Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.

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

OMB No. 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , 2014, and ending , 20

Name of foundation: HARTLEY FAMILY FOUNDATION

A Employer identification number: 74-2822359

Number and street (or P.O. box number if mail is not delivered to street address): 2112 TOMAHAWK ROAD

Room/suite:

B Telephone number (see instructions): 913-236-8473

City or town, state or province, country, and ZIP or foreign postal code: MISSION HILLS, KS 66208

C If exemption application is pending, check here ▶ ☐

D 1 Foreign organizations, check here ▶ ☐

2 Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

E If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐

F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ▶ ☐

G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change

H Check type of organization: ☒ Section 501(c)(3) exempt private foundation

☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶ $ 6,288,985.

J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) ______________________ *(Part I, column (d) must be on cash basis.)*

SCANNED MAY 27 2015

MAY [illegible] 2015

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 ▶ ☐ if the foundation is not required to attach Sch. B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	163,308.	163,308.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	277,602.			
b Gross sales price for all assets on line 6a 3,373,169.				
7 Capital gain net income (from Part IV, line 2)		277,602.		
8 Net short-term capital gain				
9 Income modifications				
10a Gross sales less returns and allowances				
b Less: Cost of goods sold				
c Gross profit or (loss) (attach schedule)				
11 Other income (attach schedule)	2,260.	2,260.		STMT 5
12 **Total.** Add lines 1 through 11	443,170.	443,170.		
Operating and Administrative Expenses				
13 Compensation of officers, directors, trustees, etc.	108,616.	97,755.		10,861.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 6	4,200.	NONE	NONE	4,200.
c Other professional fees (attach schedule) STMT 7	50,032.	50,032.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 8	8,933.	3,507.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 9	1,973.			1,973.
24 **Total operating and administrative expenses.** Add lines 13 through 23	173,754.	151,294.	NONE	17,034.
25 Contributions, gifts, grants paid	448,880.			448,880.
26 **Total expenses and disbursements.** Add lines 24 and 25	622,634.	151,294.	NONE	465,914.
27 Subtract line 26 from line 12:				
a **Excess of revenue over expenses and disbursements**	-179,464.			
b **Net investment income** (if negative, enter -0-)		291,876.		
c **Adjusted net income** (if negative, enter -0-)				

JSA **For Paperwork Reduction Act Notice, see instructions.**

9-14-20

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	582.	4,183.	4,183.
	2	Savings and temporary cash investments	191,870.	164,425.	164,425.
	3	Accounts receivable ▶			
		Less. allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less: allowance for doubtful accounts ▶ NONE			
	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) STMT 10	4,759,359.	4,634,122.	5,026,906.
	c	Investments - corporate bonds (attach schedule) STMT 15	1,091,127.	1,056,141.	1,093,471.
	11	Investments - land, buildings, and equipment basis ▶			
		Less: accumulated depreciation (attach schedule) ▶			
	12	Investments - mortgage loans			
	13	Investments - other (attach schedule)			
	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)	6,042,938.	5,858,871.	6,288,985.
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)		NONE	
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	6,042,938.	5,858,871.	
	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)	6,042,938.	5,858,871.	
	31	**Total liabilities and net assets/fund balances** (see instructions)	6,042,938.	5,858,871.	

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	6,042,938.
2	Enter amount from Part I, line 27a	2	-179,464.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	5,863,474.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 16	5	4,603.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	5,858,871.

Form **990-PF** (2014)

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	PUBLICLY TRADED SECURITIES			
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	3,373,169.		3,095,567.	277,602.
b				
c				
d				
e				

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

	(i) F M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				277,602.
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	277,602.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col (c))
2013	471,807.	6,590,059.	0.071594
2012	492,448.	6,594,969.	0.074670
2011	561,766.	6,924,791.	0.081124
2010	531,589.	6,701,514.	0.079324
2009	513,810.	6,653,234.	0.077227

2	Total of line 1, column (d)	2	0.383939
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	0.076788
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	6,469,453.
5	Multiply line 4 by line 3	5	496,776.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	2,919.
7	Add lines 5 and 6	7	499,695.
8	Enter qualifying distributions from Part XII, line 4	8	465,914.

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 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	5,838.
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	
3	Add lines 1 and 2	3	5,838.
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-) . . .	4	NONE
5	**Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-	5	5,838.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 . . . . 6a 12,421.		
b	Exempt foreign organizations - tax withheld at source . . . . . . 6b NONE		
c	Tax paid with application for extension of time to file (Form 8868) . . . . 6c NONE		
d	Backup withholding erroneously withheld 6d		
7	Total credits and payments. Add lines 6a through 6d	7	12,421.
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	6,583.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 2,920. **Refunded** ▶	11	3,663.

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ __________ (2) On foundation managers. ▶ $ __________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ __________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . *If "Yes," attach a detailed description of the activities.*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
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? . . . . *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KS			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	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*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

Part VII-A Statements Regarding Activities *(continued)*

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ LAURA LINTECUM Telephone no. ▶ (913)236-8473

Located at ▶ 2112 TOMAHAWK RD, MISSION HILLS, KS ZIP+4 ▶ 66208

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

		Yes	No
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		X
See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a During the year did the foundation (either directly or indirectly)			
(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No			
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No			
b If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		X
Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):			
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No			
If "Yes," list the years ▶ ________ , ________ , ________ , ________			
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		X
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		
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here . . . . ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? . . . . ☐ Yes ☐ No

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

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

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

If "Yes" to 6b, file Form 8870

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

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

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
PATRICIA HARTLEY 7221 MISSION ROAD APT 209, PRAIRIE VILLAGE, KS 66208	CHAIRMAN OF THE 0	-0-	-0-	-0-
LAURA H LINTECUM 2112 TOMAHAWK RD, MISSION HILLS, KS 66208	PRESIDENT 0	36,874.	-0-	-0-
ELIZABETH H WINETROUB 7912 PAWNEE ST, PRAIRIE VILLAGE, KS 66208	VICE PRESIDENT 0	35,938.	-0-	-0-
ANN H BUSH 2009 RIVIERA CT, LAWRENCE, KS 66047	BOARD MEMBER 0	35,804.	-0-	-0-

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		NONE	NONE	NONE

Total number of other employees paid over $50,000 . . . . ▶ NONE

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		NONE
Total number of others receiving over $50,000 for professional services . . . . ▶		NONE

Part IX-A **Summary of Direct Charitable Activities**

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 NONE	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments** (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 NONE	
2	
All other program-related investments See instructions. 3 NONE	
Total. Add lines 1 through 3 . . . . ▶	

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	6,429,762.
b	Average of monthly cash balances	1b	138,211.
c	Fair market value of all other assets (see instructions)	1c	NONE
d	**Total** (add lines 1a, b, and c)	1d	6,567,973.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	NONE
3	Subtract line 2 from line 1d	3	6,567,973.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	98,520.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	6,469,453.
6	**Minimum investment return.** Enter 5% of line 5	6	323,473.

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	323,473.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	5,838.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b			
c	Add lines 2a and 2b			2c	5,838.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	317,635.
4	Recoveries of amounts treated as qualifying distributions			4	NONE
5	Add lines 3 and 4			5	317,635.
6	Deduction from distributable amount (see instructions)			6	NONE
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1			7	317,635.

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	465,914.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	NONE
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	NONE
b	Cash distribution test (attach the required schedule)	3b	NONE
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	465,914.
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	N/A
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	465,914.

