BOND FUND	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 10C	0.	0.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT 11
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
MFO UBS RELATIONSHIP FD GLOBAL SEC FDS	COST	56,523,504.	45,976,321.
ADAMS STREET PSHIP 2002 U.S. FUND	COST	1,417,842.	1,824,404.
ADAMS STREET PSHIP 2002 NON-U.S. FUND	COST	288,300.	219,921.
ADAMS STREET PSHIP 2004 U.S. FUND	COST	1,283,142.	1,693,923.
ADAMS STREET PSHIP 2004 NON-U.S. FUND	COST	555,966.	472,082.
ADAMS ST. P-SHIP 2011 - DIRECT FUND	COST	222,504.	330,642.
ADAMS ST. P-SHIP 2011 - EMERGING MARKETS FUND	COST	123,813.	165,252.
ADAMS ST. P-SHIP 2011 - NON-US DEVELOPING MARKETS FUND	COST	340,525.	379,691.
ADAMS ST. P-SHIP 2011 - U.S. FUND	COST	551,152.	771,431.
GCP FUND II REIT LLC	COST	3,776,049.	7,467,370.
GCREP REIT I	COST	1,182,402.	671,672.
GCP FUND III REIT LLC	COST	781,052.	1,174,003.
GS MEZZANINE PARTNERS III	COST	0.	0.
GS MEZZANINE PARTNERS V	COST	231,159.	214,375.
TOTAL TO FORM 990-PF, PART II, LINE 13		67,277,410.	61,361,087.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 12

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
GARY P. BRINSON 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	DIRECTOR/CHAIR OF THE BOAR 2.50	0.	0.	0.
SUZANN A. BRINSON 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	DIRECTOR 1.50	0.	0.	0.
MONIQUE DEMERY 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	DIRECTOR 1.50	0.	0.	0.
TALINA SUE MELONE 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	DIRECTOR/SECRETARY 1.50	0.	0.	0.
JAMES D. PARSONS * 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	PRESIDENT 40.00	249,323.	50,126.	0.
THOMAS R. DEMERY 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	DIRECTOR 1.50	0.	0.	0.
ANDREW H. MELONE 737 NORTH MICHIGAN, SUITE 1850 CHICAGO, IL 60611	DIRECTOR 1.50	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		249,323.	50,126.	0.

*COMPENSATION PROVIDED WAS PAID THROUGH INSPERITY, AN UNRELATED
MANAGEMENT SERVICES COMPANY

THE BRINSON FOUNDATION
FEIN 68-0656415
Part XV, Line 3a - Grants and Contributions Paid During the Year
January 1, 2014 to December 31, 2014

