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EXTENDED TO NOVEMBER 16, 2015
Return of Private Foundation

OMB No. 1545-0052

2014

Form 990-PF

Department of the Treasury
Internal Revenue Service

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

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation THE DEVLIN FOUNDATION		A Employer identification number 76-0574063
Number and street (or P O box number if mail is not delivered to street address) 680 FIFTH AVENUE	Room/suite 2201	B Telephone number (212) 486-5500
City or town, state or province, country, and ZIP or foreign postal code NEW YORK, NY 10019		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 18,196,681. (Part I, column (d) must be on cash basis)	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		44,400.	44,400.		STATEMENT 1
4 Dividends and interest from securities		352,041.	333,108.		STATEMENT 2
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		991,530.			
b Gross sales price for all assets on line 6a 6,765,384.					
7 Capital gain net income (from Part IV, line 2)			991,530.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income		418,963.	418,963.		STATEMENT 3
12 Total. Add lines 1 through 11		1,806,934.	1,788,001.		
13 Compensation of officers, directors, trustees, etc.		75,000.	0.		75,000.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees STMT 4		7,094.	7,094.		0.
b Accounting fees					
c Other professional fees STMT 5		83,644.	83,644.		0.
17 Interest					
18 Taxes STMT 6		20,057.	13,738.		6,319.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses STMT 7		75.	0.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		185,870.	104,476.		81,319.
25 Contributions, gifts, grants paid		979,260.			979,260.
26 Total expenses and disbursements. Add lines 24 and 25		1,165,130.	104,476.		1,060,579.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		641,804.			
b Net investment income (if negative, enter -0-)			1,683,525.		
c Adjusted net income (if negative, enter -0-)				N/A	

SOA LTRD NOV 17 2015
Operating and Administrative Expenses

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Part II Balance Sheets

Attached schedules and amounts in the description column should be for end-of-year amounts only

	Beginning of year	End of year	
	(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets			
1 Cash - non-interest-bearing			
2 Savings and temporary cash investments	533,972.	777,888.	777,888.
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			
7 Other notes and loans receivable ▶			
Less: allowance for doubtful accounts ▶			
8 Inventories for sale or use			
9 Prepaid expenses and deferred charges			
10a Investments - U.S. and state government obligations STMT 10	1,869,382.	1,954,313.	2,216,014.
b Investments - corporate stock STMT 11	5,764,324.	5,835,929.	7,025,519.
c Investments - corporate bonds			
11 Investments - land, buildings, and equipment basis ▶			
Less: accumulated depreciation ▶			
12 Investments - mortgage loans			
13 Investments - other			
14 Land, buildings, and equipment: basis ▶			
Less: accumulated depreciation ▶			
15 Other assets (describe ▶ STATEMENT 12)	7,615,041.	7,669,404.	8,177,260.
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	15,782,719.	16,237,534.	18,196,681.
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			
22 Other liabilities (describe ▶ STATEMENT 13)	13,534.	13,534.	
23 Total liabilities (add lines 17 through 22)	13,534.	13,534.	
Net Assets or Fund Balances			
Foundations that follow SFAS 117, check here and complete lines 24 through 26 and lines 30 and 31. <input type="checkbox"/>			
24 Unrestricted			
25 Temporarily restricted			
26 Permanently restricted			
Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>			
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	15,769,185.	16,224,000.	
30 Total net assets or fund balances	15,769,185.	16,224,000.	
31 Total liabilities and net assets/fund balances	15,782,719.	16,237,534.	

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	15,769,185.
2 Enter amount from Part I, line 27a	2	641,804.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	16,410,989.
5 Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 9	5	186,989.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	16,224,000.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b	SEE ATTACHED STATEMENT			
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e	6,765,384.	5,773,854.	991,530.	
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		
a				
b				
c				
d				
e			991,530.	
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	991,530.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

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

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted-qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	996,610.	17,275,714.	.057688
2012	873,439.	16,581,028.	.052677
2011	1,041,193.	17,258,437.	.060330
2010	740,313.	16,027,049.	.046191
2009	978,306.	13,694,122.	.071440
2	Total of line 1, column (d)		.288326
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		.057665
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		18,678,739.
5	Multiply line 4 by line 3		1,077,109.
6	Enter 1% of net investment income (1% of Part I, line 27b)		16,835.
7	Add lines 5 and 6		1,093,944.
8	Enter qualifying distributions from Part XII, line 4		1,060,579.

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b		1	33,671.
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	33,671.
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	33,671.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014		6a	8,411.
b Exempt foreign organizations - tax withheld at source		6b	
c Tax paid with application for extension of time to file (Form 8868)		6c	50,000.
d Backup withholding erroneously withheld		6d	
7 Total credits and payments. Add lines 6a through 6d		7	58,411.
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	24,740.
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input type="checkbox"/> 24,740. Refunded <input type="checkbox"/> 0.		11	0.

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity... 12 Did the foundation make a distribution to a donor advised fund... 13 Did the foundation comply with the public inspection requirements... 14 The books are in care of MICHAEL H. DEVLIN Telephone no. (212) 486-5500 Located at 680 FIFTH AVENUE, NEW YORK, NY ZIP+4 10019 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 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?

