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Form **990-PF****Return of Private Foundation**

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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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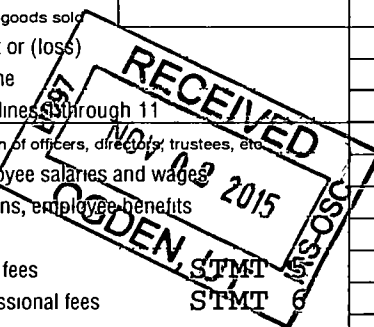
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning

, and ending

Name of foundation WILLIAM AND MARY ROSS FOUNDATION		A Employer identification number 86-0891827
Number and street (or P O box number if mail is not delivered to street address) 4729 E. SUNRISE DR., PMB #501	Room/suite	B Telephone number (520) 529-4850
City or town, state or province, country, and ZIP or foreign postal code TUCSON, AZ 85718-4535		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) \$ 17,002,049.	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)
Revenue	1 Contributions, gifts, grants, etc., received	754,434.		N/A	
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,956.	2,956.		STATEMENT 2
	4 Dividends and interest from securities	305,566.	305,566.		STATEMENT 3
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,916,640.			STATEMENT 1
	b Gross sales price for all assets on line 6a	62,288,810.			
	7 Capital gain net income (from Part IV, line 2)		1,997,982.		
	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	-10,674.	-191.		STATEMENT 4	
12 Total. Add lines 1 through 11	2,968,922.	2,306,313.			
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				
	b Accounting fees	4,065.	2,032.		2,033.
	c Other professional fees	279,539.	279,539.		0.
	17 Interest				
	18 Taxes	17,536.	17,536.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	1,819.	1,394.		425.
	24 Total operating and administrative expenses. Add lines 13 through 23	302,959.	300,501.		2,458.
	25 Contributions, gifts, grants paid	1,092,700.			1,092,700.
26 Total expenses and disbursements. Add lines 24 and 25	1,395,659.	300,501.		1,095,158.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	1,573,263.				
b Net investment income (if negative, enter -0-)		2,005,812.			
c Adjusted net income (if negative, enter -0-)			N/A		



Part II Balance Sheets		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	4,301,762.	473,282.	473,282.	
	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				
	b Investments - corporate stock STMT 9	11,228,058.	16,632,991.	16,519,028.	
	c Investments - corporate bonds				
	Liabilities	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 10)		8,042.	9,739.	9,739.	
16 Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)		15,537,862.	17,116,012.	17,002,049.	
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 ▶)					
23 Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here <input type="checkbox"/>				
	24 Unrestricted				
	25 Temporarily restricted				
	26 Permanently restricted				
	Foundations that do not follow SFAS 117, check here <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	15,537,862.	17,116,012.		
30 Total net assets or fund balances	15,537,862.	17,116,012.			
31 Total liabilities and net assets/fund balances	15,537,862.	17,116,012.			

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	15,537,862.
2 Enter amount from Part I, line 27a	2	1,573,263.
3 Other increases not included in line 2 (itemize) ▶ NONDIVIDEND DISTRIBUTIONS	3	4,917.
4 Add lines 1, 2, and 3	4	17,116,042.
5 Decreases not included in line 2 (itemize) ▶ NONDEDUCTIBLE EXPENSES FROM K-1S	5	30.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	17,116,012.

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b PLAINS ALL AMERICAN PIPELINE K1			
c ENERGY TRANSFERS PARTNERS K1			
d OAKTREE CAPITAL GROUP K1			
e CAPITAL GAINS DIVIDENDS			

(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 62,288,535.		60,291,665.	1,996,870.
b			8.
c			742.
d			87.
e 275.			275.

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			1,996,870.
b			8.
c			742.
d			87.
e			275.

