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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public.
▶ Information about Form 990-PF and its instructions is at *www.irs.gov/form990pf*.

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
NEWMAN FOUNDATION

A Employer identification number
75-2680607

Number and street (or P O box number if mail is not delivered to street address) Room/suite
700 EL PASEO

B Telephone number (see instructions)
(940) 566-0990

City or town, state or province, country, and ZIP or foreign postal code
DENTON, TX 76205

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

H Check type of organization ☑ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 954,313

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))*

	Line	Description	(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	24,799	24,799		
	5a	Gross rents	993	993		
	b	Net rental income or (loss) -1,587				
	6a	Net gain or (loss) from sale of assets not on line 10	128,461			
	b	Gross sales price for all assets on line 6a 372,084				
	7	Capital gain net income (from Part IV, line 2)		128,461		
	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)	1,672	1,672		
	12	**Total.** Add lines 1 through 11	155,925	155,925		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	3,200	1,600		1,600
	c	Other professional fees (attach schedule)	6,778	6,778		0
	17	Interest	41	41		0
	18	Taxes (attach schedule) (see instructions)	989	289		0
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	6,100	6,100		0
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,108	14,808		1,600
	25	Contributions, gifts, grants paid	392,800			392,800
	26	**Total expenses and disbursements.** Add lines 24 and 25	409,908	14,808		394,400
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-253,983			
	b	**Net investment income** (if negative, enter -0-)		141,117		
	c	**Adjusted net income** (if negative, enter -0-)				

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	390,389	100,877	100,877
	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) ▶ 93 Less allowance for doubtful accounts ▶ 0	63	93	93
	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)	501,914	427,893	485,252
	c	Investments—corporate bonds (attach schedule)	50,000	152,612	155,834
	11	Investments—land, buildings, and equipment basis ▶ Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	165,766	172,674	212,257
	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)	1,108,132	854,149	954,313
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	1,108,132	854,149	
	30	**Total net assets or fund balances** (see instructions)	1,108,132	854,149	
	31	**Total liabilities and net assets/fund balances** (see instructions)	1,108,132	854,149	

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	1,108,132
2	Enter amount from Part I, line 27a	2	-253,983
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	854,149
5	Decreases not included in line 2 (itemize) ▶	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	854,149

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

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

	(i) 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	See Additional Data Table			
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	128,461
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No
If "Yes," the foundation does not qualify under section 4940(e) Do not complete this part

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	136,684	1,196,381	0 114248
2012	112,040	1,182,031	0 094786
2011	63,575	1,278,523	0 049725
2010	72,136	1,276,969	0 056490
2009	58,505	1,081,384	0 054102

2	**Total** of line 1, column (d).	2	0 369351
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 073870
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	1,045,112
5	Multiply line 4 by line 3.	5	77,202
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,411
7	Add lines 5 and 6.	7	78,613
8	Enter qualifying distributions from Part XII, line 4.	8	394,400

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate See the Part VI instructions

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. 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	1,411
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,411
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,411
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 837		
b	Exempt foreign organizations—tax withheld at source — 6b:		
c	Tax paid with application for extension of time to file (Form 8868) — 6c: 600		
d	Backup withholding erroneously withheld — 6d:		
7	Total credits and payments Add lines 6a through 6d	7	1,437
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	26
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 26 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ 0 **(2)** On foundation managers ▶ $ 0			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ 0			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ TX			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		No
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10		No

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

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶N/A

14 The books are in care of ▶JAMES K NEWMAN Telephone no ▶(817) 566-0990

Located at ▶700 EL PASEO DENTON TX ZIP+4 ▶76205

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 | |

		Line	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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.	Line	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		
	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		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

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

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

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

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

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

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

b If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)? **5b**

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

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

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

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b** No

If "Yes" to 6b, file Form 8870.

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

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

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
JAMES K NEWMAN 700 EL PASEO DENTON, TX 76205	PRES, SEC, TREAS, DIRECTOR 1 00	0	0	0
GLORIA A NEWMAN 700 EL PASEO DENTON, TX 76205	VP, DIRECTOR 1 00	0	0	0
MATTHEW L NEWMAN 700 EL PASEO DENTON, TX 76205	DIRECTOR 0 00	0	0	0
KATHERINE E NEWMAN 700 EL PASEO DENTON, TX 76205	DIRECTOR 0 00	0	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				

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	
Total. Add lines 1 through 3 . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes			
a	Average monthly fair market value of securities		1a	706,679
b	Average of monthly cash balances		1b	201,315
c	Fair market value of all other assets (see instructions)		1c	153,033
d	**Total** (add lines 1a, b, and c)		1d	1,061,027
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e 0		
2	Acquisition indebtedness applicable to line 1 assets		2	0
3	Subtract line 2 from line 1d		3	1,061,027
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)		4	15,915
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4		5	1,045,112
6	**Minimum investment return.** Enter 5% of line 5		6	52,256

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	52,256
2a	Tax on investment income for 2014 from Part VI, line 5	2a 1,411		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b		
c	Add lines 2a and 2b		2c	1,411
3	Distributable amount before adjustments Subtract line 2c from line 1		3	50,845
4	Recoveries of amounts treated as qualifying distributions		4	0
5	Add lines 3 and 4		5	50,845
6	Deduction from distributable amount (see instructions)		6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1		7	50,845

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	394,400
b	Program-related investments—total from Part IX-B	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	394,400
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	1,411
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	392,989

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				50,845
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___, 20___, 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009. 4,995				
b From 2010. 8,671				
c From 2011.				
d From 2012. 54,308				
e From 2013. 78,187				
f **Total** of lines 3a through e.	146,161			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 394,400				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				50,845
e Remaining amount distributed out of corpus	343,555			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	0			0
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	489,716			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	4,995			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	484,721			
10 Analysis of line 9				
a Excess from 2010. . . . 8,671				
b Excess from 2011. . . .				
c Excess from 2012. . . . 54,308				
d Excess from 2013. . . . 78,187				
e Excess from 2014. . . . 343,555				