Recipient Name	Recipient Address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount
A Better Chicago	600 W Van Buren, Suite 510 Chicago, IL 60607	None	PC	General Support	\$ 25,000
Accion	10 Fawcett Street, Suite 204 Cambridge, MA 02138	None	PC	Microfinance Initiatives in Africa, Professional Development and Technical Assistance	\$ 32,000
Acumen	76 Ninth Avenue, Suite 315 New York, NY 10011	None	PC	Global Fellows Program	\$ 50,000
Adler Planetarium	1300 South Lake Shore Drive Chicago, IL 60605-2403	None	PC	Cosmology and Astrophysics Research, Professional Development and Technical Assistance	\$ 80,200
Advance Illinois	50 E Washington Street, Suite 410 Chicago IL 60602	None	PC	General Support	\$ 20,000
After School Matters	66 E Randolph Chicago IL 60601	None	PC	Science Out-of-School Time Programming	\$ 25,000
Alan Alda Center for Communicating Science	Office of Sponsored Programs Stony Brook University Melville Library Suite W5510 Stony Brook, NY 11794-3362	None	PC	General Support	\$ 30,000
America's Foundation for Chess	13620 NE 20th Street, Suite J Bellevue, WA 98005	None	PC	General Support	\$ 40,000
Ann & Robert H Lurie Children's Hospital of Chicago	225 East Chicago Avenue, Box 4 Chicago, Illinois 60611-2605	None	PC	Medical Research - Junior Investigator Award, Professional Development and Technical Assistance	\$ 60,400
Art Institute of Chicago	111 South Michigan Avenue Chicago, IL 60603-6404	None	PC	General Support	\$ 80,000
Associated Colleges of Illinois	70 E Lake Street, Suite 1418 Chicago, IL 60601	None	PC	College Readiness and Completion Initiative, Professional Development and Technical Assistance	\$ 27,000
Ayn Rand Institute	2121 Alton Parkway, Suite 250 Irvine, CA 92606	None	PC	Free Books to Teachers Program	\$ 35,000
California Institute of Technology	Office of Foundation Relations 1200 E California Blvd Mail Code 5-32 Pasadena, California 91125	None	PC	Theoretical Gravitational Wave Research	\$ 70,000
Cara Program	237 S Desplaines Chicago, IL 60661	None	PC	General Support	\$ 32,000
Carnegie Institution of Washington	1530 P St, NW Washington, DC 20005	None	PC	Icelandic Volcano Seismology Monitoring Research, Professional Development and Technical Assistance	\$ 57,500
Carole Robertson Center for Learning	2020 West Roosevelt Road Chicago, IL 60608	None	PC	General Support, Professional Development and Technical Assistance	\$ 26,600
Cato Institute	1000 Massachusetts Ave NW Washington, DC 20001	None	PC	Student Briefing Program, Professional Development and Technical Assistance	\$ 27,500
Center for Economic Progress	576 W Lake Street, Suite 1150 Chicago, IL 60661	None	PC	Financial Capability Program, Professional Development and Technical Assistance	\$ 25,200
CERGE-EI Foundation	715 Queen Anne Road Teaneck, NJ 07666	None	PC	Brinson Fellows Ph D Scholarship Program, Professional Development and Technical Assistance	\$ 32,400
Chicago Academy of Sciences	2430 North Cannon Drive Chicago, IL 60614	None	PC	General Support, Professional Development and Technical Assistance	\$ 42,500
Chicago Academy of Sciences	2430 North Cannon Drive Chicago, IL 60614	None	PC	Namaste Charter School - STEM Teacher Professional Development and Intersession STEM Programming	\$ 25,000
Chicago Architecture Foundation	224 S Michigan Avenue Chicago, IL 60604-2500	None	PC	General Support, Professional Development and Technical Assistance	\$ 51,900
Chicago Historical Society	1601 North Clark Street Chicago, IL 60614-6099	None	PC	General Support	\$ 60,000
Chicago Horticultural Society	1000 Lake Cook Road Glencoe, IL 60022	None	PC	Education and Community Programs	\$ 50,000