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	1,997,982.
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	803,428.	16,369,596.	.049081
2012	987,110.	16,029,944.	.061579
2011	702,244.	17,496,033.	.040137
2010	754,988.	16,348,715.	.046180
2009	216,532.	14,316,858.	.015124

2 Total of line 1, column (d)	2	.212101
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	.042420
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	16,580,481.
5 Multiply line 4 by line 3	5	703,344.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	20,058.
7 Add lines 5 and 6	7	723,402.
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	1,095,158.

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)		1	20,058.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).		3	20,058.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	20,058.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		6a	20,256.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		6b	
6 Credits/Payments:		6c	10,000.
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6d		
b Exempt foreign organizations - tax withheld at source	7	30,256.	
c Tax paid with application for extension of time to file (Form 8868)	8		
d Backup withholding erroneously withheld	9		
7 Total credits and payments. Add lines 6a through 6d	10	10,198.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	11	0.	
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax <input checked="" type="checkbox"/> 10,198. Refunded <input type="checkbox"/>			

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. <input checked="" type="checkbox"/> \$ 0. (2) On foundation managers. <input checked="" type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. <input checked="" type="checkbox"/> \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input checked="" type="checkbox"/> AZ		
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

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► NONE	13	X	
14	The books are in care of ► JANE GARIGAN Telephone no. ► (520) 529-4850 Located at ► 4729 E. SUNRISE DR., PMB #501, TUCSON, AZ ZIP+4 ► 85718			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15	N/A	
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
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?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒

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

N/A

☐ Yes ☐ No

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

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

☐ Yes ☒ No

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

6b

X

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

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

☐ Yes ☒ No

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

N/A

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.

(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
JANE GARIGAN 4729 E. SUNRISE DRIVE PMB 501 TUCSON, AZ 85718	PRESIDENT/VP/TREASURER 0.50	0.	0.	0.
ERIN GARIGAN LIKES 4729 E. SUNRISE DRIVE PMB 501 TUCSON, AZ 85718	SECRETARY 0.50	0.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

0

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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
WELLS FARGO ADVISORS 4051 E. SUNRISE DR. #200, TUCSON, AZ 85718	INVESTMENT SERVICES	279,539.

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.

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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	15,801,848.
b	Average of monthly cash balances	1b	1,031,128.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	16,832,976.
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	16,832,976.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	252,495.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	16,580,481.
6	Minimum investment return. Enter 5% of line 5	6	829,024.

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	829,024.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	20,058.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	724.
c	Add lines 2a and 2b	2c	20,782.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	808,242.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	808,242.
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	808,242.

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	1,095,158.
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	1,095,158.
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	20,058.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	1,075,100.

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.

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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				808,242.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			311,437.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 1,095,158.				
a Applied to 2013, but not more than line 2a			311,437.	
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				783,721.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				24,521.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

N/A

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

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year				
ACT ONE 5080 N. 40TH STREET, SUITE 245 PHOENIX, AZ 85018	UNRELATED	PC	PROGRAM SUPPORT	30,000.
ALZHEIMERS ASSOCIATION OF ARIZONA 1159 N. CRAYCROFT ROAD TUCSON, AZ 85712	UNRELATED	PC	PROGRAM SUPPORT	10,000.
BOYS & GIRLS CLUB PO BOX 40217 TUCSON, AZ 85717	UNRELATED	PC	PROGRAM SUPPORT	51,000.
CASA DE LOS NINOS 1101 N. 4TH AVENUE TUCSON, AZ 85715	UNRELATED	PC	PROGRAM SUPPORT	25,000.
CATHOLIC COMMUNITY SERVICES 140 W. SPEEDWAY, SUITE 100 TUCSON, AZ 85705	UNRELATED	PC	PROGRAM SUPPORT	40,000.
Total	SEE CONTINUATION SHEET(S)			1,092,700.
b Approved for future payment				
NONE				
Total				0.