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

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

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

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

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

1 Information Regarding Foundation Managers:

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))

See Additional Data Table

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient 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 Additional Data Table				
Total . . . . ▶ **3a**				392,800
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

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)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income (See instructions)
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	24,799	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.			16	-1,587	
6 Net rental income or (loss) from personal property					
7 Other investment income.			14	1,672	
8 Gain or (loss) from sales of assets other than inventory			18	128,461	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		153,345	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 153,345

(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)

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

d If the answer to any of the above is "Yes," complete the following schedule Column **(b)** should always show the fair market value of the goods, other assets, or services given by the reporting foundation If the foundation received less than fair market value in any transaction or sharing arrangement, show in column **(d)** the value of the goods, other assets, or services received

(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

******	2015-11-13	******
Signature of officer or trustee	Date	Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶ ☐	PTIN
HEIDI J DOLAN				P00934271

Firm's name ▶ WEAVER AND TIDWELL LLP

Firm's EIN ▶ 75-0786316

Firm's address ▶ 12221 MERIT DRIVE SUITE 1400 DALLAS, TX 75251

Phone no (972) 490-1970

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
2,000 SHS - KKR FINANCIAL 7 5% PFD HOLDINGS LLC - PREFERRED	P	2012-06-12	2014-10-24
PHOENIX K-1 - 1231	P		
4 SHS AAON INC	P	2014-10-03	2014-10-24
9 SHS ABBOTT LABORATORIES	P	2013-11-07	2014-10-24
6 SHS ACTUANT CORP	P	2014-02-28	2014-12-17
2 SHS ADVISORY BOARD CO	P	2014-03-03	2014-10-27
33 SHS ALCOA INC	P	2014-07-15	2014-10-27
4 SHS ALLEGHENY TECHNOLOGIES INC	P	2013-10-31	2014-10-27
2 SHS ALLIANCE DATA SYSTEMS CORP	P	2013-04-18	2014-02-28
2 SHS AMAZON COM INC	P	2014-09-05	2014-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
54,441		52,936	1,505
82,326			82,326
73		71	2
379		339	40
172		211	-39
102		126	-24
541		531	10
126		134	-8
573		318	255
575		690	-115

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,505
			82,326
			2
			40
			-39
			-24
			10
			-8
			255
			-115

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
2 SHS AMERICAN ASSETS TR INC	P	2014-01-30	2014-10-27
4 SHS ANHEUSER BUSCH	P	2013-06-06	2014-01-21
26 SHS APACHE CORP	P	2014-06-17	2014-12-08
2 SHS ASTRONICS CORP	P	2014-09-30	2014-10-27
38 SHS BIOMARIN PHARMACEUTICAL INC	P	2013-11-15	2014-09-16
9 SHS CIT GROUP INC	P	2013-12-02	2014-10-27
2 SHS CANTEL MEDICAL CORP	P	2014-04-24	2014-10-27
2 SHS CARBO CERAMICS INC	P	2014-08-06	2014-11-03
6 SHS CATAMARAN CORP	P	2014-04-16	2014-10-27
9 SHS CELGENE CORP	P	2013-01-12	2014-10-27

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
74		66	8
412		369	43
1,585		2,547	-962
92		95	-3
2,457		2,745	-288
415		457	-42
76		70	6
101		214	-113
255		238	17
923		663	260

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			8
			43
			-962
			-3
			-288
			-42
			6
			-113
			17
			260

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4 SHS CHEFS WAREHOUSE INC	P	2014-04-22	2014-10-27
11 SHS COMERICA INC	P	2013-12-20	2014-10-27
9 SHS CONTROL4 CORP	P	2014-07-10	2014-10-27
25 SHS CONVERSANT INC	P	2013-06-26	2014-04-30
7 SHS CORNING INC	P	2013-03-25	2014-02-24
11 SHS COSTCO WHSL CORP	P	2014-01-28	2014-10-27
7 SHS DEL FRISCO'S RESTAURANT	P	2014-04-28	2014-10-27
57 SHS DELTA AIR LINES INC	P	2014-01-15	2014-08-29
1 SH DISCOVERY COMMUNICATIONS INC	P	2013-10-14	2014-01-28
13 SHS DORMAN PRODUCTS INC	P	2014-07-30	2014-10-16

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
64		83	-19
498		515	-17
119		176	-57
637		654	-17
123		92	31
1,491		1,258	233
151		175	-24
2,252		1,823	429
77		80	-3
565		560	5

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-19
			-17
			-57
			-17
			31
			233
			-24
			429
			-3
			5

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
5 SHS EAGLE BANCORP INC	P	2014-01-23	2014-10-27
22 SHS EBAY INC	P	2013-08-15	2014-01-16
26 SHS EDWARDS LIFESCIENCE CORP	P	2013-02-19	2014-02-18
57 SHS EMERALD OIL INC	P	2014-05-15	2014-11-20
5 SHS FACEBOOK INC	P	2014-08-27	2014-10-27
14 SHS FEDEX CORPORATION	P	2013-04-01	2014-02-25
3 SHS FINANCIAL ENGINES INC	P	2014-07-01	2014-10-27
4 SHS FLEETCOR TECHNOLOGIES INC	P	2014-05-02	2014-10-27
8 SHS GENL DYNAMICS CORP	P	2014-07-24	2014-10-27
60 SHS GENERAL MOTORS CO	P	2013-12-18	2014-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
168		161	7
1,187		1,142	45
1,761		2,250	-489
144		361	-217
400		374	26
1,856		1,370	486
107		130	-23
553		480	73
1,102		972	130
1,902		2,489	-587