Chicago Public Library Foundation	20 North Michigan Avenue, Suite 520 Chicago, IL 60602	None	PC	Winter and Spring Learning Challenge	\$ 25,000
Chicago Scholars	55 East Jackson Blvd , Suite 1010 Chicago, IL 60604	None	PC	Honorarium	\$ 2,500
Chicago Shakespeare Theater	800 East Grand Avenue Chicago, IL 60611	None	PC	Bard Core Curriculum, , Professional Development and Technical Assistance	\$ 26,900
Chicago Symphony Orchestra	220 S Michigan Ave Chicago, IL 60604	None	PC	General Support	\$ 60,000
Chicagoland Entrepreneurial Center	222 W Merchandise Mart Plaza Suite 1212 Chicago, IL 60654	None	PC	General Support	\$ 25,000
Children First Fund The Chicago Public Schools Foundation	125 S Clark Street, 11th Floor Chicago, IL 60603	None	PC	Honorarium	\$ 2,500
Citizen Schools	308 Congress Street Boston, MA 02210	None	PC	General Support, Professional Development and Technical Assistance	\$ 25,800
Columbia University / Lamont- Doherty Earth Observatory	206 Administration / 214 Monell 61 Route 9W P O Box 1000 Palisades, NY 10964	None	PC	Seismology Research	\$ 55,000
Communities In Schools of Chicago	815 W Van Buren, Suite 300 Chicago, IL 60607	None	PC	General Support for Student Health Programs	\$ 35,000
Constitutional Rights Foundation	205 West Randolph Suite 1245 Chicago, IL 60606	None	PC	Lawyers in the Classroom Program - U S Constitution and Legal System Education for Grades 2-8 and General Support, Professional Development and Technical Assistance	\$ 31,000
Cornell University	Alumni Affairs & Development 130 E Seneca St Ithaca NY 14850	None	PC	Arecibo Legacy Fast Alpha Cosmology Research Program	\$ 40,000
Council for the Advancement of Science Writing	P O Box 910 Hedgesville, WV 25427	None	PC	Graduate School Science Writing Fellowship Stipends and General Support, Professional Development and Technical Assistance	\$ 22,500
Council on Foundations	2121 Crystal Drive, Suite 700 Arlington, VA 22202	None	PC	General Support	\$ 10,000
Daniel Murphy Scholarship Fund	309 W Washington, Suite 1250 Chicago, IL 60606	None	PC	General Support	\$ 45,000
Donors Forum	208 South LaSalle Street, Suite 1540 Chicago, IL 60604-1006	None	PC	General Support	\$ 26,000
Donors Forum	208 South LaSalle Street, Suite 1540 Chicago, IL 60604-1006	None	PC	Education Group Initiatives	\$ 10,000
DuPage Children's Museum	301 N Washington Street Naperville, IL 60540	None	PC	General Support, Professional Development and Technical Assistance	\$ 37,500
Eisenhower Medical Center	39000 Bob Hope Drive Rancho Mirage, CA 92270-3221	None	PC	Nursing Education and General Support	\$ 50,000
Erie Family Health Center	1701 W Superior St, 3rd Floor Chicago, IL 60622	None	PC	General Support for the Teen Center	\$ 25,000
Family Focus	310 South Peoria Street, Suite 404 Chicago, IL 60607	None	PC	Professional Development and Technical Assistance	\$ 200
Field Museum	1400 South Lake Shore Drive Chicago, IL 60605-2496	None	PC	Education Programs, Professional Development and Technical Assistance	\$ 82,050
Foundation for Teaching Economics	260 Russell Blvd , Ste B Davis, CA 95616	None	PC	Economics for Leaders Program, Professional Development and Technical Assistance	\$ 27,500
Grand Teton National Park Foundation	25 S Willow Street, Suite 10 Jackson, WY 83001	None	PC	Inspiring Journeys - The Campaign for Jenny Lake	\$ 30,000
Harvard T H Chan School of Public Health	665 Huntington Avenue Building I 11th Floor Boston, Massachusetts 02115	None	PC	Harnessing Private Enterprise for Public Health Project	\$ 35,000
Harvard-Smithsonian Center for Astrophysics	60 Garden Street (MS 28) Cambridge, MA 02138-1516	None	PC	Exoplanet Biosignature Programming Project	\$ 35,000
Healthy Schools Campaign	175 N Franklin, Third Floor Chicago IL 60606	None	PC	Change for Good Student Health Program	\$ 35,000
High Jump	59 West North Boulevard Chicago, IL 60610	None	PC	General Support, Professional Development and Technical Assistance	\$ 46,200
Horatio Alger Association of Distinguished Americans Inc	99 Canal Center Plaza, Suite 320 Alexandria, VA 22314	None	PC	Illinois College Scholarship Program	\$ 50,000
Illinois Caucus for Adolescent Health	226 S Wabash, Suite 900 Chicago, IL 60604	None	PC	General Support	\$ 20,000
Illinois Council on Economic Education	Northern Illinois University 155 North Third Street, Ste 504 DeKalb, IL 60115	None	PC	Financial Literacy, Professional Development and Technical Assistance	\$ 28,200