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

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

**Sign
Here**

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

Signature of officer or trustee

Date _____

Title

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

☒ Yes ☐ No

Print/Type preparer's name

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

**Paid
Preparer
Use Only**

KELLY L. MELTZER

Firm's name ► BEACHFLEISCHMAN PC

10-20-15

P00633511

Firm's address ► 1985 E. RIVER ROAD, SUITE 201
TUCSON, AZ 85718-7176

Firm's EIN ► 86-0683059

Phone no. 520-321-4600

Form **990-PF** (2014)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and
its instructions is at www.irs.gov/form990.

OMB No 1545-0047

2014

Name of the organization

WILLIAM AND MARY ROSS FOUNDATION

Employer identification number

86-0891827

Organization type (check one).

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundationCheck if your organization is covered by the **General Rule** or a **Special Rule**.**Note.** Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule. See instructions.**General Rule**

- ☒ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling \$5,000 or more (in money or property) from any one contributor. Complete Parts I and II. See instructions for determining a contributor's total contributions.

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of (1) \$5,000 or (2) 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1. Complete Parts I and II.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals. Complete Parts I, II, and III.
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc., purposes, but no such contributions totaled more than \$1,000. If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc., contributions totaling \$5,000 or more during the year. ▶ \$ _____

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990-PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization	Employer identification number
WILLIAM AND MARY ROSS FOUNDATION	86-0891827

Part I Contributors (see instructions). Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MARY JUNE ROSS CHARITABLE REMAINDER UNITRUST 1221 MCKINNEY STREET, #3800 HOUSTON, TX 77010	\$ 754,434.	Person <input checked="" type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)
		\$	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II for noncash contributions.)

Employer identification number

86-0891827

Part II Noncash Property (see instructions) Use duplicate copies of Part II if additional space is needed.

[illegible]

Name of organization

Employer identification number

WILLIAM AND MARY ROSS FOUNDATION**86-0891827****Part III**

Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year (Enter this info once) ► \$

Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee
	(e) Transfer of gift		
	Transferee's name, address, and ZIP + 4		Relationship of transferor to transferee

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PUBLICLY TRADED SECURITIES			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
62,288,535.	60,373,007.	0.	0.	1,915,528.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
PLAINS ALL AMERICAN PIPELINE K1			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	8.	

(A) DESCRIPTION OF PROPERTY			MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
ENERGY TRANSFERS PARTNERS K1			PURCHASED		
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS	
0.	0.	0.	0.	742.	

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE		(C) COST OR OTHER BASIS		(D) EXPENSE OF SALE		(E) DEPREC.		(F) GAIN OR LOSS	
OAKTREE CAPITAL GROUP K1	0.		0.		0.		0.		87.	
CAPITAL GAINS DIVIDENDS FROM PART IV									275.	
TOTAL TO FORM 990-PF, PART I, LINE 6A									1,916,640.	

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	(A) REVENUE PER BOOKS		(B) NET INVESTMENT INCOME		(C) ADJUSTED NET INCOME	
ENERGY TRANSFER PARTNERS K1	142.		142.			
ENTERPRISE PRODUCTS K1	2.		2.			
KINDER MORGAN ENERGY PARTNERS K1	7.		7.			
MAGELLAN MIDSTREAM PARTNERS K1	1.		1.			
NUSTART ENERGY K1	21.		21.			
OAKTREE CAPITAL GROUP K1	115.		115.			
PLAINS ALL AMERICAN PIPELINE K1	6.		6.			
REGENCY ENERGY PARTNERS K1	2.		2.			
WELLS FARGO	2,659.		2,659.			
WILLIAMS PARTNERS K1	1.		1.			
TOTAL TO PART I, LINE 3	2,956.		2,956.			

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES				STATEMENT	3
SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
ENERGY TRANSFER PARTNERS K1	172.	0.	172.	172.		
KINDER MORGAN ENERGY PARTNERS K1	7.	0.	7.	7.		
OAKTREE CAPITAL GROUP K1	86.	0.	86.	86.		
PLAINS ALL AMERICAN PIPELINE K1	2.	0.	2.	2.		
WELLS FARGO	305,574.	275.	305,299.	305,299.		
TO PART I, LINE 4	305,841.	275.	305,566.	305,566.		