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					317,635.
2 Undistributed income, if any, as of the end of 2014.					
a Enter amount for 2013 only				NONE	
b Total for prior years 20 12 ,20_____,20____			NONE		
3 Excess distributions carryover, if any, to 2014.					
a From 2009	182,516.				
b From 2010	199,733.				
c From 2011	225,352.				
d From 2012	181,010.				
e From 2013	151,753.				
f **Total** of lines 3a through e		940,364.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 465,914.					
a Applied to 2013, but not more than line 2a				NONE	
b Applied to undistributed income of prior years (Election required - see instructions)			NONE		
c Treated as distributions out of corpus (Election required - see instructions)		NONE			
d Applied to 2014 distributable amount					317,635.
e Remaining amount distributed out of corpus		148,279.			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*		NONE			NONE
6 **Enter the net total of each column as indicated below:**					
a Corpus. Add lines 3f, 4c, and 4e. Subtract line 5		1,088,643.			
b Prior years' undistributed income. Subtract line 4b from line 2b			NONE		
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			NONE		
d Subtract line 6c from line 6b. Taxable amount - see instructions			NONE		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instructions				NONE	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015					NONE
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)		NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)		182,516.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a		906,127.			
10 Analysis of line 9.					
a Excess from 2010	199,733.				
b Excess from 2011	225,352.				
c Excess from 2012	181,010.				
d Excess from 2013	151,753.				
e Excess from 2014	148,279.				

Part XIV **Private Operating Foundations** (see instructions and Part VII-A, question 9) NOT APPLICABLE

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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.

NONE

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:

SEE STATEMENT 17

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

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 30				448,880.
Total . . . . ▶ 3a				448,880.
b *Approved for future payment*				
Total . . . . ▶ 3b				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	163,308.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	277,602.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b WFC 3Y IYR BR MTN			14	2,260.	
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)				443,170.	

13 Total. Add line 12, columns (b), (d), and (e) . . . 13 443,170.

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes). (See instructions.)
	NOT APPLICABLE

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

			Yes	No
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?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions:			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements

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

▶ Laura H. Lintecum 05/06/2015 ▶ President

Signature of officer or trustee Date Title

OFFICER

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☒ if self-employed	PTIN
DONALD J ROMAN		05/06/2015	X	P00364310
Firm's name ▶ PRICEWATERHOUSECOOPERS LLP			Firm's EIN ▶ 13-4008324	
Firm's address ▶ 600 GRANT STREET PITTSBURGH, PA 15219			Phone no. 412-355-6000	

Form 990-PF (2014)

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
AT&T INC	650.	650.
ATT INC 5.500% 2/01/18	5,500.	5,500.
ABBOTT LABORATORIES 4.125% 5/27/20	2,063.	2,063.
ABBVIE INC	541.	541.
ABERDEEN FDS EMRGN	4,941.	4,941.
AIR LIQUIDE S A A D R	481.	481.
ALLIANZ SE A D R	888.	888.
APPLE COMPUTER INC COM	891.	891.
ASTRAZENECA P L C SPSD A D R	1,563.	1,563.
B G GROUP P L C A D R	229.	229.
BP PLC SPONSORED ADR	296.	296.
BANK OF NEW YORK MELLON CORP	315.	315.
BANK NY MELLON MTN 3.100% 1/15/15	3,100.	3,100.
BARCLAYS 24MO IYR 4.000% 3/17/14	1,300.	1,300.
BLACKROCK INC	116.	116.
BOEING CO 3.500% 2/15/15	3,500.	3,500.
BRITISH AMER SPON ADR	1,544.	1,544.
CVS CORP COM	397.	397.
CAMPBELL SOUP CO 3.050% 7/15/17	1,525.	1,525.
CANON INC SPONS A D R	57.	57.
CATERPILLAR INC	77.	77.
CAUSEWAY EMERGING MARKETS INSTL	4,097.	4,097.
CHEVRONTEXACO CORP COM	615.	615.
CISCO SYSTEMS INC 4.950% 2/15/19	4,950.	4,950.
COACH INC	581.	581.
COCA COLA COMPANY	253.	253.
COCHLEAR LTD UNSPON A D R	95.	95.
COMPANHIA PARANAENSE ENER SP A D R	217.	217.
DASSAULT SYSTEMES SA A D R	215.	215.
DISCOVER FINL SVCS	58.	58.
DRIEHAUS SELECT CREDIT FUND	9,407.	9,407.
E M C CORP MASS COM	326.	326.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
ENN ENERGY HOLDINGS LTD A D R	40.	40.
DELHAIZE GROUP SPONS A D R	511.	511.
FANUC CORPORATION A D R	234.	234.
FIDELITY NATL INFORMATION SVCS INC	135.	135.
FIRST AMERICAN PRIME OBLIG FUND CL Y	23.	23.
FLY LEASING LTD A D R	2,145.	2,145.
FRESENIUS MED AKTIENGESELLSCHAFT ADR	250.	250.
FUCHS PETROLUB SE PREF A D R	92.	92.
GLAXO SMITHKLINE P L C A D R	37.	37.
GRIFOLS SA A D R	23.	23.
HONG KONG EXCHANGES A D R	150.	150.
INDUSTRIAS BACHOCO SAB DE CV A D R	1,015.	1,015.
ISHARES RUSSEL 3000 INDEX ETF	4,162.	4,162.
ITAU UNIBANCO HOLDINGS SA A D R	694.	694.
ITC HOLDINGS CORP	58.	58.
JGC CORP UNSPONSORED A D R	336.	336.
JP MORGAN CHASE & CO COM	540.	540.
LOREAL UNSPONSORED A D R	352.	352.
LVMH MOET HENNESSY A D R	408.	408.
LOOMIS SAYLES GLBL BOND INST	7,939.	7,939.
LOWES CO INC	109.	109.
M T BANK CORP	400.	400.
MCCORMICK CO NON VTG SHRS	64.	64.
MELCO CROWN ENTERTAINMENT LMTD A D R	217.	217.
MICROSOFT CORP COM	692.	692.
MICROSOFT CORP 2.950% 6/01/14	738.	738.
MITSUBISHI ESTATE LTD A D R	12.	12.
MIZUHO FNL GRP A D R	480.	480.
MONOTARO CO LTD UNSP A D R	7.	7.
NTT DOCOMO INC A D R	1,138.	1,138.
NATIONAL GRID PLC SP A D R	1,527.	1,527.
LOOMIS SAYLES STRATEGIC ALPHA FUND Y	4,769.	4,769.
NESTLE SA SPONSORED A D R	689.	689.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
NEUBERGER BERMAN GENESIS INSTL FD	366.	366.
NEUBERGER BERMAN LONG SH INS	496.	496.
NEXTERA ENERGY INC	621.	621.
NICE SYS LTD SPONSORED A D R	222.	222.
NIPPON TELEGRAPH TELE A D R	839.	839.
NOVO-NORDISK A S ADR	444.	444.
NUVEEN HIGH INCOME BOND FD CL I	15,029.	15,029.
NUVEEN REAL ESTATE SECS I	14,965.	14,965.
ONTARIO PROVINCE 4.100% 6/16/14	2,050.	2,050.
OPPENHEIMER SENIOR FLOATING RATE Y	5,185.	5,185.
OPPENHEIMER SENIOR FLOATING RATE I	7,502.	7,502.
ORIX CORP SPONS A D R	392.	392.
PACKAGING CORP AMERICA	69.	69.
PETRO CHINA COMPANY LTD A D R	92.	92.
PFIZER INC COMMON STOCK	706.	706.
PHILIP MORRIS INTL	718.	718.
PHILLIPS 66	531.	531.
QUALCOMM INC	935.	935.
QUEBEC PROVINCE 4.625% 5/14/18	4,625.	4,625.
REED ELSEVIER NV A D R	167.	167.
ROCHE HLDG LTD SPONSORED ADR	619.	619.
T ROWE PRICE MID CAP GROWTH FD #64	1,818.	1,818.
ROYAL DUTCH SHELL PLC A D R	374.	374.
SPDR S P 500 ETF	5,056.	5,056.
SANDS CHINA LTD UNSPONS A D R	62.	62.
SAP SE SPONSORED A D R	320.	320.
SASOL LTD SPONSORED A D R	168.	168.
SCHLUMBERGER LTD ORD	443.	443.
SCHNEIDER ELECT SE UNSP A D R	590.	590.
SHIRE PHARMACEUTICALS GR SPONSORED ADR	83.	83.
SIBANYE GOLD SPON A D R	86.	86.
SILICONWARE PRECISION IND CO A D R	117.	117.
SMITH & NEPHEW P L C A D R	412.	412.

