Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , and ending

Name of foundation: STANLEY SMITH HORTICULTURAL TRUST

A Employer identification number: 94-6209165

Number and street (or P O box number if mail is not delivered to street address): 770 TAMALPAIS DRIVE — Room/suite: 309

B Telephone number: (415) 332-0166

City or town, state or province, country, and ZIP or foreign postal code: CORTE MADERA, CA 94925

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (*from Part II, col (c), line 16*) ▶$ 17,407,154.

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

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

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

		(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			N/A	
	2 Check ▶ ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	60.	60.		STATEMENT 1
	4 Dividends and interest from securities	474,881.	474,881.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	1,187,308.			
	b Gross sales price for all assets on line 6a 5,107,614.				
	7 Capital gain net income (from Part IV, line 2)		1,187,308.		
	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	72,636.	783.		STATEMENT 3
	12 **Total** Add lines 1 through 11	1,734,885.	1,663,032.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	23,671.	11,835.		11,836.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 4	2,582.	1,291.		1,291.
	b Accounting fees STMT 5	24,004.	12,002.		12,002.
	c Other professional fees STMT 6	190,147.	113,102.		77,045.
	17 Interest				
	18 Taxes STMT 7	30,589.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	7,093.	3,285.		3,808.
	22 Printing and publications				
	23 Other expenses STMT 8	4,954.	4,250.		704.
	24 **Total operating and administrative expenses** Add lines 13 through 23	283,040.	145,765.		106,686.
	25 Contributions, gifts, grants paid	701,305.			701,305.
	26 **Total expenses and disbursements.** Add lines 24 and 25	984,345.	145,765.		807,991.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	750,540.			
	b **Net investment income** (if negative, enter -0-)		1,517,267.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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14381110 758582 SMITH7 2014.05000 STANLEY SMITH HORTICULTURAL SMITH7_1

Part II Balance Sheets (Attached schedules and amounts in the description column should be for end-of-year amounts only)		Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets 1	Cash - non-interest-bearing			
2	Savings and temporary cash investments	144,306.	403,778.	403,778.
3	Accounts receivable ▶ 31,920. Less: allowance for doubtful accounts ▶	26,668.	31,920.	31,920.
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	3,270.		
10a	Investments - U.S. and state government obligations			
b	Investments - corporate stock STMT 10	11,810,308.	12,626,206.	14,543,877.
c	Investments - corporate bonds STMT 11	2,482,554.	2,176,362.	2,055,449.
11	Investments - land, buildings, and equipment basis ▶ Less accumulated depreciation ▶			
12	Investments - mortgage loans			
13	Investments - other STMT 12	192,086.	192,424.	372,130.
14	Land, buildings, and equipment: basis ▶ Less accumulated depreciation ▶			
15	Other assets (describe ▶)			
16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	14,659,192.	15,430,690.	17,407,154.
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)	25,575.	46,533.	
23	**Total liabilities** (add lines 17 through 22)	25,575.	46,533.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31			
27	Capital stock, trust principal, or current funds	6,736,860.	6,736,860.	
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
29	Retained earnings, accumulated income, endowment, or other funds	7,896,757.	8,647,297.	
30	**Total net assets or fund balances**	14,633,617.	15,384,157.	
31	**Total liabilities and net assets/fund balances**	14,659,192.	15,430,690.	

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	14,633,617.
2	Enter amount from Part I, line 27a	2	750,540.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	15,384,157.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,384,157.

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	5,107,614.		3,920,306.	1,187,308.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				1,187,308.

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	1,187,308.
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	708,503.	16,069,102.	.044091
2012	786,961.	15,083,100.	.052175
2011	782,958.	15,856,230.	.049379
2010	463,750.	11,241,903.	.041252
2009	668,455.	9,064,602.	.073743

2 **Total** of line 1, column (d)	2	.260640
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	.052128
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	17,610,308.
5 Multiply line 4 by line 3	5	917,990.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	15,173.
7 Add lines 5 and 6	7	933,163.
8 Enter qualifying distributions from Part XII, line 4	8	807,991.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ______ (attach copy of letter if necessary-see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b		1	30,345.
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	30,345.
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	30,345.
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a 10,648.		
b	Exempt foreign organizations - tax withheld at source	6b		
c	Tax paid with application for extension of time to file (Form 8868)	6c 20,000.		
d	Backup withholding erroneously withheld	6d		
7	Total credits and payments. Add lines 6a through 6d		7	30,648.
8	Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	2.
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	301.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶	301. **Refunded** ▶	11	0.