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.

1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here 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? 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? 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? c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. 3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? 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? 4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? 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?

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

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

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NORTHERN TRUST PO BOX 803878, CHICAGO, IL 60680	INVESTMENT SERVICES	83,644.

Total number of others receiving over \$50,000 for professional services ▶ 0

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
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	17,565,039.
b	Average of monthly cash balances	1b	1,398,148.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	18,963,187.
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	18,963,187.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	284,448.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	18,678,739.
6	Minimum investment return. Enter 5% of line 5	6	933,937.

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	933,937.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	33,671.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	33,671.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	900,266.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	900,266.
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	900,266.

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	1,060,579.
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	1,060,579.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,060,579.

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				900,266.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	297,862.			
b From 2010				
c From 2011	184,359.			
d From 2012	66,734.			
e From 2013	147,879.			
f Total of lines 3a through e	696,834.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,060,579.				
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				900,266.
e Remaining amount distributed out of corpus	160,313.			
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	857,147.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				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	297,862.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	559,285.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011	184,359.			
c Excess from 2012	66,734.			
d Excess from 2013	147,879.			
e Excess from 2014	160,313.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling ▶
- b Check box to indicate whether the foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

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

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

- 1 **Information Regarding Foundation Managers:**
- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
- SEE STATEMENT 15**
- b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

- 2 **Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**
- Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.
- a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:
- DEVLIN FOUNDATION ATTN: MICHAEL DEVLIN, 212-339-0100
680 FIFTH AVENUE - SUITE 2201, NEW YORK, NY 10019**
- b The form in which applications should be submitted and information and materials they should include:
- LETTER WITH FINANCIAL STATEMENTS**
- c Any submission deadlines:

N/A

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

N/A

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
<p>a Paid during the year</p> <p>ACTORS FUND 729 SEVENTH AVENUE 10TH FLOOR NEW YORK, NY 10019</p>			GENERAL PURPOSE	1,500.
<p>AMERICAN IRISH HISTORICAL SOCIETY 991 FIFTH AVENUE NEW YORK, NY 10028</p>			GENERAL PURPOSE	10,000.
<p>AMERICAN MUSEUM OF NATURAL HISTORY CENTRAL PARK WEST AT 79TH ST NEW YORK, NY 10024</p>			GENERAL PURPOSE	1,050.
<p>BOSTON COLLEGE BOSTON HOUSE, 140 COMMONWEALTH AVENUE CHESTNUT HILL, MA 02467</p>			GENERAL PURPOSE	200,000.
<p>CARNEGIE HILL NEIGHBORS INC. 170 EAST 91ST STREET NEW YORK, NY 10128</p>			GENERAL PURPOSE	1,250.
<p>Total SEE CONTINUATION SHEET(S)</p>			▶ 3a	979,260.
<p>b Approved for future payment</p> <p>NONE</p>				
<p>Total</p>			▶ 3b	0.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CENTRAL PARK CONSERVATORY 14 EAST 60TH STREET NEW YORK, NY 10022			GENERAL PURPOSE	1,000.
FRISBE 76 ELM STREET NEW CANAAN, CT 06840			GENERAL PURPOSE	25,000.
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021			GENERAL PURPOSE	100,000.
IRISH ARTS CENTER 553 WEST 51ST STREET NEW YORK, NY 10019			GENERAL PURPOSE	5,000.
JOE TORRE SAFE AT HOME FOUNDATION PO BOX 3133, GRAND CENTRAL STATION NEW YORK, NY 10163			GENERAL PURPOSE	79,050.
MARQUIS STUDIOS 45 MAIN STREET, SUITE 612 BROOKLYN, NY 11201			GENERAL PURPOSE	1,000.
PEQUOT LIBRARY ASSOCIATION 720 PEQUOT AVENUE SOUTHPORT, CT 06890			GENERAL PURPOSE	250.
PLANNED PARENTHOOD FEDERATION OF AMERICA 434 WEST 33RD STREET NEW YORK, NY 10001			GENERAL PURPOSE	500.
SARATOGA ARTS 320 BROADWAY SARATOGA SPRINGS, NY 12866			GENERAL PURPOSE	200.
SARATOGA SPRINGS PRESERVATIVE FOUNDATION 112 SPRING STREET, SUITE 203 SARATOGA SPRINGS, NY 12866			GENERAL PURPOSE	500.
Total from continuation sheets				765,460.