Inner-City Computer Stars Foundation	415 N Dearborn, 3rd Floor Chicago, IL 60654	None	PC	General Support	\$ 30,000
Institute for Humane Studies	3434 Washington Blvd MS 1C5 Arlington, VA 22201	None	PC	Learn Liberty Academy, Professional Development and Technical Assistance	\$ 32,500
Jack Miller Center for Teaching America's Founding Principles and History	Three Bala Plaza West, Suite 401 Bala Cynwyd, PA 19004	None	PC	Newberry Library Series on American Political Thought and Chicago Initiative Lectures, Professional Development and Technical Assistance	\$ 37,500
Jackson Hole Land Trust	PO Box 2897 185 East Hansen Jackson, WY 83001	None	PC	General Support	\$ 35,000
Joffrey Ballet	10 East Randolph Chicago, IL 60601	None	PC	General Support, Professional Development and Technical Assistance	\$ 42,000
John G Shedd Aquarium	1200 South Lake Shore Drive Chicago, IL 60605	None	PC	General Support	\$ 80,000
La Rabida Children's Hospital	6501 S Promontory Drive Chicago, IL 60649	None	PC	General Support, Professional Development and Technical Assistance	\$ 80,600
Lake Forest Academy	1500 W Kennedy Road Lake Forest, IL 60045	None	PC	"Class of '93 Scholarship" Fund for High School Students, Professional Development and Technical Assistance	\$ 22,500
Lincoln Park Zoological Society	2001 North Clark Street Chicago, IL 60614	None	PC	General Support, Professional Development and Technical Assistance	\$ 62,100
Literacy Works	641 W Lake Street, Suite 200 Chicago, IL 60661	None	PC	General Support, Professional Development and Technical Assistance	\$ 28,050
Living Desert	47900 Portola Avenue Palm Desert, CA 92260	None	PC	General Support	\$ 20,000
Loyola University Medical Center	2160 South First Avenue Maywood, IL 60153-3328	None	PC	Pediatric Mobile Health Unit	\$ 25,000
Lyrnc Opera of Chicago	20 North Wacker Drive, Suite 860 Chicago, IL 60606	None	PC	NEXT - Discount Student Tickets for the Next Generation, Professional Development and Technical Assistance	\$ 62,200
Mercatus Center at George Mason University	3434 Washington Blvd, 4th Floor Arlington, VA 22201	None	PC	F A Hayek Program for Advanced Study in Philosophy, Politics and Economics, Professional Development and Technical Assistance	\$ 27,500
Ment School of Music	Joy Faith Knapp Music Center 38 S Peoria St Chicago, IL 60607	None	PC	General Support, Professional Development and Technical Assistance	\$ 30,400
MetroSquash	6100 S Cottage Grove Ave Chicago, IL 60637	None	PC	General Support, Professional Development and Technical Assistance	\$ 42,000
MetroSquash	6100 S Cottage Grove Ave Chicago, IL 60637	None	PC	Capital Campaign	\$ 25,000
Mikva Challenge Grant Foundation	332 S Michigan Avenue, Suite 400 Chicago, IL 60604	None	PC	Teen Health Council, Professional Development and Technical Assistance	\$ 25,400
Moneythink	405 W Superior St Chicago IL 60654	None	PC	General Support	\$ 15,000
Morton Arboretum	4100 Illinois Route 53 Lisle, IL 60532	None	PC	STEM Programs, Professional Development and Technical Assistance	\$ 37,500
Museum of Science and Industry	57th Street and Lake Shore Drive Chicago, IL 60637	None	PC	General Support and the Science Minors and Science Achievers Programs	\$ 80,000
Namaste Charter School	3737 S Paulina Street Chicago, IL 60609	None	PC	STEM Curriculum and General Support	\$ 25,000
National Geographic Society	1145 17th Street N W Washington, DC 20036-4688	None	PC	Young Explorers Grants Program	\$ 40,000
National Museum of Wildlife Art	2820 Rungius Road PO Box 6825 Jackson WY 83002	None	PC	General Support	\$ 20,000
Northwestern Memorial Foundation	Galter Pavilion 251 East Huron Stree, Suite 3-200 Chicago, IL 60611-2908	None	PC	Neonatal Nurse Practitioner and Neuroscience Nursing Education Programs	\$ 70,000
Northwestern Memorial Foundation	Galter Pavilion 251 East Huron Stree, Suite 3-200 Chicago, IL 60611-2908	None	PC	Medical Research - Junior Investigator Award	\$ 60,000
Northwestern Memorial Foundation	Galter Pavilion 251 East Huron Stree, Suite 3-200 Chicago, IL 60611-2908	None	PC	Northwestern Medicine Scholars at Westinghouse College Prep	\$ 25,000
One Million Degrees	226 W Jackson Blvd , #528 Chicago, IL 60606	None	PC	General Support, Professional Development and Technical Assistance	\$ 36,700