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶ WWW.ADMINITRUSTLLC.COM

14 The books are in care of ▶ RUTH COLLINS Telephone no. ▶ 415 332-0166

Located at ▶ 770 TAMALPAIS DRIVE SUITE 309, CORTE MADERA, CA ZIP+4 ▶ 94925

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

		Line	Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1). If "Yes," enter the name of the foreign country ▶			

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

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

			Line	Yes	No
1a	During the year did the foundation (either directly or indirectly):				
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	☒ Yes ☐ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	☒ Yes ☐ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	☐ Yes ☒ No			
b	If any answer is "Yes" to 1a(1)-(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?		1b		X
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		1c		X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):				
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ____, ____, ____, ____				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ____, ____, ____, ____				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969; **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*	N/A	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

			Yes	No
5a During the year did the foundation pay or incur any amount to:				
(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?	☐ Yes ☒ No			
(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive?	☐ Yes ☒ No			
(3) Provide a grant to an individual for travel, study, or other similar purposes?	☐ Yes ☒ No			
(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)	☒ Yes ☐ No			
(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?	☐ Yes ☒ No			
b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?		5b	X	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?	☒ Yes ☐ No			
If "Yes," attach the statement required by Regulations section 53.4945-5(d).				
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No			
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b		X
If "Yes" to 6b, file Form 8870				
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No			
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	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
SEE STATEMENT 14		23,671.	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

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
RELEVANT WEALTH ADVISORS - 2 BELVEDERE PLACE, SUITE 350, MILL VALLEY, CA 94941	INVESTMENT MANAGER	107,102.
THOMAS F. DANIEL - CA ACADEMY OF SCIENCES,55 MUSIC CONCOURSE DR, SF, CA 94118	CONSULTANT	53,045.

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	17,236,964.
b	Average of monthly cash balances			1b	641,521.
c	Fair market value of all other assets			1c	
d	**Total** (add lines 1a, b, and c)			1d	17,878,485.
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	17,878,485.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	268,177.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4			5	17,610,308.
6	**Minimum investment return.** Enter 5% of line 5			6	880,515.

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	880,515.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	30,345.		
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	59.		
c	Add lines 2a and 2b			2c	30,404.
3	Distributable amount before adjustments. Subtract line 2c from line 1			3	850,111.
4	Recoveries of amounts treated as qualifying distributions			4	13,608.
5	Add lines 3 and 4			5	863,719.
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	863,719.

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	807,991.
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	807,991.
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	807,991.

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				863,719.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			783,324.	
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: ▶ $ 807,991.				
a Applied to 2013, but not more than line 2a			783,324.	
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				24,667.
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				839,052.
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)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
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).)

NONE

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

NONE

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

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

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

SEE STATEMENT 15

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

c Any submission deadlines:

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE ATTACHED LISTING		PC		701,305.
Total			▶ 3a	701,305.
b *Approved for future payment* NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	60.	
4 Dividends and interest from securities			14	468,412.	6,469.
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			18	57,246.	13,608.
8 Gain or (loss) from sales of assets other than inventory			18	1,187,308.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a BLACKSTONE GROUP LP	900000	1,782.			
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		1,782.		1,713,026.	20,077.