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			7
			45
			-489
			-217
			26
			486
			-23
			73
			130
			-587

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
2 SHS GENTHERM INC	P	2014-10-17	2014-10-27
14 SHS GOLDCORP INC	P	2014-10-03	2014-10-27
4 SHS HFF INC	P	2014-09-23	2014-10-27
7 SHS HMS HLDGS CORP	P	2013-05-06	2014-04-14
20 SHS HAEMONETICS CORP	P	2013-07-29	2014-01-27
44 SHS HALLIBURTON COMPANY	P	2014-04-23	2014-10-27
25 SHS HEALTHSTREAM INC	P	2014-04-25	2014-10-16
5 SHS IPC THE HOSPITALIST CO	P	2014-07-03	2014-10-27
2 SHS INTERNATIONAL BUSINESS MACHINE CORP	P	2013-03-07	2014-01-29
6 SHS INTUIT INC	P	2013-10-30	2014-10-27

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
83		80	3
310		318	-8
116		121	-5
114		173	-59
813		823	-10
1,859		2,906	-1,047
630		696	-66
198		232	-34
354		418	-64
511		429	82

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			3
			-8
			-5
			-59
			-10
			-1,047
			-66
			-34
			-64
			82

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1 SHS J & J SNACK FOODS CORP	P	2014-01-27	2014-10-27
16 SHS LABORATORY CORP OF AMER	P	2014-04-02	2014-11-03
7 SHS LAM RESEARCCH CORP	P	2014-07-02	2014-12-30
16 SHS LIFELOCK INC	P	2014-03-18	2014-10-27
2 SHS LUMBER LIQUIDATORS HLDGS	P	2014-07-09	2014-10-27
5 SHS MDC PARTNERS INC	P	2014-09-23	2014-10-27
2 SHS MARTIN MARIETTA MATERIALS INC	P	2014-08-22	2014-10-27
4 SHS MASIMO CORP	P	2014-03-24	2014-10-27
4 SHS MONOTYPE IMAGING HLDGS	P	2014-04-07	2014-10-27
6 SHS NATIONAL BANK HOLDINGS CORP	P	2013-10-30	2014-10-17

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
99		85	14
1,619		1,627	-8
558		450	108
248		335	-87
97		144	-47
103		103	0
239		258	-19
91		111	-20
112		117	-5
110		127	-17

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			14
			-8
			108
			-87
			-47
			0
			-19
			-20
			-5
			-17

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
3 SHS NETAPP INC	P	2014-07-31	2014-10-27
196 SHS NEXTERA ENERGY INC	P	2014-01-29	2014-10-27
3 SHS OMNICELL INC	P	2014-08-04	2014-10-27
119 SHS ORACLE CORPORATION	P	2014-01-29	2014-09-23
14 SHS P P G INDUSTRIES	P	2013-10-02	2014-09-17
25 SHS PENNEY JC CO INC	P	2014-09-05	2014-10-27
5 SHS PHILIP MORRIS INTERNATIONAL INC	P	2013-05-10	2014-03-11
41 SHS PIER 1 IMPORTS INC	P	2013-10-23	2014-07-23
2 SHS POPEYES LOUISIANA KITCHEN INC	P	2014-01-09	2014-10-27
5 SHS PRESTIGE BRANDS HOLDINGS	P	2014-03-12	2014-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
122		117	5
1,833		1,685	148
86		79	7
4,777		4,442	335
2,853		2,324	529
190		278	-88
398		465	-67
627		881	-254
89		79	10
170		147	23

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			5
			148
			7
			335
			529
			-88
			-67
			-254
			10
			23

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
4 SHS PRIMORIS SERVICES CORP	P	2014-04-11	2014-10-27
3 SHS PROTO LABS INC	P	2014-03-25	2014-10-27
1 SH QUAKER CHEMICAL CORP	P	2014-02-05	2014-10-27
4 SHS RALPH LAUREN CORP	P	2014-03-17	2014-10-27
3 SHS RAVEN INDUSTRIES INC	P	2014-04-17	2014-10-27
3 SHS RBC BEARINGS INC	P	2013-03-20	2014-01-03
55 SHS REALPAGE INC	P	2014-02-28	2014-08-07
32 SHS ROFIN-SINAR TECHNOLOGIES INC	P	2014-02-04	2014-07-03
4 SHS SPS COMMERCE INC	P	2014-04-25	2014-10-27
5 SHS SALESFORCE COM	P	2014-10-02	2014-10-27

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
102		109	-7
183		198	-15
72		68	4
637		646	-9
73		100	-27
208		154	54
928		1,083	-155
778		745	33
247		191	56
294		283	11

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-7
			-15
			4
			-9
			-27
			54
			-155
			33
			56
			11

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
6 SHS SCIQUEST INC	P	2014-07-07	2014-10-27
4 SHS SELECTIVE INS GROUP INC	P	2014-10-03	2014-10-27
9 SHS SOLARWINDS INC	P	2013-09-24	2014-03-03
2 SHS SOUTH ST CORP	P	2014-01-30	2014-10-27
3 SHS SPLUNK INC	P	2014-09-08	2014-10-27
6 SHS STARWOOD HOTELS & RESORTS WORLDWIDE INC	P	2014-06-18	2014-10-27
3 SHS STONE ENERGY CORP	P	2014-09-15	2014-10-27
5 SHS SYSCO CORPORATION	P	2014-06-02	2014-10-27
12 SHS TANGOE INC	P	2014-02-28	2014-10-27
14 SHS TARGET CORP	P	2014-08-21	2014-11-19