OneGoal	215 W Superior Street, Suite 700 Chicago, IL 60654	None	PC	General Support, Professional Development and Technical Assistance	\$ 27,500
Open Books Ltd	213 W Institute Place, Suite 207 Chicago, IL 60610	None	PC	General Support	\$ 15,000
Ounce of Prevention Fund	33 West Monroe St., Suite 2400 Chicago, IL 60603	None	PC	General Support for Educare, Professional Development and Technical Assistance	\$ 25,400
Playworks	770 N Halsted St, Suite 206 Chicago, IL 60642	None	PC	Namaste Charter School - Fitness and Noncognitive Skills Development	\$ 25,000
Posse Foundation	111 W Jackson Boulevard Suite 1900 Chicago, IL 60604	None	PC	General Support, Professional Development and Technical Assistance	\$ 50,200
Rehabilitation Institute of Chicago	345 E Superior Chicago IL 60611	None	PC	Brinson Stroke Fellowship	\$ 75,000
Room to Read	465 California St, Suite 1000 San Francisco CA 94104	None	PC	General Support for International Literacy Programs	\$ 25,000
Rush University Medical Center	1700 W Van Buren, Suite 250 Chicago, IL 60612	None	PC	Medical Research - Junior Investigator Award	\$ 60,000
Rush University Medical Center	1700 W Van Buren, Suite 250 Chicago, IL 60612	None	PC	Adolescent Family Health Center Reproductive Health Program, Professional Development and Technical Assistance	\$ 41,900
Special Olympics Illinois	500 Waters Edge, Suite 100 Lombard, IL 60148	None	PC	General Support	\$ 50,000
St John's Hospital Foundation	555 East Broadway Suite 213 P O Box 428 Jackson, WY 83001-0428	None	PC	Nursing Education Program	\$ 40,000
Teach For America, Inc	300 W Adams St., Suite 1000 Chicago, IL 60606	None	PC	General Support	\$ 50,000
Teton County Integrated Solid Waste and Recycling	P O Box 9088 Jackson, WY 83002-9088	None	NC	General Support, Professional Development and Technical Assistance	\$ 32,300
Teton Science Schools	700 Coyote Canyon Road Jackson, WY 83001	None	PC	General Support, Professional Development and Technical Assistance	\$ 32,500
The Chicago Public Education Fund	200 W Adams, Suite 2150 Chicago, IL 60606	None	PC	Fund IV	\$ 100,000
The University of Arizona Foundation	1111 N Cherry Avenue Tucson, AZ 85721-0109	None	PC	Asteroid Composition Research	\$ 30,000
The University of Chicago	130 East Randolph Street Suite 1400 Chicago Illinois 60601	None	PC	Evolutionary Developmental Biology Research	\$ 30,000
The University of Chicago	1313 E 60th Street Chicago IL 60637	None	PC	Science and Math Learning Community	\$ 40,000
The University of Chicago	Physical Sciences Division 5747 South Ellis Avenue Suite 113 Chicago, IL 60637	None	PC	Brinson Fellowship Program	\$ 85,000
The University of Chicago	Urban Education Institute 1225 E 60th Street Chicago, IL 60637	None	PC	Honorarium	\$ 2,500
The University of Chicago	130 East Randolph Street Suite 1400 Chicago Illinois 60601	None	PC	Medical Research - Junior Investigator Award	\$ 100,000
The University of Utah	Development Office 540 Arapen Drive, Suite 250 Salt Lake City, UT 84108-1238	None	NC	Yellowstone Seismology and Tectonophysics Research	\$ 60,000
Wilderness Classroom Organization	4605 Grand Ave Western Springs, IL 60558	None	PC	General Support	\$ 15,000
WTTW Channel 11	5400 North St Louis Avenue Chicago, IL 60625	None	PC	Local Broadcast of NOVA and NOVA ScienceNOW, Professional Development and Technical Assistance	\$ 70,200
Totals					\$ 4,148,500

The Brinson Foundation
Future Payment Commitments
As of December 31, 2014

Organization	2015	2016	2017	Total
Rehabilitation Institute of Chicago	\$ 75,000.00	\$ 75,000.00	\$ 75,000.00	\$ 225,000.00
345 E. Superior Chicago, IL 60611				
<i>Purpose</i> Brinson Stroke Fellow				
Jack Miller Center	\$ 35,000.00			\$ 35,000.00
Three Bala Plaza West, Suite 401 Bala Cynwyd, PA 19004				
<i>Purpose</i> : Newberry Library Series on American Political Thought and Chicago Initiative Lectures				
Totals	\$ 110,000.00	\$ 75,000.00	\$ 75,000.00	\$ 260,000.00