FORM 990-PF	OTHER INCOME		STATEMENT	4
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
MAGELLAN MIDSTREAM PARTNERS K1	-310.	0.		
ENTERPRISE PRODUCTS PARTNERS K1	-2,246.	-257.		
WILLIAMS PARTNERS K1	-1,807.	-15.		
TARGA RESOURCES PARTNERS K1	-1,618.	0.		
REGENCY ENERGY PARTNERS K1	-2,496.	-4.		
PLAINS ALL AMERICAN PIPELINE K1	-973.	3.		
NUSTAR ENERGY K1	-541.	2.		
ENERGY TRANSFER PARTNERS K1	-489.	-40.		
KINDER MORGAN ENERGY PARTNERS K1	-206.	108.		
OAKTREE CAPITAL GROUP K1	12.	12.		
TOTAL TO FORM 990-PF, PART I, LINE 11	-10,674.	-191.		

FORM 990-PF	ACCOUNTING FEES			STATEMENT	5
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
ACCOUNTING FEES	4,065.	2,032.		2,033.	
TO FORM 990-PF, PG 1, LN 16B	4,065.	2,032.		2,033.	

FORM 990-PF	OTHER PROFESSIONAL FEES			STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
INVESTMENT ADVISORY FEES	279,539.	279,539.		0.	
TO FORM 990-PF, PG 1, LN 16C	279,539.	279,539.		0.	

FORM 990-PF	TAXES			STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FOREIGN TAXES	17,536.	17,536.		0.	
TO FORM 990-PF, PG 1, LN 18	17,536.	17,536.		0.	

FORM 990-PF	OTHER EXPENSES			STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
POST OFFICE BOX	415.	0.		415.	
CORPORATE FEES	10.	0.		10.	
INVESTMENT SUBSCRIPTIONS	1,190.	1,190.		0.	
INVESTMENT EXPENSES FROM WILLIAMS PARTNERS	1.	1.		0.	
INVESTMENT EXPENSES FROM REGENCY ENERGY PARTNERS	3.	3.		0.	

INVESTMENT EXPENSES FROM PLAINS ALL AMERICAN PIPELINE	6.	6.	0.
INVESTMENT EXPENSES FROM NUSTAR ENERGY	4.	4.	0.
INVESTMENT EXPENSES FROM ENERGY TRANSFER PARTNERS	71.	71.	0.
INVESTMENT EXPENSES FROM KINDER MORGAN ENERGY PARTNERS	107.	107.	0.
INVESTMENT EXPENSES FROM OAKTREE CAPITAL GROUP	12.	12.	0.
TO FORM 990-PF, PG 1, LN 23	1,819.	1,394.	425.

FORM 990-PF	CORPORATE STOCK	STATEMENT	9
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
WELLS FARGO - SEE ATTACHED	16,632,991.	16,519,028.
TOTAL TO FORM 990-PF, PART II, LINE 10B	16,632,991.	16,519,028.

FORM 990-PF	OTHER ASSETS	STATEMENT	10
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DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
DIVIDENDS IN TRANSIT	8,042.	9,739.	9,739.
TO FORM 990-PF, PART II, LINE 15	8,042.	9,739.	9,739.

**WILLIAM AND MARY ROSS
FOUNDATION, INC.**

DECEMBER 1, 2014 - DECEMBER 31, 2014
ACCOUNT NUMBER: 6682-0657

Stocks, options & ETFs

Stocks and ETFs

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TR EMERGING ET MARKETS ALPHADEX FUND FEM									
Acquired 03/03/14 S		299	23.46	7,017.29		6,446.44	-570.85		
Acquired 04/28/14 S		4,097	23.70	97,121.43		88,331.32	-8,790.11		
Acquired 07/18/14 S		26,114	25.84	674,785.76		563,017.84	-111,767.92		
Acquired 08/07/14 S		8,839	25.20	222,827.65		190,568.84	-32,258.81		
Acquired 11/03/14 S		31,836	23.76	756,690.78		686,384.16	-70,306.62		
Acquired 12/02/14 S		2,470	23.01	56,834.70		53,253.20	-3,581.50		