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SOLOMON R GUGGENHEIM FOUNDATION 1071 FIFTH AVENUE NEW YORK, NY 10128			GENERAL PURPOSE	250.
SOUTHPORT VOLUNTEER FIRE DEPT 69 MAIN STREET SOUTHPORT, CT 06890			GENERAL PURPOSE	500.
THE CLARK MUSEUM 225 SOUTH STREET WILLIAMSTOWN, MA 01267			GENERAL PURPOSE	250.
THE FUND FOR PARK AVENUE 445 PARK AVENUE, 9TH FLOOR NEW YORK, NY 10022			GENERAL PURPOSE	500.
THE HOLE IN THE WALL FOUNDATION 4801 COURTHOUSE STREET, SUITE 220 WILLIAMSBURG, VA 23188			GENERAL PURPOSE	4,000.
THE MORGAN LIBRARY AND MUSEUM 225 MADISON AVENUE NEW YORK, NY 10016			GENERAL PURPOSE	150.
THE MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019			GENERAL PURPOSE	360.
THIRTEEN 450 WEST 33RD STREET NEW YORK, NY 10001			GENERAL PURPOSE	150.
TRAVERS CELEBRATION 5 CASE STREET SARATOGA SPRINGS, NY 12866			GENERAL PURPOSE	1,800.
TREES NEW YORK 51 CHAMBER STREET NEW YORK, NY 10007			GENERAL PURPOSE	250.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
TULANE UNIVERSITY 6823 ST.CHARLES AVENUE NEW ORLEANS, LA 70118			GENERAL PURPOSE	400,000.
WESTPORT COUNTRY PLAYHOUSE 25 POWERS COURT WESTPORT, CT 06880			GENERAL PURPOSE	96,500.
WHITNEY MUSEUM OF AMERICAN ART 945 MADISON AVENUE AT 75TH STREET NEW YORK, NY 10021			GENERAL PURPOSE	450.
SAFE WATER NETWORK 122 E 42ND ST, SUITE#2600 NEW YORK, NY 10168			GENERAL PURPOSE	1,000.
THE JEWISH MUSEUM 1109 5TH AVENUE NEW YORK, NY 10128			GENERAL PURPOSE	210.
THE NEW YORK LIBRARY 5TH AVENUE, 42ND STREET NEW YORK, NY 10110			GENERAL PURPOSE	250.
NEAR & FAR AID 277 GREENFIELD HILL ROAD FAIRFIELD, CT 06824			GENERAL PURPOSE	5,000.
PINOY RELIEF FUND 600 MADISON AVENUE, 8TH FLOOR NEW YORK, NY 10022			GENERAL PURPOSE	10,000.
UJA FEDERATION OF NEW YORK 130 EAST 59TH STREET NEW YORK, NY 10022			GENERAL PURPOSE	10,000.
BRADY CENTER TO PREVENT GUN VIOLENCE 840 FIRST STREET, NE SUITE 400 WASHINGTON, DC 20002			GENERAL PURPOSE	1,500.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
CPBN 1049 ASYLUM AVENUE HARTFORD, CT 06105			GENERAL PURPOSE	150.
READ WORKS 68 JAY STREET, SUITE#426 BROOKLYN, NY 11201			GENERAL PURPOSE	2,500.
THE DANIEL PITINO FOUNDATION 501 WALNUT STREET OWENSORO, KY 42301			GENERAL PURPOSE	1,000.
SARATOGA WAR HORSE PO BOX 461 SARATOGA SPRINGS, NY 12866			GENERAL PURPOSE	10,000.
WFUV 441 EAST FORDHAM ROAD BRONX, NY 10458			GENERAL PURPOSE	100.
MAIN STREET THEATRE AND DANCE ALLIANCE 548 MAIN STREET NEW YORK, NY 10044			GENERAL PURPOSE	5,000.
SOUTHPORT CONSERVANCY 56 OLD POST ROAD FAIRFIELD, CT 06824			GENERAL PURPOSE	250.
NATIONAL ACADEMY OF DESIGN 1083 5TH AVENUE NEW YORK, NY 10128			GENERAL PURPOSE	240.
ONE WEST 54TH ST. FOUNDATION ONE WEST 54TH STREET NEW YORK, NY 10019			GENERAL PURPOSE	600.
Total from continuation sheets				

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

- 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... a Transfers from the reporting foundation to a noncharitable exempt organization of: (1) Cash (2) Other assets b Other transactions: (1) Sales of assets to a noncharitable exempt organization (2) Purchases of assets from a noncharitable exempt organization (3) Rental of facilities, equipment, or other assets (4) Reimbursement arrangements (5) Loans or loan guarantees (6) Performance of services or membership or fundraising solicitations c Sharing of facilities, equipment, mailing lists, other assets, or paid employees d If the answer to any of the above is "Yes," complete the following schedule.

Table with 4 columns: (a) Line no, (b) Amount involved, (c) Name of noncharitable exempt organization, (d) Description of transfers, transactions, and sharing arrangements. Row 1 contains 'N/A'.

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 [X] No

Table with 3 columns: (a) Name of organization, (b) Type of organization, (c) Description of relationship. Row 1 contains 'N/A'.

Sign Here Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge. Signature of officer or trustee: [Signature] Date: 11/11/15 Title: VICE PRESIDENT

Paid Preparer Use Only Print/Type preparer's name: PHILIP C. SELTZER Preparer's signature: [Signature] Date: 11/11/15 Check [] if self-employed PTIN: P00085652 Firm's name: LEVINE & SELTZER LLP Firm's EIN: 13-3644457 Firm's address: 500 FIFTH AVENUE, 37TH FLOOR NEW YORK, NY 10110 Phone no.: 212-486-5500