The Brinson Foundation

Lead Schedule by Category

For the 12 Months Ended 12/31/14

02/02/15

10:48AM

DEPRECIATION SCHEDULE - BUSINESS USE

Asset Description	Date Acquired	Cost	Sold?	Tax System	Method	Life	Con- vention	Bus %	Sec. 179 Deduction	Spec Depr Allowance	Depreciable Basis	Prior Depreciation	Current Depreciation	Accumulated Depreciation
FURNITURE														
Desk Chair	06/18/01	1,901.03	Y	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,901.03	1,901.03	0.00	1,901.03
Desk Chair	06/18/01	1,901.04	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,901.04	1,901.04	0.00	1,901.04
Desk Chair	06/18/01	1,901.04	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,901.04	1,901.04	0.00	1,901.04
Side Chair	06/18/01	1,716.53	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,716.53	1,716.53	0.00	1,716.53
Side Chair	06/18/01	1,716.54	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,716.54	1,716.54	0.00	1,716.54
Side Chair	06/18/01	1,716.54	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,716.54	1,716.54	0.00	1,716.54
Side Chair	06/18/01	1,716.53	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,716.53	1,716.53	0.00	1,716.53
Side Chair	06/18/01	1,657.24	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,657.24	1,657.24	0.00	1,657.24
Side Chair	06/18/01	1,657.25	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,657.25	1,657.25	0.00	1,657.25
Sofa	06/18/01	6,305.50	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	6,305.50	6,305.50	0.00	6,305.50
Lateral File Cabinet	05/01/01	2,173.60	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,173.60	2,173.60	0.00	2,173.60
Floor Lamp	06/18/01	1,962.19	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,962.19	1,962.19	0.00	1,962.19
Desk Lamp	06/18/01	1,202.63	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,202.63	1,202.63	0.00	1,202.63
Desk Lamp	06/18/01	1,531.69	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,531.69	1,531.69	0.00	1,531.69
Desk Lamp	06/18/01	1,531.70	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,531.70	1,531.70	0.00	1,531.70
Return	06/18/01	1,826.66	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,826.66	1,826.66	0.00	1,826.66
Storage/Lateral File	06/18/01	2,972.41	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,972.41	2,972.41	0.00	2,972.41
Storage/Wardrobe	06/18/01	1,793.94	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,793.94	1,793.94	0.00	1,793.94
Single Pedestal Desk	06/18/01	2,223.16	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,223.16	2,223.16	0.00	2,223.16
Credenza	06/18/01	2,647.01	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,647.01	2,647.01	0.00	2,647.01
Return	06/18/01	1,826.66	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,826.66	1,826.66	0.00	1,826.66
Storage/Lateral File	06/18/01	2,972.41	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,972.41	2,972.41	0.00	2,972.41
Storage/Wardrobe	06/18/01	1,900.48	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	1,900.48	1,900.48	0.00	1,900.48
Single Pedestal Desk	06/18/01	2,223.16	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,223.16	2,223.16	0.00	2,223.16
Credenza	06/18/01	2,647.01	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,647.01	2,647.01	0.00	2,647.01
Vertical Storage Cabinet	06/18/01	5,945.14	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	5,945.14	5,945.14	0.00	5,945.14
AV Cabinet/Vertical Storage	06/18/01	5,190.10	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	5,190.10	5,190.10	0.00	5,190.10
Credenza	06/18/01	4,161.93	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	4,161.93	4,161.93	0.00	4,161.93
Desk	06/18/01	2,729.04	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,729.04	2,729.04	0.00	2,729.04
Credenza Storage Towers	06/18/01	2,816.54	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,816.54	2,816.54	0.00	2,816.54
Storage/Wardrobe	06/18/01	2,318.99	N	MACRS	200% DB	07/00	H/Y	100.00	0.00	0.00	2,318.99	2,318.99	0.00	2,318.99