WILLIAM AND MARY ROSS
FOUNDATION, INC.DECEMBER 1, 2014 - DECEMBER 31, 2014
ACCOUNT NUMBER: 6682-0657Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 12/08/14 S		2,246	22.50	50,548.70		48,423.76	-2,124.94		
Total	9.70	75,901	\$24.58	\$1,865,826.31	21.5600	\$1,636,425.56	-\$229,400.75	\$46,603.21	2.85
FIRST TR ENHANCED ET									
SHORT MATURITY									
FTSM									
Acquired 11/03/14 S		3,239	60.07	194,583.96		193,951.32	-632.64		
Acquired 12/02/14 S		4,260	60.05	255,854.75		255,088.80	-765.95		
Total	2.66	7,499	\$60.07	\$450,438.71	59.8800	\$449,040.12	-\$1,398.59	\$1,694.77	0.38
FIRST TR EXCHANGE ET									
TRADED ALPHADEX FD II									
EUROZONE ALPHADEX ETF									
FEUZ									
Acquired 12/01/14 S		50,470	32.61	1,646,169.90		1,549,429.00	-96,740.90		
Acquired 12/02/14 S		3,249	32.63	106,014.87		99,744.30	-6,270.57		
Acquired 12/29/14 S		1,519	31.36	47,637.51		46,633.30	-1,004.21		
Total	10.05	55,238	\$32.58	\$1,799,822.28	30.7000	\$1,695,806.60	-\$104,015.68	N/A	N/A
FIRST TRUST ET									
FINANCIAL ALPHADEX FUND									
FXO									
Acquired 12/08/14 S		25,643	23.50	602,772.04		596,712.61	-6,059.43		
Acquired 12/09/14 S		26,126	23.34	610,010.75		607,952.02	-2,058.73		
Total	7.14	51,769	\$23.43	\$1,212,782.79	23.2700	\$1,204,664.63	-\$8,118.16	\$18,481.53	1.53
FIRST TRUST ET									
UTILITIES ALPHADEX FUND									
FXU									
Acquired 12/29/14 S		18,498	25.69	475,333.86		460,230.24	-15,103.62		
Acquired 12/30/14 S		21,872	25.40	555,666.91		544,175.36	-11,491.55		
Acquired 12/31/14 S		8,046	25.36	204,108.51		200,184.48	-3,924.03		
Total	7.14	48,416	\$25.51	\$1,235,109.28	24.8800	\$1,204,590.08	-\$30,519.20	\$25,708.89	2.13
FIRST TRUST CONSUMERETF									
DISCRETIONARY ALPHADEX									
FUND									
FXD									
Acquired 12/29/14 S		20,117	36.00	724,260.28		720,188.60	-4,071.68		
Acquired 12/30/14 S		13,858	35.98	498,680.13		496,116.40	-2,563.73		
Total	7.21	33,975	\$36.00	\$1,222,940.41	35.8000	\$1,216,305.00	-\$6,635.41	\$6,353.32	0.52