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
94		113	-19
95		93	2
403		326	77
116		126	-10
189		181	8
483		485	-2
70		96	-26
191		188	3
163		228	-65
911		853	58

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-19
			2
			77
			-10
			8
			-2
			-26
			3
			-65
			58

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
18 SHS TEVA PHARMACEUTICAL	P	2014-03-06	2014-10-27
2 SHS TEXAS CAPITAL BANCSHARES INC	P	2014-04-29	2014-10-27
3 SHS THERMO FISHER SCIENTIFIC INC	P	2013-08-21	2014-01-30
9 SHS TIME WARNER INC	P	2014-08-06	2014-12-24
3 SHS II-VI INC	P	2013-12-31	2014-03-19
1 SH VERTEX PHARMACEUTICALS INC	P	2014-10-13	2014-10-27
2 SHS VISA INC	P	2014-08-28	2014-10-27
5 SHS VMWARE INC	P	2014-02-12	2014-10-27
11 SHS VOCERA COMMUNICATIONS INC	P	2014-05-05	2014-06-10
6 SHS VOLCANO CORP	P	2013-10-31	2014-07-28

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,028		911	117
114		110	4
342		234	108
761		653	108
44		53	-9
110		108	2
427		430	-3
421		469	-48
138		140	-2
97		125	-28

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			117
			4
			108
			108
			-9
			2
			-3
			-48
			-2
			-28

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
2 SHS WAGEWORKS INC	P	2014-07-16	2014-10-27
38 SHS WAL-MART STORES INC	P	2013-08-26	2014-06-26
3 SHS WESTERN ALLIANCE BANCORP	P	2014-10-17	2014-10-27
7 SHS YELP INC	P	2014-10-17	2014-10-27
1 SHS ACTAVIS PLC	P	2014-09-19	2014-10-27
29 SHS AON PLC	P	2013-10-14	2014-03-11
18 SHS DELPHI AUTOMOTIVE	P	2014-04-01	2014-09-17
19 SHS MICHAEL KORS HOLDINGS	P	2013-06-28	2014-06-17
13 SHS PERRIGO CO PLC	P	2014-03-03	2014-11-12
3 SHS TE CONNECTIVITY LTD	P	2014-06-11	2014-09-30

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
106		82	24
2,847		2,866	-19
73		71	2
407		461	-54
237		238	-1
2,495		1,885	610
1,208		1,252	-44
1,691		1,174	517
2,013		2,122	-109
165		186	-21

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			24
			-19
			2
			-54
			-1
			610
			-44
			517
			-109
			-21

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
18 SHS STRATASYS LTD	P	2014-09-17	2014-10-27
2 SHS ASML HOLDING NV	P	2014-07-30	2014-11-21
33 SHS LYONDELLBASELL	P	2014-10-14	2014-12-10
46 SHS NIELSEN NV	P	2014-01-23	2014-09-23
8 SHS ADT CORP	P	2013-04-05	2014-10-27
22 SHS AES CORP	P	2011-07-26	2014-10-27
21 SHS ACTUANT CORP	P	2012-10-01	2014-12-17
35 SHS AKORN INC	P	2012-11-06	2014-10-27
4 SHS ALLEGHENY TECHNOLOGIES INC	P	2013-10-23	2014-10-27
2 SHS ALLETE INC	P	2013-01-15	2014-10-27

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,643		2,255	-612
211		189	22
2,543		2,876	-333
2,049		1,985	64
275		364	-89
297		271	26
627		602	25
1,191		452	739
126		134	-8
101		88	13

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-612
			22
			-333
			64
			-89
			26
			25
			739
			-8
			13

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
7 SHS ALLIANCE DATA SYSTEMS CORP	P	2013-05-24	2014-12-04
6 SHS AMAZON COM	P	2012-06-06	2014-05-06
8 SHS AMERICAN ELECTRIC POWER INC	P	2011-05-20	2014-10-27
40 SHS AMERICAN EXPRESS COMPANY	P	2013-01-16	2014-04-02
14 SHS AMTRUST FINANCIAL SERVICES INC	P	2013-10-09	2014-10-27
29 SHS ANHEUSER BUSCH INBEV	P	2012-10-15	2014-01-21
15 SHS APTARGROUP INC	P	2012-10-01	2014-05-02
15 SHS APPLIED MATERIALS INC	P	2012-08-10	2014-10-27
24 SHS BAKER HUGHES INC	P	2011-08-25	2014-11-24
3 SHS BALCHEM CORP	P	2012-12-26	2014-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,853		1,184	669
1,799		1,315	484
456		309	147
3,624		2,038	1,586
765		519	246
2,986		2,482	504
536		413	123
317		178	139
1,483		1,457	26
179		113	66

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			669
			484
			147
			1,586
			246
			504
			123
			139
			26
			66

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
4 SHS BEACON ROOFING SUPPLY INC	P	2013-08-16	2014-10-27
7 SHS BERRY PLASTICS GROUP INC	P	2013-07-17	2014-10-27
1 SH BIO RAD LABS INC	P	2012-10-01	2014-10-27
7 SHS BIOGEN IDEC INC	P	2012-02-01	2014-01-10
4 SHS BIOMED REALTY TRUST INC	P	2012-10-01	2014-10-27
22 SHS BOEING CO	P	2013-01-09	2014-04-23
4 SHS BOTTOMLINE TECHNOLOGIES	P	2013-10-09	2014-10-27
24 SHS BRISTOL MYERS SQUIBB CO	P	2012-08-28	2014-12-02
6 SHS BUFFALO WILD WINGS INC	P	2012-11-01	2014-02-27
4 SHS CIGNA CORPORATION	P	2012-08-28	2014-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
104		152	-48
174		151	23
112		107	5
2,087		857	1,230
87		74	13
2,796		1,634	1,162
116		108	8
1,347		788	559
841		505	336
371		179	192