Federal Basis

The Brinson Foundation

Lead Schedule by Category

For the 12 Months Ended 12/31/14

02/02/15

10:48AM

DEPRECIATION SCHEDULE - BUSINESS USE

Asset Description	Date Acquired	Cost	Sold?	Tax System	Method	Life	Con- vention	Bus %	Sec 179 Deduction	Spec Depr Allowance	Depreciable Basis	Prior Depreciation	Current Depreciation	Accumulated Depreciation
FURNITURE														
Cocktail Table	05/18/01	1,222.61	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	1,222.61	1,222.61	0.00	1,222.61
Pencil Drawer	05/18/01	232.44	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	232.44	232.44	0.00	232.44
Grommets	05/18/01	109.40	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	109.40	109.40	0.00	109.40
Desk Chair	05/18/01	1,439.70	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	1,439.70	1,439.70	0.00	1,439.70
Front Counter	05/18/01	17,903.19	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	17,903.19	17,903.19	0.00	17,903.19
Changes to Ron's Furniture	04/01/02	1,500.00	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	1,500.00	1,500.00	0.00	1,500.00
Desk Accessories	08/02/01	1,734.32	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	1,734.32	1,734.32	0.00	1,734.32
Changes to Ron's Office	04/01/02	3,479.69	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	3,479.69	3,479.69	0.00	3,479.69
SIGNAGE	05/12/05	7,424.22	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	7,424.22	7,424.22	0.00	7,424.22
Desk Chair	12/15/14	2,143.35	N	MACRS	200% DB	07/00	HY	100.00	0.00	0.00	2,143.35	0.00	306.19	306.19
Subtotal for FURNITURE		113,974.61							0.00	0.00	113,974.61	111,831.26	306.19	112,137.45
COMPUTER EQUIPMENT														
Network Infrastructure	05/01/01	3,812.50	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	3,812.50	3,812.50	0.00	3,812.50
Dell Minitorw GX400	05/01/01	2,239.75	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	2,239.75	2,239.75	0.00	2,239.75
Intellimouse	05/01/01	44.81	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	44.81	44.81	0.00	44.81
Intellimouse	05/01/01	44.82	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	44.82	44.82	0.00	44.82
Internet Keyboard	05/01/01	20.92	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	20.92	20.92	0.00	20.92
Internet Keyboard	05/01/01	20.92	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	20.92	20.92	0.00	20.92
Quickcam Pro	05/01/01	88.71	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	88.71	88.71	0.00	88.71
Quickcam	05/01/01	88.71	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	88.71	88.71	0.00	88.71
LaserJet Printer	05/01/01	1,475.76	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	1,475.76	1,475.76	0.00	1,475.76
Monitor	05/01/01	1,890.06	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	1,890.06	1,890.06	0.00	1,890.06
Monitor	05/01/01	1,890.06	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	1,890.06	1,890.06	0.00	1,890.06
Speakers - 2 pc.	05/01/01	23.85	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	23.85	23.85	0.00	23.85
Speakers - 2 pc.	05/01/01	23.85	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	23.85	23.85	0.00	23.85
Monitor	09/05/02	1,306.25	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	1,306.25	1,306.25	0.00	1,306.25
Speakers - 2 pc	08/05/02	16.47	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	16.47	16.47	0.00	16.47
Intellimouse	08/05/02	31.51	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	31.51	31.51	0.00	31.51
Internet Keyboard	08/05/02	15.09	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	15.09	15.09	0.00	15.09
Quickcam Pro	08/05/02	61.58	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	61.58	61.58	0.00	61.58
Scandisk Compact Flash Card	02/15/02	141.36	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	141.36	141.36	0.00	141.36