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
SONOVA HOLDING UNSPON ADR	87.	87.
SOUTHERN COPPER CORP DEL	57.	57.
SUMITOMO MITSUI FINL GROUP A D R	599.	599.
TCW EMERGING MARKETS INCOME FUND	8,911.	8,911.
TAIWAN SEMICONDUCTOR A D R	527.	527.
TESCO PLC A D R	165.	165.
TEVA PHARMACEUTICAL INDS LTD ADR	490.	490.
TIME WARNER CABLE INC	186.	186.
TRINITY BIOTECH PLC SPON A D R	140.	140.
TUPPERWARE BRANDS CORP	86.	86.
UNILEVER PLC SPONSORED ADR NEW	143.	143.
UNION PAC CORP COM	336.	336.
V F CORP COM W/RTS ATTACHED EXP 01/25/20	159.	159.
VISA INC	181.	181.
WPP PLC SPONSORED A D R	428.	428.
WACOAL HOLDINGS CORP A D R	522.	522.
WELLS FARGO CO	141.	141.
WESTPAC BANKING CORP SP ADR	156.	156.
WHIRLPOOL CORP	66.	66.
XINYI GLASS HOLDINGS LTS A D R	89.	89.
ACCENTURE PLC CL A	394.	394.
BUNGE LIMITED	300.	300.
COVIDIEN PLC	350.	350.
SEADRILL LIMITED	1,380.	1,380.
PERRIGO CO LTD	63.	63.
ACE LTD	476.	476.
TOTAL	163,308.	163,308.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
WFC 3Y IYR BR MTN 2.260% 10/19/16	2,260.	2,260.
TOTALS	2,260.	2,260.

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE (NON-ALLOC	4,200.			4,200.
TOTALS	4,200	NONE	NONE	4,200.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
CUSTODIAN & MANAGEMENT FEES (A	50,032.	50,032.
TOTALS	50,032.	50,032.

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FEDERAL EXCISE TAX	5,426.	
FORWIGN TAXES PAID	3,507.	3,507.
TOTALS	8,933.	3,507.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	CHARITABLE PURPOSES
FILING FEE	40.	40.
ADR FEE	649.	649.
CURRENT YEAR AMORTIZATION	1,284.	1,284.
TOTALS	1,973.	1,973.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART II - CORPORATE STOCK
====================================

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
ATT INC	16,217.	15,821.
PFIZER INC	20,485.	21,151.
PHILIP MORRIS INTL	17,023.	15,313.
APPLE INC	21,768.	53,314.
GOOGLE INC		
J P MORGAN CHASE CO	11,951.	21,653.
SCHWAB CHARLES CORP		
UNION PACIFIC CORP	8,006.	12,628.
CHEVRON CORPORATION	16,879.	16,378.
SCHLUMBERGER LTD	18,598.	21,694.
VF CORP	5,740.	10,786.
CREDIT SUISSE COMM RET ST CO	176,250.	145,934.
COCA COLA COMPANY		
HIGHLAND LONG SHORT EQUITY FD		
NUVEEN REAL ESTATE SECURIT	329,454.	373,274.
TCW EMERGING MKTS INCOME FD	178,821.	166,123.
BERKSHIRE HATHAWAY INC	32,197.	39,940.
BLACKROCK INC	6,121.	7,151.
CATERPILLAR INC	5,702.	5,034.
COACH INC	18,987.	12,921.
COGNIZANT TECH SOLUTIONS	10,869.	18,431.
CVS CAREMARK CORP	16,166.	34,768.
EMC CORPORATION	19,034.	22,543.
EXPRESS SCRIPTS HLDGS C	22,271.	35,307.
FIDELITY NATL INFORMATION SVCS	5,141.	8,770.
GILEAD SCIENCES INC		
ITC HLDGS CORP	6,656.	7,156.
LOWES CO INC	4,439.	9,150.
MICROSOFT CORP	18,245.	27,963.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
NEXTERA ENERGY INC	17,073.	22,746.
PERRIGO CO	22,983.	25,241.
PRICELINE COM INC	4,927.	7,981.
QUALCOMM INC	35,118.	43,186.
SOUTHERN COPPER CORP		
STERICYCLE INC	15,730.	21,235.
TIME WARNER CABLE INC	5,426.	9,428.
VARIAN MED SYS INC	15,919.	22,839.
VISA INC CLASS A SHARES	17,007.	28,318.
WELLS FARGO CO		
ACCENTURE PLC	16,542.	18,041.
ABERDEEN FDS EMRGN MKT INSTL	314,871.	269,343.
FORWARD INTL REAL ESTATE		
I SHARES RUSSEL 3000 INDEX FD	172,889.	256,075.
NEUBERGER BERMAN GENESIS INSTL	94,270.	110,170.
DRIEHAUS SELECT CREDIT FUND	265,000.	237,721.
LOOMIS SAYLES STRATEGIC ALPHA	137,338.	135,352.
OPPENHEIMER SR FLOAT RATE Y	203,798.	196,103.
MONSTER BERVERAGE CORP		
PHILLIPS 66	16,927.	20,148.
VERISK ANALYTICS INC	16,713.	19,727.
ACE LTD	17,016.	21,368.
AIR LIQUIDE SA ADR	16,849.	18,759.
ALLIANZ SE ADR	18,771.	20,066.
ASTRAZENECA PLC SPONS ADR	2,172.	2,956.
BAIDU COM INC ADR	6,504.	16,186.
BRITISH AMERN TOB PLC SPON ADR	33,355.	34,395.
BUNGE LIMITED	16,265.	21,273.
COVIDIEN PLC	14,991.	27,104.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART II - CORPORATE STOCK
====================================

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
DASSAULT SYSTEMES SA ADR		
DELHAIZE GROUP SPONS ADR	14,153.	17,468.
FANUC CORPORATION ADR	15,836.	18,060.
FLY LEASING LTD ADR	33,937.	28,207.
FRESENIUS MED CARE ADR	15,450.	17,604.
INDUSTRIAS BACHOCO SAB DE CV	25,335.	38,557.
ITAU UNIBANCO HOLDINGS SA ADR	16,332.	18,175.
LG DISPLAY CO LTD ADR		
LONZA GROUP AG UNSPONS ADR		
LOREAL UNSPONS ADR	16,433.	16,965.
LVMH MOET HENNESSY LOU VUITT	16,890.	16,873.
MIZUHO FNL GRP ADR	16,856.	12,937.
NATIONAL GRID PLC SPONS ADR	33,947.	34,129.
NESTLE SA SPONS ADR	18,418.	20,791.
NIPPON TELEGRAPH TELE ADR	13,637.	14,290.
NOVO NORDISK AS ADR	16,521.	22,641.
NTT DOCOMO INC ADR	33,062.	30,426.
ORIX CORP SPONS ADR	10,624.	8,692.
ROCHE HLDG LTD ADR	16,098.	18,966.
ROYAL DUTCH SHELL PLC ADR		
SAP AG ADR		
SCHNEIDER ELECT SA UNSPONS ADR	16,494.	16,572.
SEADRILL LIMITED	15,334.	5,528.
SMITH & NEPHEW PLC ADR	17,170.	27,004.
SUMITOMO MITSUI FINL GRP ADR	11,939.	9,806.
SYSMEX CORP UNSPONS ADR		
TAIWAN SEMICONDUCTOR ADR	18,251.	23,611.
TEVA PHARMACEUTICAL INDS LTD	14,950.	20,819.
TOYOTA MTR CORP ADR		