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-48
			23
			5
			1,230
			13
			1,162
			8
			559
			336
			192

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
14 SHS CVS HEALTH CORPORATION	P	2013-05-14	2014-11-10
14 SHS CARRIZO OIL & GAS INC	P	2012-10-01	2014-10-27
5 SHS CASEYS GENL STORES INC	P	2012-10-01	2014-10-27
4 SHS CELGENE CORP	P	2013-10-04	2014-10-27
37 SHS CISCO SYSTEMS INC	P	2011-12-14	2014-12-01
12 SHS CITIGROUP INC	P	2012-01-23	2014-10-27
7 SHS CITY NATIONAL CORP	P	2012-10-01	2014-01-03
3 SHS CLARCOR INC	P	2012-10-01	2014-10-27
73 SHS COCA-COLA COMPANY	P	2012-06-26	2014-03-10
3 SHS COGNEX CORP	P	2013-04-19	2014-10-27

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,212		840	372
754		360	394
371		285	86
411		314	97
902		603	299
619		351	268
543		361	182
190		134	56
2,818		2,605	213
115		57	58

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			372
			394
			86
			97
			299
			268
			182
			56
			213
			58

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
4 SHS COMMVAULT SYSTEMS INC	P		
9 SHS CONSTANT CONTACT INC	P		
17 SHS CORNING INC	P		
4 SHS CORPORATE OFFICE PPTYS REIT TR	P		
34 CROWN CASTLE INTL CORP	P		
5 SHS CYBERONICS INC	P		
62 SHS DANA HOLDING CORP	P		
12 SHS DANAHER CORP	P		
5 SHS DIODES INCORPORTATED	P		
23 SHS DISCOVERY COMMUNICATIONS INC	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
178		229	-51
275		144	131
323		224	99
110		95	15
2,668		2,028	640
316		251	65
1,407		951	456
930		642	288
117		117	0
1,776		1,212	564

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			-51
			131
			99
			15
			640
			65
			456
			288
			0
			564

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
13 SHS DOMINION RES INC VA NEW	P		
59 SHS EMERALD OIL INC	P		
8 SHS ESTERLINE TECHNOLOGIES CORP	P		
5 SHS EVERCORE PARTNERS INC CL A	P		
38 SHS EXPRESS INC	P		
32 SHS FAMILY DOLLAR STORES INC	P		
7 SHS FEDEX CORPORATION	P		
8 SHS FIRST MIDWEST BANCORP INC/IL	P		
4 SHS FORUM ENERGY TECHNOLOGIES INC	P		
8 SHS GAMING AND LEISURE PROPERTIES INC	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
909		747	162
161		423	-262
897		476	421
272		177	95
707		574	133
1,891		1,962	-71
911		625	286
126		102	24
105		110	-5
403		268	135

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			162
			-262
			421
			95
			133
			-71
			286
			24
			-5
			135

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
26 SHS GENERAL ELECTRIC COMPANY	P		
8 SHS GLOBUS MEDICAL INC NEW CLASS A	P		
1 SHS GOOGLE INC CL A VOTING	P		
7 SHS GOOGLE CL C NON-VOTING	P		
9 SHS HCC INSURANCE HOLDINGS INC	P		
13 SHS HMS HLDGS CORP	P		
4 SHS HAEMONETICS CORP MASS	P		
13 SHS HAIN CELESTIAL GROUP INC	P		
11 SHS HARTFORD FINL SVCS GROUP INC	P		
6 SHS HEALTHCARE SCVS GROUP INC	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
662		557	105
166		139	27
550		269	281
4,003		2,420	1,583
408		305	103
220		321	-101
169		161	8
1,220		817	403
411		268	143
174		143	31

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			105
			27
			281
			1,583
			103
			-101
			8
			403
			143
			31

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
19 SHS HEARTLAND EXPRESS INC	P		
2 SHS HEICO CORP NEW	P		
7 SHS HELIX ENERGY SOLUTIONS GROUP	P		
64 SHS HOLOGIC INC	P		
6 SHS HOME DEPOT INC	P		
12 SHS HUB GROUP INC CL A	P		
2 SHS ICU MED INC	P		
8 SHS ICONIX BRAND GROUP INC	P		
8 SHS INTEGRA LIFESCIENCES HOLDING	P		
32 SHS INTEL CORP	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
433		254	179
98		73	25
177		146	31
1,529		1,068	461
572		220	352
457		366	91
140		133	7
319		148	171
382		331	51
1,068		750	318

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			179
			25
			31
			461
			352
			91
			7
			171
			51
			318

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
11 SHS INTERNATIONAL BUSINESS MACHINE CORP	P		
15 SHS JPMORGAN CHASE & CO	P		
29 SHS JOHNSON & JOHNSON	P		
2 SHS J2 GLOBAL INC	P		
86 SHS KEY ENERGY GROUP INC	P		
98 SHS KINDER MORGAN INC DEL	P		
36 SHS KRAFT FOODS GROUP	P		
25 SHS LAM RESEARCH CORP	P		
2 SHS LANDSTAR SYSTEMS INC	P		
25 SHS LUMINEX CORP	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
1,946		2,196	-250
868		504	364
3,010		2,053	957
103		66	37
579		573	6
3,387		3,664	-277
2,055		1,985	70
1,997		1,019	978
148		104	44
455		443	12

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-250
			364
			957
			37
			6
			-277
			70
			978
			44
			12