Federal Basis

DEPRECIATION SCHEDULE - BUSINESS USE

The Brinson Foundation

Lead Schedule by Category

For the 12 Months Ended 12/31/14

02/02/15

10:48AM

Asset Description	Date Acquired	Cost	Sold?	Tax System	Method	Life	Con- vention	Bus %	Sec. 179 Deduction	Spec Depr. Allowance	Depreciable Basis	Prior Depreciation	Current Depreciation	Accumulated Depreciation
COMPUTER EQUIPMENT														
HP JETDIRECT CARD	02/09/05	134.60	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	134.60	134.60	0.00	134.60
PRINTER	10/17/05	324.00	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	324.00	324.00	0.00	324.00
HP Desktop dc7700	09/13/07	2,017.37	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	2,017.37	2,017.37	0.00	2,017.37
HP Printer	11/16/07	225.32	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	225.32	225.32	0.00	225.32
HP Personal Computer	11/20/07	2,121.66	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	2,121.66	2,121.66	0.00	2,121.66
HP Personal Computer	11/20/07	2,121.66	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	2,121.66	2,121.66	0.00	2,121.66
HP Personal Computer	11/20/07	2,121.66	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	2,121.66	2,121.66	0.00	2,121.66
IPAD and Case	03/12/12	922.25	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	922.25	479.57	177.07	656.64
IPAD	04/10/12	880.81	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	880.81	458.02	169.12	627.14
IPAD	04/10/12	880.81	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	880.81	458.02	169.12	627.14
IPAD	04/10/12	880.81	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	880.81	458.02	169.12	627.14
Printer	01/23/14	380.92	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	380.92	0.00	76.18	76.18
Subtotal for COMPUTER EQUIPMENT		26,248.85							0.00	0.00	26,248.85	24,156.88	760.61	24,917.49
COMPUTER SOFTWARE														
MicroEdge Grant Software	11/29/01	13,558.00	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	13,558.00	13,558.00	0.00	13,558.00
Quark Express	11/08/02	951.40	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	951.40	951.40	0.00	951.40
Windows XP Pro Upgrade	01/29/04	199.99	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	199.99	199.99	0.00	199.99
Windows XP Pro Upgrade	01/29/04	199.99	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	199.99	199.99	0.00	199.99
Windows XP Pro Upgrade	01/29/04	199.99	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	199.99	199.99	0.00	199.99
MICROSOFT OFFICE UPGRADE	03/31/05	294.99	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	294.99	294.99	0.00	294.99
MICROSOFT OFFICE UPGRADE	03/31/05	294.99	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	294.99	294.99	0.00	294.99
MICROSOFT OFFICE UPGRADE	03/31/05	294.99	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	294.99	294.99	0.00	294.99
Kurzweil Ed Txt to Speech	09/07/07	1,505.00	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	1,505.00	1,505.00	0.00	1,505.00
ADOBE SOFTWARE	09/02/08	666.77	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	666.77	666.77	0.00	666.77
Microtrend Software	08/01/09	119.80	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	119.80	114.05	5.75	119.80
Microsoft Office 2010	11/29/10	250.71	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	250.71	207.39	28.88	236.27
Microsoft Office 2010	11/29/10	250.71	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	250.71	207.39	28.88	236.27
Microsoft Office 2010	11/29/10	250.71	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	250.71	207.39	28.88	236.27
Microsoft Windows 7	11/29/10	181.90	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	181.90	150.47	20.95	171.42
Microsoft Windows 7	11/29/10	181.90	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	181.90	150.47	20.95	171.42
Microsoft Windows 7	11/29/10	181.90	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	181.90	142.61	2.91	145.52

Federal Basis

The Brinson Foundation
Lead Schedule by Category
For the 12 Months Ended 12/31/14

02/02/15
10:48AM

DEPRECIATION SCHEDULE - BUSINESS USE

Asset Description	Date Acquired	Cost	Sold?	Tax System	Method	Life	Con- vention	Bus %	Sec 179 Deduction	Spec Depr Allowance	Depreciable Basis	Prior Depreciation	Current Depreciation	Accumulated Depreciation
COMPUTER SOFTWARE														
GIFTS Document Manager	03/20/12	4,554.85	N	MACRS	200% DB	05/00	HY	100.00	0.00	0.00	4,554.85	2,388.52	874.53	3,243.05
Subtotal for COMPUTER SOFTWARE		24,138.59							0.00	0.00	24,138.59	21,714.40	1,011.73	22,726.13
LEASEHOLD IMPROVEMENTS														
Leasehold Improvements	05/01/01	206,449.44	N	MACRS	SL REAL	39/00	MM	100.00	0.00	0.00	206,449.44	66,834.27	5,293.47	72,127.74
Subtotal for LEASEHOLD IMPROVEMENTS		206,449.44							0.00	0.00	206,449.44	66,834.27	5,293.47	72,127.74
Client Subtotal Before Sales		370,811.49							0.00	0.00	370,811.49	224,536.81	7,372.00	231,908.81
Less Assets Sold		1,901.03							0.00	0.00	1,901.03	1,901.03	0.00	1,901.03
Total at end of year		368,910.46							0.00	0.00	368,910.46	222,635.78	7,372.00	230,007.78