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
TURKIYE GARANTI BANKASI AS ADR		
XINYUAN REAL ESTATE CO LTD ADR		
ROBECO BOSTON PTNS LS RSRCH	227,404.	261,831.
SPDR S&P 500 ETF TRUST	249,765.	294,744.
T ROWE PRICE MID CAP GROWTH FD	165,417.	232,512.
ABBVIE INC	16,509.	21,333.
BANK OF NEW YORK MELLON CORP	16,576.	19,352.
DISCOVER FINL SVCS	7,170.	7,924.
M T BANK CORP	16,565.	17,964.
MCCORMICK CO NON VTG SHRS	6,266.	6,464.
PACKAGING CORP AMERICA	6,050.	6,712.
TUPPERWARE BRANDS CORP	5,130.	3,969.
WHIRLPOOL CORP	6,340.	8,525.
CANON INC SPONS A D R	28,257.	27,101.
CITY TELECOM HK LTD A D R	1,327.	2,225.
COMPANHIA PARANAENSE ENER SP A	3,055.	2,937.
GLAXO SMITHKLINE P L C A D R	3,044.	2,436.
HONG KONG EXCHANGES A D R	5,481.	7,269.
NICE SYS LTD SPONSORED A D R	19,290.	23,451.
NOVARTIS AG A D R	20,302.	21,126.
REED ELSEVIER NV A D R	5,059.	5,622.
TRINITY BIOTECH PLC SPON A D R	16,557.	11,136.
WACOAL HOLDINGS CORP A D R	16,621.	16,526.
WESTPAC BANKING CORP SP ADR	3,123.	2,636.
WNS HOLDINGS LTD ADR	16,433.	15,619.
CAUSEWAY EMERGING MARKETS INST	148,336.	153,507.
NEUBERGER BERMAN LONG SH INS	239,343.	244,817.
LOOMIS SAYLES GLBL BOND INST	293,919.	279,965.
NUVEEN HIGH INCOME BOND FD CL	197,642.	182,118.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		ENDING BOOK VALUE	ENDING FMV
	TOTALS	4,634,122.	5,026,906.

HARTLEY FAMILY FOUNDATION 74-2822359

FORM 990PF, PART II - CORPORATE BONDS

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
CONOCOPHILLIPS 2.875% 11/15/21	100,782.	100,997.
BANK OF NY MELLON 3.1% 1/15/15	100,416.	100,069.
BOEING CO 3.50% 2/15/15	99,738.	100,324.
ATT INC 5.50% 2/1/18	101,411.	110,389.
CISCO SYSTEMS 4.950% 2/15/19	102,099.	111,762.
ONTARIO PROVINCE 4.10% 6/16/14		
QUEBEC PROVINCE 4.625% 5/14/18	99,807.	110,117.
MICROSOFT CORP 2.950% 6/1/14		
CAMPBELL SOUP CO 3.05% 7/15/17	50,210.	51,698.
ABBOTT LABS 4.125% 5/27/20	52,341.	54,189.
BARCLAYS 24MO 1YR MTN 4% 3/1		
WELLS FARGO MTN 6/18/15		
WFC 3Y 1YR MTN 2.2% 10/19/16	100,000.	102,754.
BANK LOF MONTREAL 6/18/15		
BMO 2Y EEM BR 6/18/15	50,000.	51,135.
RBC 2Y EEM BR MTN 3/24/16	50,000.	50,615.
JPMORGAN CHASE 1.625% 5/15/18	99,337.	98,900.
WFC 2Y EFA BR MTN 6/18/15	50,000.	50,522.
TOTALS	1,056,141.	1,093,471.

FORM 990PF, PART III - OTHER DECREASES IN NET WORTH OR FUND BALANCES

DESCRIPTION	AMOUNT
MUTUAL FUND TIMING DIFFERENCE	2,162.
COST ADJUSTMENT	586.
WASH SALE ADJUSTMENT	1,855.
TOTAL	4,603.

STATEMENT 16

FORM 990PF, PART XV - LINES 2a - 2d

RECIPIENT NAME:
LAURA H LINTECUM
ADDRESS:
2112 TOMAHAWK RD
MISSION HILLS, KS 66208
RECIPIENT'S PHONE NUMBER: 913-236-8473
FORM, INFORMATION AND MATERIALS:
NONE
SUBMISSION DEADLINES:
NONE
RESTRICTIONS OR LIMITATIONS ON AWARDS:
MUST BE A PUBLIC CHARITY AS DESCRIBED
UNDER 501(C)(3) OF THE IRC.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
KANSAS UNIVERSITY ENDOWMENT ASSOCIATION
ADDRESS:
PO BOX 928
LAWRENCE, KS 66044
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 276,800.

RECIPIENT NAME:
NATIONAL WORLD WAR I MUSEUM
ADDRESS:
100 W 26TH STREET
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
KC HOSPICE AND PALLIATIVE CARE
ADDRESS:
10100 WEST 87TH ST, SUITE 100
OVERLAND PARK, KS 66212
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
THE JEWEL BALL
C/O MRS THOMAS SELBY WARD
ADDRESS:
PO BOX 878652
KANSAS CITY, MO 64187
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,500.

RECIPIENT NAME:
ST. AGNES CATHOLIC CHURCH
ADDRESS:
5250 MISSION RD
ROELAND PARK, KS 66205
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
UNION STATION KANSAS CITY INC
ADDRESS:
30 W PERSHING RD
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 10,000.

HARTLEY FAMILY FOUNDATION 74-2822359
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
KANSAS CITY REPERTORY
ADDRESS:
4825 TROOST #101
KANSAS CITY, MO 64110
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
EM'S SPOTLIGHT
ADDRESS:
8257 WORNALL RD
KANSAS CITY, MO 64114
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
HUMANE SOCIETY - GREATER KANSAS CITY
ADDRESS:
5445 PARALLEL PARKWAY
KNASAS CITY, MO 66104
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

STATEMENT 20

HARTLEY FAMILY FOUNDATION 74-2822359
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
KANSAS CITY COMMUNITY GARDENS INC
ADDRESS:
6917 KENSINGTON
KNASAS CITY, MO 64132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
BOTAR ORGANIZATION
ADDRESS:
1701 AMERICAN ROYAL COURT
KANSAS CITY, MO 64102
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 6,000.

RECIPIENT NAME:
AMERICAN RED CROSS
ADDRESS:
211 W AMOUR BLVD
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

STATEMENT 21

HARTLEY FAMILY FOUNDATION 74-2822359
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
OPERATION BREAKTRHOUGH
ADDRESS:
PO BOX 412482
KANSAS CITY, MO 64141
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEPMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 7,500.

RECIPIENT NAME:
DOLE INSTITUTE OF POLITICS
ADDRESS:
2350 PETEFISH DR
LAWRENCE, KS 66045
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,000.

RECIPIENT NAME:
GAMMA PHI BETA FOUNDATION
UNIVERSITY OF KNASAS
ADDRESS:
PO BOX 3796
LAWRENCE, KS 66046
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
GLOBAL ORPHAN PROJECT
ADDRESS:
6114 N 9 HWY
PARKVILLE, MO 64152
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
KCPT PLUBIC TELEVISION 19
ADDRESS:
125 E. 31ST STREEET
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
REACH OUT AND READ
ADDRESS:
3901 RAINBOW BLVD MAIL STOP 1051
KNASAS CITY, MO 66160
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
AUDIO READER
ADDRESS:
1120 W 11ST ST
LAWRENCE, KS 66044
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
CHRISTO REY KANSAS CITY HIGH SCHOOL
ADDRESS:
211 W LINWOOD BLVD
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

RECIPIENT NAME:
WOMENS EMPLOYMENT NETWORK
ADDRESS:
920 MAIN ST #100
KANSAS CITY, MO 64105
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSES
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
ERIC'S CAMP FUND
ADDRESS:
PO BOX 8138
PRAIRIE VILLAGE, KS 66208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 500.