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
4 SHS MSC INDUSTRIAL DIRECT CO INC CLASS A	P		
17 SHS MADDEN STEVEN LTD	P		
28 SHS MEDTRONIC INC	P		
6 SHS MERCK & CO INC NEW	P		
59 SHS MICROSOFT CORP	P		
11 SHS MICROS SYSTEMS INC	P		
3 SHS MIDDLEBY CORP	P		
9 SHS MISTRAS GROUP INC	P		
18 SHS MONDELEZ INTL INC	P		
2 SHS MONRO MUFFLER BRAKE INC	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
338		248	90
587		418	169
1,767		1,119	648
337		288	49
2,679		1,844	835
748		527	221
854		352	502
165		189	-24
633		466	167
97		69	28

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			90
			169
			648
			49
			835
			221
			502
			-24
			167
			28

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
29 SHS MONSANTO CO NEW	P		
8 SHS MORNINGSTAR INC	P		
20 SHS MYLAN INC	P		
34 SHS NATIONAL BANK HOLDINGS CORP-CLASS A	P		
14 SHS NAVIENT CORP	P		
4 SHS NEUSTAR INC CLASS A	P		
9 SHS NICE SYSTEMS LTD SPON ADR	P		
4 SHS NOBLE ENERGY INC	P		
13 SHS O'REILLY ATOMOTIVE INC	P		
5 SHS PENNLEBROOK HOTEL TR	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
3,311		2,229	1,082
539		508	31
1,005		425	580
625		701	-76
263		151	112
100		161	-61
361		298	63
224		298	-74
2,018		1,215	803
204		130	74

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			1,082
			31
			580
			-76
			112
			-61
			63
			-74
			803
			74

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
15 SHS PEPSICO INCORPORATED	P		
27 SHS PFIZER INCORPORATED	P		
18 SHS PHILIP MORRIS INTERNATIONAL INC	P		
4 SHS PLANTRONICS INC	P		
3 SHS PORTFOLIO RECOVERY ASSOCIATE	P		
22 SHS POTASH CORP OF SASKATCHEWAN INC	P		
6 SHS POWER INTEGRATIONS INC	P		
3 SHS PROASSURANCE CORP	P		
6 SHS PROCTER & GAMBLE CO	P		
18 SHS PROGRESS SOFTWARE CORP	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,412		1,043	369
790		536	254
1,434		1,562	-128
191		143	48
183		105	78
741		984	-243
350		186	164
138		106	32
517		402	115
395		388	7

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			369
			254
			-128
			48
			78
			-243
			164
			32
			115
			7

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
12 SHS PROSPERITY BANCSHS INC	P		
11 SHS QLIK TECHNOLOGIES INC	P		
26 SHS RANGE RESOURCES CORP	P		
1 SHS RBC BEARINGS INC	P		
6 SHS REGAL-BELOIT CORPORATION	P		
8 SHS RITCHIE BROS AUCTIONEERS INC	P		
7 SHS ROADRUNNER TRANSPORTATION SYSTEMS	P		
7 SHS ROFIN-SINAR TECHNOLOGIES INC	P		
42 SHS SLM CORP	P		
6 SHS SVB FINANCIAL GROUP	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
798		504	294
296		291	5
1,852		1,505	347
56		51	5
415		419	-4
189		154	35
157		192	-35
168		143	25
585		386	199
622		356	266

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			294
			5
			347
			5
			-4
			35
			-35
			25
			199
			266

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
13 SHS SEALED AIR CORP NEW	P		
15 SHS SEMTECH CORP	P		
7 SHS SENSIENT TECHNOLOGIES	P		
2 SHS SHERWIN WILLIAMS CO	P		
8 SHS SIRONA DENTAL SYSTEMS INC	P		
4 SHS SOLARWINDS INC	P		
9 SHS STARBUCKS CORP	P		
9 SHS STATE STR CORP	P		
43 SHS STEEL SYNAMICS INC	P		
15 SHS STIFEL FINACIAL CORP	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
440		226	214
391		375	16
379		258	121
452		281	171
612		458	154
171		146	25
673		477	196
660		418	242
980		487	493
662		514	148

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			214
			16
			121
			171
			154
			25
			196
			242
			493
			148

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
16 SHS SUPERIOR ENERGY SVCS INC	P		
3 SHS TECHNE CORP	P		
12 SHS TEXAS ROADHOUSE INC COM	P		
18 SHS TECTRON INC	P		
5 SHS THERMO FISHER SCIENTIFIC	P		
3 125 SHS TIME INC	P		
25 SHS TIME WARNER INC NEW	P		
2 SHS TORO COMPANY	P		
2 SHS TREEHOUSE FOODS INC	P		
7 TUMI HOLDINGS INC	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
503		325	178
283		212	71
325		210	115
696		484	212
568		287	281
71		37	34
1,961		886	1,075
119		80	39
161		106	55
137		152	-15

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			178
			71
			115
			212
			281
			34
			1,075
			39
			55
			-15

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
9 SHS TWENTY-FIRST CENTY CL A	P		
28 SHS II-VI INC	P		
7 SHS UNILEVER N V	P		
16 SHS UNION PACIFIC CORP	P		
1 SHS VALERO ENERGY CORP	P		
94 SHS VERIZON COMMUNICATIONS COM	P		
4 SHS VITAMIN SHOPPE INC	P		
30 SHS VOCERA COMMUNICATIONS INC	P		
33 SHS VOLCANO CORP	P		
5 SHS WELLPOINT INC	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
301		270	31
415		503	-88
269		261	8
1,700		712	988
50		24	26
4,617		4,018	599
182		233	-51
375		449	-74
636		830	-194
601		389	212

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			31
			-88
			8
			988
			26
			599
			-51
			-74
			-194
			212