**WILLIAM AND MARY ROSS
FOUNDATION, INC.**

DECEMBER 1, 2014 - DECEMBER 31, 2014
ACCOUNT NUMBER 6682-0657

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
FIRST TRUST CONSUMER ET									
STAPLES ALPHADEX FUND									
FXG									
Acquired 08/11/14 S		7,571	38.14	288,778.37		322,297.47	33,519.10		
Acquired 09/29/14 S		2,370	38.90	92,199.16		100,890.90	8,691.74		
Acquired 10/13/14 S		2,963	38.75	114,830.47		126,134.91	11,304.44		
Acquired 10/20/14 S		12,660	38.64	489,268.49		538,936.20	49,667.71		
Acquired 12/02/14 S		2,385	42.32	100,948.94		101,529.45	580.51		
Total	7.05	27,949	\$38.86	\$1,086,025.43	42.5700	\$1,189,788.93	\$103,763.50	\$14,757.07	1.24
FIRST TRUST S&P REIT ET									
INDEX FUND									
FRI									
Acquired 11/03/14 S		36,414	21.71	790,864.74		810,939.78	20,075.04		
Acquired 12/02/14 S		2,439	22.08	53,853.36		54,316.53	463.17		
Total	5.13	38,853	\$21.74	\$844,718.10	22.2700	\$865,256.31	\$20,538.21	\$17,872.38	2.07
FIRST TRUST TECHNOLOGY ET									
ALPHADEX FUND									
FXL									
Acquired 07/28/14 S		2,797	32.41	90,664.19		96,524.47	5,860.28		
Acquired 08/07/14 S		4,705	31.51	148,289.84		162,369.55	14,079.71		
Acquired 09/29/14 S		2,654	32.45	86,136.37		91,589.54	5,453.17		
Acquired 10/13/14 S		4,803	29.54	141,888.30		165,751.53	23,863.23		
Acquired 10/20/14 S		17,282	30.12	520,587.41		596,401.82	75,814.41		
Acquired 12/02/14 S		2,367	34.19	80,936.01		81,685.17	749.16		
Total	7.08	34,608	\$30.87	\$1,068,502.12	34.5100	\$1,194,322.08	\$125,819.96	\$7,544.54	0.63
ISHARES CORE S&P 500 ET									
S&P 500 INDEX FD									
IVV									
Acquired 12/29/14 S		4,026	210.19	846,255.14		832,858.62	-13,396.52		
Acquired 12/30/14 S		1	209.31	209.31		206.87	-2.44		
Total	4.94	4,027	\$210.20	\$846,464.45	206.8700	\$833,065.49	-\$13,398.96	\$15,234.14	1.83
ISHARES MBS ET									
MBB									
Acquired 04/28/14 S		929	106.74	99,168.05		101,558.28	2,390.23		
Acquired 07/18/14 S		3,681	107.85	397,003.58		402,406.92	5,403.34		
Acquired 07/28/14 S		1,217	107.92	131,348.50		133,042.44	1,693.94		
Acquired 08/07/14 S		1,380	108.00	149,041.38		150,861.60	1,820.22		
Acquired 09/29/14 S		1,407	108.22	152,279.47		153,813.24	1,533.77		



WILLIAM AND MARY ROSS
FOUNDATION, INC.