RECIPIENT NAME:
SECOND PRESBYTERIAN CHURCH
ADDRESS:
318 E 55TH
KANSAS CITY, MO 64113
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
HARVESTERS
ADDRESS:
PO BOX 412233
KANSAS CITY, MO 64141
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
SALVATION ARMY
ADDRESS:
3637 BROADWAY ST
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,600.

RECIPIENT NAME:
ST ANDREWS EPISCOPAL CHURCH
ADDRESS:
6401 WORNALL TERRACE
KANSAS CITY, MO 64113
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 15,000.

RECIPIENT NAME:
HIC SPORTS
ADDRESS:
8420 SOMERSET DR
PRAIRIE VILLAGE, KS 66207
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 30,000.

STATEMENT 26

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

RECIPIENT NAME:
CITY UNION MISSION
ADDRESS:
1100 EAST 11TH ST
KANSAS CITY, MO 64106
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 5,200.

RECIPIENT NAME:
NELSON GALLERY FOUNDATION
ADDRESS:
4525 OAK STREET
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 13,830.

RECIPIENT NAME:
ST LUKES HOSPITAL FOUNDATION
ADDRESS:
4225 BALTIMORE AVE
KANSAS CITY, MO 64111
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 32,000.

HARTLEY FAMILY FOUNDATION 74-2822359
FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID
==

RECIPIENT NAME:
VILLAGE PRESBYTERIAN CHURCH
ADDRESS:
6641 MISSION RD
PRAIRIE VILLAGE, KS 66208
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 20,100.

RECIPIENT NAME:
ROSE BOOKS CENTER INC
ADDRESS:
PO BOX 320599
KANSAS CITY, MO 64132
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 2,500.

RECIPIENT NAME:
ALL NATIONS FAMILY
ADDRESS:
PO BOX 55
GRANDVIEW, MO 64030
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 1,000.

FORM 990PF, PART XV, LINE 3a - CONTRIBUTIONS, GIFTS, GRANTS PAID

==

RECIPIENT NAME:
CYSTIC FIBROSIS FOUNDATION
ADDRESS:
6950 SQUIBB
MISSION, KS 66202
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
CHILDREN'S MERCY HOSPITAL
DEPARTMENT OF PHILANTHROPY
ADDRESS:
2401 GILLHAM ROAD
KANSAS CITY, MO 64108
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

RECIPIENT NAME:
AIDS WALK KANSAS CITY
ADDRESS:
PO BOX 32192
KANSAS CITY, MO 64171
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 250.

RECIPIENT NAME:
SPAY AND NEUTER KANSAS CITY
ADDRESS:
1116 E 59TH ST, PO BOX 410303
KANSAS CITY, MO 64141
RELATIONSHIP:
NONE
PURPOSE OF GRANT:
EXEMPT PURPOSE
FOUNDATION STATUS OF RECIPIENT:
PUBLIC
AMOUNT OF GRANT PAID .... 100.

TOTAL GRANTS PAID: 448,880.
==============

SCHEDULE D
(Form 1041)
Department of the Treasury
Internal Revenue Service

Capital Gains and Losses

▶ Attach to Form 1041, Form 5227, or Form 990-T.
▶ Use Form 8949 to list your transactions for lines 1b, 2, 3, 8b, 9 and 10.
▶ Information about Schedule D and its separate instructions is at *www.irs.gov/form1041*

OMB No. 1545-0092

2014

Name of estate or trust: HARTLEY FAMILY FOUNDATION

Employer identification number: 74-2822359

Note: *Form 5227 filers need to complete only Parts I and II.*

Part I Short-Term Capital Gains and Losses - Assets Held One Year or Less

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part I, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
1a Totals for all short-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 1b .				
1b Totals for all transactions reported on Form(s) 8949 with **Box A** checked				
2 Totals for all transactions reported on Form(s) 8949 with **Box B** checked				
3 Totals for all transactions reported on Form(s) 8949 with **Box C** checked	1,515,010.	1,477,199.	1,532.	39,343.

4 Short-term capital gain or (loss) from Forms 4684, 6252, 6781, and 8824	4	
5 Net short-term gain or (loss) from partnerships, S corporations, and other estates or trusts	5	
6 Short-term capital loss carryover. Enter the amount, if any, from line 9 of the 2013 Capital Loss Carryover Worksheet	6	( )
7 **Net short-term capital gain or (loss).** Combine lines 1a through 6 in column (h). Enter here and on line 17, column (3) on the back . . . . ▶	7	39,343.

Part II Long-Term Capital Gains and Losses - Assets Held More Than One Year

See instructions for how to figure the amounts to enter on the lines below. This form may be easier to complete if you round off cents to whole dollars.	(d) Proceeds (sales price)	(e) Cost (or other basis)	(g) Adjustments to gain or loss from Form(s) 8949, Part II, line 2, column (g)	(h) Gain or (loss) Subtract column (e) from column (d) and combine the result with column (g)
8a Totals for all long-term transactions reported on Form 1099-B for which basis was reported to the IRS and for which you have no adjustments (see instructions). However, if you choose to report all these transactions on Form 8949, leave this line blank and go to line 8b .				
8b Totals for all transactions reported on Form(s) 8949 with **Box D** checked				
9 Totals for all transactions reported on Form(s) 8949 with **Box E** checked				
10 Totals for all transactions reported on Form(s) 8949 with **Box F** checked	1,854,547.	1,671,870.	323.	183,000.

11 Long-term capital gain or (loss) from Forms 2439, 4684, 6252, 6781, and 8824	11	
12 Net long-term gain or (loss) from partnerships, S corporations, and other estates or trusts.	12	
13 Capital gain distributions.	13	55,259.
14 Gain from Form 4797, Part I.	14	
15 Long-term capital loss carryover. Enter the amount, if any, from line 14 of the 2013 Capital Loss Carryover Worksheet	15	( )
16 **Net long-term capital gain or (loss).** Combine lines 8a through 15 in column (h). Enter here and on line 18a, column (3) on the back . . . . ▶	16	238,259.

Part III Summary of Parts I and II

Caution: *Read the instructions **before** completing this part.*

			(1) Beneficiaries' (see instr.)	(2) Estate's or trust's	(3) Total
17	**Net short-term gain or (loss)**	17			39,343.
18	**Net long-term gain or (loss):**				
a	Total for year	18a			238,259.
b	Unrecaptured section 1250 gain (see line 18 of the wrksht.)	18b			770.
c	28% rate gain	18c			
19	**Total net gain or (loss).** Combine lines 17 and 18a ▶	19			277,602.

Note: *If line 19, column (3), is a net gain, enter the gain on Form 1041, line 4 (or Form 990-T, Part I, line 4a). If lines 18a and 19, column (2), are net gains, go to Part V, and **do not** complete Part IV. If line 19, column (3), is a net loss, complete Part IV and the **Capital Loss Carryover Worksheet,** as necessary.*

Part IV Capital Loss Limitation

20 Enter here and enter as a (loss) on Form 1041, line 4 (or Form 990-T, Part I, line 4c, if a trust), the **smaller** of:
a The loss on line 19, column (3) **or b** $3,000 . . . 20 ( )

Note: *If the loss on line 19, column (3), is more than $3,000, **or** if Form 1041, page 1, line 22 (or Form 990-T, line 34), is a loss, complete the **Capital Loss Carryover Worksheet** in the instructions to figure your capital loss carryover.*

Part V Tax Computation Using Maximum Capital Gains Rates

Form 1041 filers. Complete this part **only** if both lines 18a and 19 in column (2) are gains, or an amount is entered in Part I or Part II and there is an entry on Form 1041, line 2b(2), **and** Form 1041, line 22, is more than zero.