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
12 SHS WEST PHARMACEUTICAL SVCS INC	P		
7 SHS WESRTN DIGITAL CORP	P		
32 SHS WHOLE FOODS MARKET INC	P		
21 SHS WOLVERINE WORLD WIDE INC	P		
24 SHS ENERGY XXI BERMUDDA LTD	P		
37 SHS EATON CORP PLC	P		
14 SHS ICON PLC	P		
39 SHS WEATHERFORD INTERNATIONAL PLC	P		
24 SHS NABORS INDUSTRIES LTD	P		
4 SHS PENTAIR PLC	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
493		325	168
643		230	413
1,190		1,407	-217
593		438	155
255		749	-494
2,710		2,088	622
678		369	309
624		692	-68
420		653	-233
266		148	118

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			168
			413
			-217
			155
			-494
			622
			309
			-68
			-233
			118

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
1 SHS PENTAIR LTD	P		
18 SHS TYCO INTERNATIONAL LTD SHS	P		
6 SHS CHECK POINT SOFTWARE TECH LTD	P		
29 SHS ASML HOLDING NV NY REGISTRY SHS NEW 2012	P		
12 SHS AT&T INC	P		
6 SHS AMERIPRISE FINANCIAL INC	P		
19 SHS APPLE INC	P		
11 SHS BHP BILLITON LTD SPON ADR	P		
2 SHS BOEING CO	P		
8 SHS BRITISH AMERN TOB PLC SPON ADR	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
78		36	42
785		437	348
436		347	89
2,787		1,896	891
409		454	-45
711		270	441
1,998		246	1,752
645		602	43
259		132	127
878		567	311

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			42
			348
			89
			891
			-45
			441
			1,752
			43
			127
			311

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	**(b)** How acquired P—Purchase D—Donation	**(c)** Date acquired (mo , day, yr)	**(d)** Date sold (mo , day, yr)
23 SHS CANADIAN NATL RY CO	P		
28 CANADIAN NATURAL RESOURCES LTD	P		
13 CANDIAN PACIFIC RAILWAY LTD	P		
4 SHS CHEVRON CORPORATION	P		
25 SHS COMCAST CORP NEW CL A	P		
17 SHS GAP INC	P		
17 SHS HOLOGIC INC	P		
19 SHS HOME DEPOT INC	P		
12 SHS LENNAR CORPORATION CLASS A	P		
38 SHS PFIZER INCORPORATED	P		

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

(e) Gross sales price	**(f)** Depreciation allowed (or allowable)	**(g)** Cost or other basis plus expense of sale	**(h)** Gain or (loss) (e) plus (f) minus (g)
1,587		444	1,143
946		1,036	-90
2,634		784	1,850
461		338	123
1,357		449	908
634		253	381
379		276	103
1,763		517	1,246
511		191	320
1,132		663	469

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			1,143
			-90
			1,850
			123
			908
			381
			103
			1,246
			320
			469

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
19 SHS POTASH CORP OF SASKATCHEWAN INC	P		
2 SHS PRECISION CASTPARTS CORP	P		
15 SHS RIO TINTO PLC SPONSORED ADR	P		
15 SHS SCHLUMBERGER LTD	P		
8 SHS STARBUCKS CORP	P		
3 SHS STATE STR CORP	P		
31 SHS SUNCOR ENERGY INC NEW	P		
13 SHS TEREX CORPORATION NEW	P		
8 SHS TRAVELERS COS INC	P		
45 SHS UNILEVER N V	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
640		880	-240
438		258	180
726		1,457	-731
1,391		1,071	320
578		211	367
214		131	83
1,050		1,437	-387
379		300	79
789		396	393
1,722		1,452	270

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-240
			180
			-731
			320
			367
			83
			-387
			79
			393
			270

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

(a) List and describe the kind(s) of property sold (e g , real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
19 SHS VALERO ENERGY CORP NEW	P		
7 SHS ENSCO PLC CLASS A	P		
53 SHS WEATHERFORD INTERNATIONAL PLC	P		
35 SHS NABORS INDUSTRIES LTD	P		
52 SHS TE CONNECTIVITY LTD	P		
CAPITAL GAINS DIVIDENDS	P		

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
939		313	626
290		316	-26
848		920	-72
658		929	-271
3,163		922	2,241
19			19

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

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			626
			-26
			-72
			-271
			2,241
			19

Form 990PF Part XV Line 1a - 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).

JAMES K NEWMAN
GLORIA A NEWMAN

Form 990PF Part XV Line 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*				
ALZHEIMERS ASSOCIATION 322 8TH AVE 7TH FLR NEW YORK, NY 10001	NONE	PC	PROGRAM SUPPORT	500
AMERICAN CANCER SOCIETY 2922 MARTIN LUTHER KING JR BLVD 128 DALLAS, TX 75215	NONE	PC	PROGRAM SUPPORT	1,500
AMERICAN HEART ASSOCIATION 7272 GREENVILLE AVE DALLAS, TX 75204	NONE	PC	PROGRAM SUPPORT	1,000
BAYLOR HEALTHCARE FOUNDATION 3600 GASTON AVE STE 100 DALLAS, TX 75246	NONE	PC	PROGRAM SUPPORT	10,000
CHILDREN'S CANCER FUND 2900 LIVE OAK ST DALLAS, TX 75204	NONE	PC	PROGRAM SUPPORT	1,000
DENTON AFRICAN AMERICAN SCHOLARSHIP PO BOX 1217 DENTON, TX 76202	NONE	PC	PROGRAM SUPPORT	2,500
DENTON ANIMAL SHELTER FOUNDATION PO BOX 486 DENTON, TX 76202	NONE	PC	PROGRAM SUPPORT	500
DENTON BENEFIT LEAGUE PO BOX 725 DENTON, TX 76202	NONE	PC	PROGRAM SUPPORT	10,000
DENTON COMMUNITY HEALTH CLINIC 525 S LOCUST ST SUITE 200 DENTON, TX 76201	NONE	PC	PROGRAM SUPPORT	1,500
DENTON FESTIVAL FOUNDATION INC PO BOX 725 DENTON, TX 76202	NONE	PC	PROGRAM SUPPORT	500
DENTON PUBLIC SCHOOL FOUNDATION 1307 N LOCUST DENTON, TX 76201	NONE	PC	PROGRAM SUPPORT	500
DOCTORS WITHOUT BORDERS PO BOX 725 DENTON, TX 76202	NONE	PC	PROGRAM SUPPORT	1,500
KERA 3000 HARRY HINES BLVD DALLAS, TX 75201	NONE	PC	PROGRAM SUPPORT	10,000
LEUKEMIA AND LYMPHOMA SOCIETY 8111 LBJ FREEWAY STE 425 DALLAS, TX 75251	NONE	PC	PROGRAM SUPPORT	1,000
MOUNTAIN RESCUE ASSOCIATION PO BOX 880868 SAN DIEGO, CA 92168	NONE	PC	PROGRAM SUPPORT	500
Total . . . . ▶ **3a**				392,800