DECEMBER 1, 2014 - DECEMBER 31, 2014
ACCOUNT NUMBER: 6682-0657

Stocks, options & ETFs
Stocks and ETFs continued

DESCRIPTION	% OF ACCOUNT	QUANTITY	ADJ PRICE/ ORIG PRICE	ADJ COST/ ORIG COST	CURRENT PRICE	CURRENT MARKET VALUE	UNREALIZED GAIN/LOSS	ESTIMATED	
								ANNUAL INCOME	ANNUAL YIELD (%)
Acquired 12/02/14 S		405	109.37	44,294.85		44,274.60	-20.25		
Total	5.85	9,019	\$107.90	\$973,135.83	109.3200	\$985,957.08	\$12,821.25	\$16,964.73	1.72
PIMCO ETF TRUST ET ENHANCED SHORT MATURITY ACTIVE EXCH-TRADED FUND MINT									
Acquired 12/01/14 S		18,325	101.30	1,856,322.50		1,851,924.50	-4,398.00		
Acquired 12/02/14 S		1,187	101.29	120,231.23		119,958.22	-273.01		
Acquired 12/08/14 S		367	101.29	37,173.43		37,089.02	-84.41		
Acquired 12/29/14 S		10,157	101.09	1,026,871.68		1,026,466.42	-405.26		
Total	18.00	30,036	\$101.23	\$3,040,598.84	101.0600	\$3,035,438.16	-\$5,160.68	\$21,535.81	0.71
PIMCO TRUST ET 7-15YR US TREAS INDEX FD TENZ									
Acquired 02/03/14 S		1,140	82.72	94,300.80		97,584.00	3,283.20		
Acquired 07/18/14 S		4,748	83.77	397,769.87		406,428.80	8,658.93		
Acquired 07/28/14 S		1,546	83.72	129,442.72		132,337.60	2,894.88		
Acquired 08/07/14 S		1,804	83.96	151,469.07		154,422.40	2,953.33		
Acquired 09/29/14 S		1,936	83.70	162,043.20		165,721.60	3,678.40		
Acquired 12/08/14 S		606	85.15	51,600.90		51,873.60	272.70		
Total	5.98	11,780	\$83.75	\$986,626.56	85.6000	\$1,008,368.00	\$21,741.44	\$20,768.14	2.06
Total Stocks and ETFs	97.94			\$16,632,991.11		\$16,519,028.04	-\$113,963.07	\$213,518.53	1.29
Total Stocks, options & ETFs	97.94			\$16,632,991.11		\$16,519,028.04	-\$113,963.07	\$213,518.53	1.29

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
COMMUNITY FOOD BANK FOR SOUTHERN ARIZONA 3003 S. COUNTRY CLUB ROAD, SUITE 121 TUCSON, AZ 85713	UNRELATED	PC	PROGRAM SUPPORT	60,000.
COMMUNITY FOUNDATION OF SOUTHERN ARIZONA 2250 E. BROADWAY BLVD. TUCSON, AZ 85709	UNRELATED	PC	PROGRAM SUPPORT	5,000.
CONQUISTADORES YOUTH GOLF FUND 6450 E. BROADWAY BLVD. TUCSON, AZ 85710	UNRELATED	PC	PROGRAM SUPPORT	10,000.
DIAPER BANK OF SOUTHERN ARIZONA 4500 E. SPEEDWAY BLVD. #75 TUCSON, AZ 85712	UNRELATED	PC	PROGRAM SUPPORT	20,000.
EMERGE! CENTER AGAINST DOMESTIC ABUSE 2545 E. ADAMS STREET TUCSON, AZ 85716	UNRELATED	PC	PROGRAM SUPPORT	40,000.
GOSPEL RESCUE MISSION 707 W. MIRACLE MILE TUCSON, AZ 85705	UNRELATED	PC	PROGRAM SUPPORT	30,000.
EDUCATIONAL ENRICHMENT FOUNDATION 3809 EAST THIRD STREET TUCSON, AZ 85716	UNRELATED	PC	PROGRAM SUPPORT	5,000.
LINKAGES 1651 W. GRANT ROAD TUCSON, AZ 85705	UNRELATED	PC	PROGRAM SUPPORT	25,000.
LOU'S LADS FOUNDATION 30 SMERIDIAN ST., SUITE 600 INDIANAPOLIS, IN 46204	UNRELATED	PC	PROGRAM SUPPORT	50,000.
NEW BEGINNINGS 2590 N. ALVERNON WAY TUCSON, AZ 85712	UNRELATED	PC	PROGRAM SUPPORT	15,000.
Total from continuation sheets				936,700.