Caution: *Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if:*

- *Either line 18b, col. (2) or line 18c, col. (2) is more than zero, or*
- *Both Form 1041, line 2b(1), and Form 4952, line 4g are more than zero.*

Form 990-T trusts. Complete this part **only** if both lines 18a and 19 are gains, or qualified dividends are included in income in Part I of Form 990-T, **and** Form 990-T, line 34, is more than zero. Skip this part and complete the **Schedule D Tax Worksheet** in the instructions if either line 18b, col. (2) or line 18c, col. (2) is more than zero.

21 Enter taxable income from Form 1041, line 22 (or Form 990-T, line 34) . . . 21
22 Enter the **smaller** of line 18a or 19 in column (2) but not less than zero . . . 22
23 Enter the estate's or trust's qualified dividends from Form 1041, line 2b(2) (or enter the qualified dividends included in income in Part I of Form 990-T) . . 23
24 Add lines 22 and 23 . . . 24
25 If the estate or trust is filing Form 4952, enter the amount from line 4g; otherwise, enter -0- . . . ▶ 25
26 Subtract line 25 from line 24. If zero or less, enter -0- . . . 26
27 Subtract line 26 from line 21. If zero or less, enter -0- . . . 27
28 Enter the **smaller** of the amount on line 21 or $2,500 . . . 28
29 Enter the **smaller** of the amount on line 27 or line 28 . . . 29
30 Subtract line 29 from line 28. If zero or less, enter -0-. This amount is taxed at 0% . . . ▶ 30
31 Enter the **smaller** of line 21 or line 26 . . . 31
32 Subtract line 30 from line 26 . . . 32
33 Enter the **smaller** of line 21 or $12,150 . . . 33
34 Add lines 27 and 30 . . . 34
35 Subtract line 34 from line 33. If zero or less, enter -0- . . . 35
36 Enter the **smaller** of line 32 or line 35 . . . 36
37 Multiply line 36 by 15% . . . ▶ 37
38 Enter the amount from line 31 . . . 38
39 Add lines 30 and 36 . . . 39
40 Subtract line 39 from line 38. If zero or less, enter -0- . . . 40
41 Multiply line 40 by 20% . . . ▶ 41
42 Figure the tax on the amount on line 27. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 42
43 Add lines 37, 41, and 42 . . . 43
44 Figure the tax on the amount on line 21. Use the 2014 Tax Rate Schedule for Estates and Trusts (see the Schedule G instructions in the instructions for Form 1041) 44
45 **Tax on all taxable income.** Enter the **smaller** of line 43 or line 44 here and on Form 1041, Schedule G, line 1a (or Form 990-T, line 36) . . . ▶ 45

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ **Information about Form 8949 and its separate instructions is at** ***www.irs.gov/form8949.***

▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
HARTLEY FAMILY FOUNDATION	74-2822359

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
1206.544 ABERDEEN FDS EMRG	04/12/2013	02/19/2014	16,457.00	19,335.00			-2,878.00
921.216 ABERDEEN FDS EMRGN	04/12/2013	04/07/2014	13,735.00	14,546.00			-811.00
9088.335 AMERICAN CENTY IN INSTL	02/24/2014	04/07/2014	128,509.00	127,782.00			727.00
1128. ARCELORMITTAL NY REG	01/08/2014	02/19/2014	18,719.00	19,571.00			-852.00
257. ASTRAZENECA P L C SPS	04/29/2013	03/24/2014	16,413.00	13,415.00			2,998.00
57. ASTRAZENECA P L C SPSD	05/06/2013	03/24/2014	3,640.00	2,947.00			693.00
761. B G GROUP P L C A D R	01/08/2014	12/11/2014	9,900.00	16,544.00			-6,644.00
339 BP PLC SPONSORED ADR	01/08/2014	02/19/2014	16,805.00	16,550.00			255.00
58. BP PLC SPONSORED ADR	04/07/2014	12/11/2014	2,166.00	2,794.00			-628.00
105. BAIDU COM INC A D R	06/25/2013	01/08/2014	19,287.00	9,619.00			9,668.00
1268.233 CAUSEWAY EMERGING INSTL	01/08/2014	09/04/2014	16,842.00	14,331.00			2,511.00
171. COCHLEAR LTD UNSPON A	04/07/2014	09/22/2014	4,988.00	4,549.00			439.00
88. COGNIZANT TECH SOLUTIO	06/25/2013	01/08/2014	8,718.00	5,466.00			3,252.00
4787.962 CREDIT SUISSE COM	04/07/2014	08/06/2014	35,287.00	36,819.00	W	1,532.00	
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2014)

JSA
4X2615 2 000

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www irs.gov/form8949.*

▶File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return: HARTLEY FAMILY FOUNDATION

Social security number or taxpayer identification number: 74-2822359

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I Short-Term. Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh. XYZ Co.)	(b) Date acquired (Mo , day, yr)	(c) Date sold or disposed (Mo , day, yr)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions.**		(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
222. CULLEN FROST BANKERS	01/08/2014	02/19/2014	16,571.00	16,455.00			116.00
26. ENN ENERGY HOLDINGS LT	04/07/2014	12/11/2014	3,795.00	4,590.00			-795.00
265. DELHAIZE GROUP SPONS	06/25/2013	02/19/2014	18,220.00	15,987.00			2,233.00
38. DELHAIZE GROUP SPONS A	01/08/2014	02/19/2014	2,613.00	2,232.00			381.00
315. FIDELITY NATL INFORMA INC	02/19/2013	01/08/2014	16,714.00	11,485.00			5,229.00
949.193 FORWARD INTERNATIO ESTATE	04/12/2013	02/19/2014	14,589.00	17,029.00			-2,440.00
499. FRESENIUS MED AKTIENG ADR	07/24/2013	01/08/2014	17,584.00	17,399.00			185.00
378. FUCHS PETROLUB SE PRE	04/07/2014	12/11/2014	3,961.00	4,725.00			-764.00
298. GILEAD SCIENCES INC	02/19/2013	01/08/2014	21,983.00	12,668.00			9,315.00
80. GRIFOLS SA A D R	06/03/2014	09/04/2014	3,154.00	3,328.00			-174.00
72. GRUPO SIMEC A D R	04/07/2014	09/22/2014	942.00	838.00			104.00
380. IMPERIAL OIL LTD	01/08/2014	02/19/2014	16,627.00	16,227.00			400.00
294. INFOSYS TECHNOLOGIES	01/08/2014	06/03/2014	15,191.00	16,302.00			-1,111.00
366. JGC CORP UNSPONSORED	01/08/2014	12/11/2014	15,335.00	28,544.00			-13,209.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949** (2014)

JSA
4X2615 2 000

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www irs.gov/form8949*.