Form 990PF Part XV Line 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*				
OUR DAILY BREAD PO BOX 2222 GRAND RAPIDS, MI 49501	NONE	PC	PROGRAM SUPPORT	500
SALVATION ARMY OF DENTON 2801 N ELM STREET DENTON, TX 76209	NONE	PC	PROGRAM SUPPORT	500
SMILE TRAIN 41 MADISON AVE 28TH FLOOR NEW YORK, NY 10010	NONE	PC	PROGRAM SUPPORT	500
SNOWMASS WILDCAT FIRE PROTECTION 5275 OWL CREEK ROAD SNOWMASS VILLAGE, CO 81615	NONE	PC	PROGRAM SUPPORT	500
THE ARTS GUILD 200 PROT WASHINGTON BLVD MANHASSET, NY 11030	NONE	PC	PROGRAM SUPPORT	250
UNITED WAY OF DENTON COUNTY 1314 TEASLEY LANE DENTON, TX 76205	NONE	PC	PROGRAM SUPPORT	10,000
UNIVERSITY OF NORTH TEXAS FOUNDATION 801 NORTH TEXAS BLVD DENTON, TX 76203	NONE	PC	PROGRAM SUPPORT	302,500
DENTON HI NOON LIONS CLUB PO BOX 435 DENTON, TX 76202	NONE	PC	PROGRAM SUPPORT	50
DENTON PARKS FOUNDATION 601 E HICKORY ST DENTON, TX 76201	NONE	PC	PROGRAM SUPPORT	500
GREEN ACRES HOLDINGS INC 8726 JAMAICA AVE WOODHAVEN, NY 11421	NONE	PC	PROGRAM SUPPORT	10,000
MOMENTOUS INSTITUTE (FKA SALESMANSHIP CLUB YOUTH AND FAMILY CENTERS INC) 106 E TENTH STREET DALLAS, TX 75203	NONE	PC	PROGRAM SUPPORT	25,000
Total . . . . ▶ **3a**				392,800

TY 2014 Accounting Fees Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	3,200	1,600		1,600

TY 2014 Investments Corporate Bonds Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Name of Bond	End of Year Book Value	End of Year Fair Market Value
BARCLAY BANK 7.75%	50,000	51,860
BANK OF AMER 6.625% PREFERRED	50,472	51,134
JP MORGAN 6.7% PREFERRED	52,140	52,840

TY 2014 Investments Corporate Stock Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SECURITIES ACCOUNT #6654-5078	327,893	383,282
INDEPENDENT BANKERS ASSOCIATION	25,000	25,000
ACCESS 1ST CAPITAL BANK STOCK	50,000	50,000
ARCH CAPITAL GROUP 6.75% PREFERRED	25,000	26,970
KKR FINANCIAL 7.5% PREFERRED	0	0

TY 2014 Investments - Other Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MERRILL LYNCH 7% CUM PERP	AT COST	52,070	51,060
PHOENIX 2010 PARTNERS, LP	AT COST	63,107	79,788
PCP - WYNNEWOOD, LP	AT COST	3,283	20,435
PCP - THREE FOUNTAINS, LP	AT COST	2,072	9,072
QWEST CORP 7% PREFERRED	AT COST	52,140	51,900
BROOKFIELD INFRASTRUCTURE PARTNERS	AT COST	2	2

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TY 2014 Other Expenses Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PHOENIX K-1 - PARTNERSHIP ADMINISTRATION	3,519	3,519		0
BROOKFIELD K-1 - OTHER DEDUCTIONS	1	1		0
PCP - WYNNEWOOD K-1 - ASSET MANAGEMENT FEE	684	684		0
PCP - WYNNEWOOD K-1 - FILING FEE	3	3		0
PCP - WYNNEWOOD K-1 - REGISTERED AGENT FEES	1	1		0
PCP - THREE FOUNTAINS, LP - ASSET MANAGEMENT FEES	253	253		0
PCP - THREE FOUNTAINS, LP - FILING FEE	4	4		0
PCP - THREE FOUNTAINS, LP - REGISTERED AGENT FEES	2	2		0
PCP - THREE FOUNTAINS, LP - REAL ESTATE LOSS	1,633	1,633		0

TY 2014 Other Income Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PHOENIX K-1 - ROYALTY INCOME	886	886	886
PHOENIX K-1 - ROYALTY EXPENSE	-265	-265	-265
PHOENIX K-1 - ORDINARY INCOME	391	391	391
OTHER INCOME	660	660	660

TY 2014 Other Professional Fees Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	6,778	6,778		0

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TY 2014 Taxes Schedule

Name: NEWMAN FOUNDATION

EIN: 75-2680607

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX PAID - WF #5078	289	289		0
EXCISE TAXES	700	0		0