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
NO KID HUNGRY 1030 15TH STREET, NW, SUITE 1100 W WASHINGTON, DC 20005	UNRELATED	PC	PROGRAM SUPPORT	25,000.
QUILT FOR A CAUSE 5083 N. PINNACLE COVE DRIVE TUCSON, AZ 85749	UNRELATED	PC	PROGRAM SUPPORT	10,000.
RICKI RARICK JUNIOR GOLF (SOUTHWEST SECTION PGA FOUNDATION) 600 S. ALVERNON WAY TUCSON, AZ 85711	UNRELATED	POF	PROGRAM SUPPORT	5,000.
SAAVI 3767 E. GRANT ROAD TUCSON, AZ 85716	UNRELATED	PC	PROGRAM SUPPORT	2,500.
SALPOINTE CATHOLIC HIGH SCHOOL 1545 E. COPPER STREET TUCSON, AZ 85749	UNRELATED	PC	PROGRAM SUPPORT	10,000.
SALVATION ARMY - TUCSON 1001 N. RICHEY BLVD TUCSON, AZ 85716	UNRELATED	PC	PROGRAM SUPPORT	100,000.
SEND A KID TO CAMP PO BOX 16141 TUCSON, AZ 85732	UNRELATED	PC	PROGRAM SUPPORT	25,000.
SPECIAL OLYMPICS OF ARIZONA 2100 S. 75TH AVENUE PHOENIX, AZ 85043	UNRELATED	PC	PROGRAM SUPPORT	5,000.
ST. THOMAS THE APOSTLE 5150 N. VALLEY VIEW ROAD TUCSON, AZ 85718	UNRELATED	PC	PROGRAM SUPPORT	20,000.
STEVEN M. GOOTTER FOUNDATION PO BOX 64583 TUCSON, AZ 85728	UNRELATED	PC	PROGRAM SUPPORT	10,000.
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
TEXAS CHRISTIAN UNIVERSITY 3500 BELLAIRE DRIVE NORTH FT. WORTH, TX 76129	UNRELATED	PC	PROGRAM SUPPORT	25,000.
THE CENTURIONS 120 N. TUCSON BLVD. TUCSON, AZ 85716	UNRELATED	PC	PROGRAM SUPPORT	3,000.
THE RISE SCHOOL OF DENVER 4901 E. EASTMAN AVENUE DENVER, CO 80222	UNRELATED	PC	PROGRAM SUPPORT	120,000.
VAIL SCHOOLS EDUCATION FOUNDATION PO BOX 622 VAIL, AZ 85641	UNRELATED	PC	PROGRAM SUPPORT	1,000.
TMC FOUNDATION 5301 E. GRANT ROAD TUCSON, AZ 85712	UNRELATED	PC	PROGRAM SUPPORT	25,000.
TOYS FOR TOTS 3655 S. WILMOT ROAD TUCSON, AZ 85730	UNRELATED	PC	PROGRAM SUPPORT	10,000.
TUCSON BOTANICAL GARDENS 2150 N. ALVERNON WAY TUCSON, AZ 85712	UNRELATED	PC	PROGRAM SUPPORT	25,000.
TUCSON FESTIVAL OF BOOKS 1209 E. UNIVERSITY TUCSON, AZ 85721	UNRELATED	PC	PROGRAM SUPPORT	25,000.
TUCSON LADIES COUNCIL 6460 E. GRANT ROAD #32677 TUCSON, AZ 85751	UNRELATED	PC	PROGRAM SUPPORT	15,000.
TUCSON SYMPHONY ORCHESTRA 2175 N. 6TH AVENUE TUCSON, AZ 85705	UNRELATED	PC	PROGRAM SUPPORT	200.
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
UNIVERSITY OF ARIZONA ADAPTIVE ATHLETICS 1224 E. LOWELL STREET TUCSON, AZ 85721	UNRELATED	PC	PROGRAM SUPPORT	50,000.
UNIVERSITY OF ARIZONA FOUNDATION 1111 N. CHERRY, PO BOX 20109 TUCSON, AZ 85721	UNRELATED	PC	PROGRAM SUPPORT	150,000.
UNIVERSITY OF ARIZONA - COLLEGE OF AGRICULTURE PO BOX 21003, ROOM 235 TUCSON, AZ 85721	UNRELATED	GOV	PROGRAM SUPPORT	5,000.
U OF A FOUNDATION / JIM HIMELIC FUND PO BOX 210109 TUCSON, AZ 85721	UNRELATED	PC	PROGRAM SUPPORT	10,000.
Total from continuation sheets				