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No. 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
HARTLEY FAMILY FOUNDATION	74-2822359

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example. 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f) **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
50000. JPM 18M BRENT LR M 2/11/16	08/08/2014	12/19/2014	31,925.00	50,000.00			-18,075.00
1376. LG DISPLAY CO LTD A	06/25/2013	01/08/2014	16,626.00	15,673.00			953.00
2253. LONZA GROUP AG UNSPO	06/25/2013	01/08/2014	20,998.00	16,531.00			4,467.00
394. MELCO CROWN ENTERTAIN D R	01/08/2014	09/04/2014	11,089.00	16,906.00			-5,817.00
248. MITSUBISHI ESTATE LTD	06/03/2014	12/11/2014	5,285.00	6,162.00			-877.00
100. MONOTARO CO LTD UNSP	04/07/2014	12/11/2014	2,223.00	2,544.00			-321.00
360. NATIONAL GRID PLC SP	06/25/2013	01/08/2014	22,811.00	20,005.00			2,806.00
207. NATIONAL OILWELL VARC	01/08/2014	02/19/2014	15,858.00	16,134.00			-276.00
1300.442 NEUBERGER BERMAN	01/08/2014	03/24/2014	16,464.00	16,490.00			-26.00
4967.571 NEUBERGER BERMAN	01/08/2014	09/04/2014	65,324.00	62,989.00			2,335.00
7050.529 NUVEEN HIGH INCOM I	03/24/2014	12/12/2014	59,365.00	64,512.00			-5,147.00
15800.08 OPPENHEIMER SENIO RATE Y	11/13/2013	03/24/2014	132,721.00	132,405.00			316.00
7352.941 OPPENHEIMER SENIO RATE I	01/08/2014	12/12/2014	59,632.00	61,912.00			-2,280.00
34. PETRO CHINA COMPANY LT	06/03/2014	09/22/2014	4,451.00	4,082.00			369.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ Information about Form 8949 and its separate instructions is at *www.irs.gov/form8949*

▶ File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
HARTLEY FAMILY FOUNDATION	74-2822359

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ (A) Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (B) Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (C) Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo , day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). **See the separate instructions.**		(h) Gain or (loss). Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
1276. PETROLEO BRASILEIRO	01/08/2014	02/19/2014	14,189.00	16,524.00			-2,335.00
18. THE PRICELINE GROUP IN	02/12/2013	01/08/2014	20,888.00	12,669.00			8,219.00
5077.707 ROBECO BOSTON PAR RSRCH	04/12/2013	01/08/2014	73,170.00	65,502.00			7,668.00
4534.119 ROBECO BOSTON PAR RSRCH	04/12/2013	02/19/2014	65,155.00	58,490.00			6,665.00
387. REED ELSEVIER NV A D	01/08/2014	02/24/2014	17,083.00	16,482.00			601.00
287. ROYAL DUTCH SHELL PLC	06/25/2013	01/08/2014	20,243.00	18,244.00			1,999.00
416. ROYAL DUTCH SHELL PLC	07/24/2013	03/24/2014	29,687.00	28,139.00			1,548.00
56. SANDS CHINA LTD UNSPON	04/07/2014	12/11/2014	2,898.00	4,348.00			-1,450.00
216. SAP SE SPONSORED A D	04/29/2013	01/08/2014	18,346.00	16,958.00			1,388.00
85. SASOL LTD SPONSORED A	04/07/2014	12/11/2014	2,870.00	4,658.00			-1,788.00
187. SCHLUMBERGER LTD OR	02/12/2013	01/08/2014	16,205.00	14,691.00			1,514.00
1005. SCHWAB CHARLES CORP	02/12/2013	01/08/2014	25,950.00	17,004.00			8,946.00
134. SHIRE PHARMACEUTICALS SPONSORED ADR	01/08/2014	09/04/2014	33,177.00	19,020.00			14,157.00
463. SIBANYE GOLD SPON A D	04/07/2014	09/04/2014	4,221.00	4,359.00			-138.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
4X2615 2 000

Form **8949** (2014)

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ **Information about Form 8949 and its separate instructions is at** ***www.irs.gov/form8949.***

▶ **File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0074

2014

Attachment Sequence No **12A**

Name(s) shown on return	Social security number or taxpayer identification number
HARTLEY FAMILY FOUNDATION	74-2822359

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You ***must*** **check Box A, B,** ***or*** **C below. Check only one box.** If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example. 100 sh. XYZ Co.)	(b) Date acquired (Mo., day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions**		**(h) Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
					(f) Code(s) from instructions	(g) Amount of adjustment	
390. SILICONWARE PRECISION R	06/03/2014	09/22/2014	2,726.00	3,120.00			-394.00
206. SONOVA HOLDING UNSPON	06/03/2014	12/11/2014	5,939.00	6,245.00			-306.00
476. SOUTHERN COPPER CORP	04/12/2013	02/24/2014	14,885.00	16,574.00			-1,689.00
680. SVENSKA HANDELSBANKEN R	01/08/2014	02/19/2014	16,994.00	16,436.00			558.00
218. SVENSKA HANDELSBANKEN R	04/07/2014	12/11/2014	5,299.00	5,378.00			-79.00
216. SWATCH GROUP AG A D R	06/03/2014	12/11/2014	4,996.00	6,501.00			-1,505.00
494. SYSMEX CORP UNSPON A	07/24/2013	02/19/2014	13,758.00	16,784.00			-3,026.00
318. TESCO PLC A D R	04/07/2014	09/04/2014	3,597.00	4,519.00			-922.00
423. TEVA PHARMACEUTICAL I	06/25/2013	02/19/2014	19,690.00	16,307.00			3,383.00
46. TEVA PHARMACEUTICAL IN	07/24/2013	02/19/2014	2,141.00	1,900.00			241.00
134. TIME WARNER CABLE INC	02/12/2013	01/08/2014	17,912.00	11,737.00			6,175.00
276. TOTAL SA SPON A D R	01/08/2014	02/19/2014	16,897.00	16,321.00			576.00
130. TOYOTA MTR CORP A D R	07/24/2013	02/19/2014	15,102.00	16,690.00			-1,588.00
3969. TURKIYE GARANTI BANK R	06/25/2013	03/24/2014	11,351.00	16,945.00			-5,594.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶							

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
4X2615 2 000

Form **8949** (2014)

Form **8949**

Department of the Treasury
Internal Revenue Service

Sales and Other Dispositions of Capital Assets

▶ **Information about Form 8949 and its separate instructions is at** ***www.irs.gov/form8949.***

▶**File with your Schedule D to list your transactions for lines 1b, 2, 3, 8b, 9, and 10 of Schedule D.**

OMB No 1545-0074

2014

Attachment Sequence No. **12A**

Name(s) shown on return: HARTLEY FAMILY FOUNDATION

Social security number or taxpayer identification number: 74-2822359

Before you check Box A, B, or C below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker A substitute statement will have the same information as Form 1099-B Either may show your basis (usually your cost) even if your broker did not report it to the IRS Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments your bought in 2014 or later).

Part I **Short-Term.** Transactions involving capital assets you held 1 year or less are short-term. For long-term transactions, see page 2.

Note. You may aggregate all short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 1a; you are not required to report these transactions on Form 8949 (see instructions).

You *must* check Box A, B, *or* C below. Check only one box. If more than one box applies for your short-term transactions, complete a separate Form 8949, page 1, for each applicable box. If you have more short-term transactions than will fit on this page for one or more of the boxes, complete as many forms with the same box checked as you need.

☐ **(A)** Short-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)
☐ **(B)** Short-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS
☒ **(C)** Short-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example 100 sh XYZ Co.)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss)** Subtract column (e) from column (d) and combine the result with column (g)
125. UNILEVER PLC SPONSORE	04/07/2014	12/11/2014	5,171.00	5,299.00			-128.00
85. UNION PAC CORP COM	06/25/2013	06/03/2014	16,883.00	12,839.00			4,044.00
300. V F CORP COM W/RTS AT 01/25/2008	02/19/2013	01/08/2014	18,420.00	11,959.00			6,461.00
147. WPP PLC SPONSORED A D	01/08/2014	12/11/2014	15,125.00	16,277.00			-1,152.00
3739. XINYUAN REAL ESTATE	04/29/2013	01/08/2014	19,042.00	17,233.00			1,809.00
150. XINYI GLASS HOLDINGS	04/07/2014	12/11/2014	1,483.00	2,625.00			-1,142.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 1b** (if **Box A** above is checked), **line 2** (if **Box B** above is checked), or **line 3** (if **Box C** above is checked) ▶			1,515,010.	1,477,199.		1,532.	39,343.

Note. If you checked Box A above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

For Paperwork Reduction Act Notice, see your tax return instructions.
JSA
4X2615 2 000

Form 8949 (2014) Attachment Sequence No **12A** Page **2**

Name(s) shown on return. Name and SSN or taxpayer identification no not required if shown on other side: HARTLEY FAMILY FOUNDATION

Social security number or taxpayer identification number: 74-2822359

Before you check Box D, E, or F below, see whether you received any Form(s) 1099-B or substitute statement(s) from your broker. A substitute statement will have the same information as Form 1099-B. Either may show your basis (usually your cost) even if your broker did not report it to the IRS. Brokers must report basis to the IRS for most stock you bought in 2011 or later (and for certain debt instruments you bought in 2014 or later).

Part II **Long-Term.** Transactions involving capital assets you held more than 1 year are long term. For short-term transactions, see page 1.

Note. You may aggregate all long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS and for which no adjustments or codes are required. Enter the total directly on Schedule D, line 8a; you are not required to report these transactions on Form 8949 (see instructions).

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☐ (D) Long-term transactions reported on Form(s) 1099-B showing basis was reported to the IRS (see **Note** above)

☐ (E) Long-term transactions reported on Form(s) 1099-B showing basis was **not** reported to the IRS

☒ (F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example, 100 sh XYZ Co)	(b) Date acquired (Mo., day, yr)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis. See the **Note** below and see *Column (e)* in the separate instructions	Adjustment, if any, to gain or loss. If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
13642.346 ABERDEEN FDS EMR	11/05/2012	01/08/2014	190,038.00	190,878.00			-840.00
800.775 ABERDEEN FDS EMRGN	12/17/2012	01/08/2014	11,155.00	12,572.00			-1,417.00
200.087 ABERDEEN FDS EMRGN	01/02/2013	04/07/2014	2,983.00	3,215.00			-232.00
1038.356 ABERDEEN FDS EMRG	12/17/2012	09/04/2014	16,811.00	16,302.00			509.00
.2 AIR LIQUIDE S A A D R	04/29/2013	07/24/2014	5.00	5.00			
53. APPLE COMPUTER INC COM	06/04/2009	01/08/2014	28,792.00	7,598.00			21,194.00
303. ASTRAZENECA P L C SPS	05/06/2013	09/04/2014	22,587.00	15,703.00			6,884.00
130000. BARCLAYS 24MO IYR 3/17/14	03/13/2012	03/17/2014	138,450.00	130,000.00			8,450.00
414. COCA COLA COMPANY	04/12/2013	09/04/2014	17,417.00	16,931.00			486.00
252. COGNIZANT TECH SOLUTI	11/05/2012	01/08/2014	24,964.00	16,685.00			8,279.00
380. DASSAULT SYSTEMES SA	06/25/2013	12/11/2014	23,081.00	23,272 00			-191.00
10234.676 FORWARD INTERNAT ESTATE	01/02/2013	02/19/2014	157,307.00	176,508.00			-19,201.00
108. GILEAD SCIENCES INC	02/19/2013	06/03/2014	8,798.00	4,591.00			4,207.00
28. GOOGLE INC CL A	06/29/2012	02/19/2014	33,816.00	16,159.00			17,657.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

Note. If you checked Box D above but the basis reported to the IRS was incorrect, enter in column (e) the basis as reported to the IRS, and enter an adjustment in column (g) to correct the basis. See *Column (g)* in the separate instructions for how to figure the amount of the adjustment.

Form **8949** (2014)

JSA
4X2616 2 000

Name(s) shown on return. Name and SSN or taxpayer identification no not required if shown on other side	**Social security number or taxpayer identification number**
HARTLEY FAMILY FOUNDATION	74-2822359

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☒ (F) Long-term transactions not reported to you on Form 1099-B

1 (a) Description of property (Example: 100 sh. XYZ Co)	(b) Date acquired (Mo, day, yr.)	(c) Date sold or disposed (Mo., day, yr.)	(d) Proceeds (sales price) (see instructions)	(e) Cost or other basis See the **Note** below and see *Column (e)* in the separate instructions	**Adjustment, if any, to gain or loss.** If you enter an amount in column (g), enter a code in column (f). **See the separate instructions** (f) Code(s) from instructions	(g) Amount of adjustment	(h) **Gain or (loss).** Subtract column (e) from column (d) and combine the result with column (g)
31852.684 HIGHLAND LONG SH	01/02/2013	01/08/2014	398,796.00	359,985.00			38,811.00
327. INDUSTRIAS BACHOCO SA R	05/06/2013	06/03/2014	16,902.00	11,181.00			5,721.00
874. ISHARES RUSSEL 3000 I	06/22/2012	01/08/2014	96,132.00	68,842.00			27,290 00
375. ISHARES RUSSEL 3000 I	06/29/2012	02/19/2014	41,612.00	29,726.00			11,886.00
71. ISHARES RUSSEL 3000 IN	06/26/2012	02/19/2014	7,879.00	5,501.00			2,378.00
369. LOWES CO INC	11/05/2012	01/08/2014	17,894.00	12,315.00			5,579.00
50000. MICROSOFT CORP 6/01/14	06/30/2010	06/01/2014	50,000.00	52,248.00			-2,248.00
355. MONSTER BEVERAGE CORP	02/12/2013	02/19/2014	25,870.00	16,637.00			9,233.00
12139.736 LOOMIS SAYLES ST ALPHA FUND Y	06/13/2012	01/08/2014	122,247.00	119,047.00			3,200.00
911.637 LOOMIS SAYLES STRA FUND Y	08/06/2012	01/08/2014	9,180.00	9,053.00			127.00
268.417 NEUBERGER BERMAN G FD	06/26/2012	01/08/2014	16,451.00	12,433.00			4,018.00
866. NIPPON TELEGRAPH TELE	05/06/2013	09/04/2014	28,490.00	21,343.00			7,147.00
707.95 NUVEEN REAL ESTATE	06/11/2012	09/04/2014	16,785.00	14,661.00			2,124.00
100000. ONTARIO PROVINCE 6/16/14	06/23/2009	06/16/2014	100,000.00	101,578.00			-1,578.00
2 Totals. Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶							

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Form **8949** (2014)

JSA
4X2616 2 000

Name(s) shown on return. Name and SSN or taxpayer identification no. not required if shown on other side	Social security number or taxpayer identification number
HARTLEY FAMILY FOUNDATION	74-2822359

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					(f) Code(s) from instructions	(g) Amount of adjustment	
211. ORIX CORP SPONS A D R	04/29/2013	06/03/2014	16,701.00	16,126.00			575.00
2416.081 ROBECO BOSTON PAR RSRCH	04/12/2013	09/04/2014	36,507.00	31,167.00			5,340.00
500.39 ROBECO BOSTON PARTN RSRCH	06/25/2013	09/04/2014	7,561.00	6,475.00			1,086.00
485.591 T ROWE PRICE MID C #64	06/04/2009	01/08/2014	35,254.00	19,040.00			16,214.00
234. SAP SE SPONSORED A D	07/24/2013	12/11/2014	16,394.00	17,169.00			-775.00
1783. SUMITOMO MITSUI FINL	04/29/2013	09/04/2014	14,683.00	17,170.00			-2,487.00
499. SUMITOMO MITSUI FINL	06/25/2013	09/04/2014	4,109.00	4,423.00			-314.00
1956.98201 TCW EMERGING MA FUND	06/08/2012	02/19/2014	16,360.00	16,683.00	W	323.00	
6708 79099 TCW EMERGING MA FUND	07/03/2012	02/19/2014	56,085.00	58,105.00			-2,020.00
563.226 TCW EMERGING MARKE FUND	07/06/2012	02/19/2014	4,709.00	4,920.00			-211.00
471. WELLS FARGO CO	07/09/2012	02/24/2014	21,742.00	15,623.00			6,119.00
2 **Totals.** Add the amounts in columns (d), (e), (g), and (h) (subtract negative amounts). Enter each total here and include on your Schedule D, **line 8b** (if **Box D** above is checked), **line 9** (if **Box E** above is checked), or **line 10** (if **Box F** above is checked) ▶			1,854,547.	1,671,870.		323.	183,000.

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