13 Total. Add line 12, columns (b), (d), and (e) 13 1,734,885.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes).

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

		Yes	No
1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a Transfers from the reporting foundation to a noncharitable exempt organization of:			
(1) Cash	1a(1)		X
(2) Other assets	1a(2)		X
b Other transactions:			
(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
(3) Rental of facilities, equipment, or other assets	1b(3)		X
(4) Reimbursement arrangements	1b(4)		X
(5) Loans or loan guarantees	1b(5)		X
(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		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 ☒ 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: [signature] Date: 11/14/15 Title: TRUSTEE

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
DAVID C CUNEO	[signature]	NOV 10 2015		P00394891
Firm's name ▶ CALEGARI & MORRIS, ACCOUNTANTS			Firm's EIN ▶ 94-2186350	
Firm's address ▶ 123 MISSION STREET, 18TH FL SAN FRANCISCO, CA 94105			Phone no. (415) 981-8766	

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	RBC			
b	RBC - SECURITIES LITIGATION PROCEEDS			
c	ETFS PALLADIUM TR SH BEN INT			
d	SPDR GOLD TR GOLD SHS			
e	BLACKSTONE GROUP LP			
f	CAPITAL GAINS DIVIDENDS			
g				
h				
i				
j				
k				
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	5,082,123.		3,920,306.	1,161,817.
b	8,955.			8,955.
c	2,697.			2,697.
d	1,119.			1,119.
e	11,430.			11,430.
f	1,290.			1,290.
g				
h				
i				
j				
k				
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				1,161,817.
b				8,955.
c				2,697.
d				1,119.
e				11,430.
f				1,290.
g				
h				
i				
j				
k				
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	1,187,308.
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

423591
05-01-14

SECURITY POSITIONS REPORT
STANLEY SMITH HORTICULTURAL TRUST
#00206
December 31, 2014

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
US COMMON STOCK			
1,800	ACTAVIS PLC	259,218.00	463,338.00
3,300	AETNA INC	202,242.18	293,139.00
4,800	AMERICAN INTERNATIONAL GROUP	258,779.64	268,848.00
3,500	APPLE COMPUTER INC	177,557.02	386,330.00
18,000	BANK OF AMERICA	275,446.71	322,020.00
4,300	BE AEROSPACE INC	120,821.77	249,486.00
1,250	BLACKROCK INC	241,934.01	446,950.00
4,400	CAMERON INTL CORP	261,803 44	219,780.00
2,800	CELGENE CORP	206,146.84	313,208.00
5,100	CITIGROUP INC	225,029.42	275,961.00
4,400	COMCAST CORP CL A	182,047.28	255,244.00
3,200	DEVON ENERGY CORP	188,251.64	195,872.00
5,300	DOW CHEMICAL CO	186,622.89	241,733.00
5,750	EMC CORP	122,664.37	171,005 00
6,500	GENERAL MOTORS COMPANY	225,361.43	226,915 00
2,600	GILEAD SCIENCES INC	204,358 06	245,076.00
325	GOOGLE INC CL A	87,970.95	172,464.50
325	GOOGLE INC CL C	87,970.94	171,080.00
3,900	HALLIBURTON CO	204,842.70	153,387.00
6,100	HARTFORD FINANCIAL SERVICES GROUP INC	190,679.85	254,309 00
2,600	HONEYWELL INTERNATIONAL INC	150,706.40	259,792.00
6,000	INVESCO LTD	206,156.40	237,120.00
2,150	KLX INC	46,071.12	88,687.50
6,500	MORGAN STANLEY	202,149.75	252,200.00
7,900	MYLAN NV	149,328.99	445,323.00
1,100	PRECISION CASTPARTS CORP	267,061.55	264,968.00
2,700	SCHLUMBERGER LTD	207,583 34	230,607.00
11,500	STEEL DYNAMICS INC	210,054 40	227,010 00
2,400	UNITED RENTALS INC	207,586.09	244,824 00
2,300	UNITED TECHNOLOGIES CORP	67,618.29	264,500.00
		5,624,065 47	7,841,177 00
INTERNATIONAL EQUITIES			
20,400	ISHARES FTSE/XINHUA CHINA 25 FUND	811,347.73	849,048 00
24,500	ISHARES MSCI CANADA	673,532.90	707,070.00
18,200	ISHARES MSCI EMERGING MARKETS FUND	776,553.64	715,078 00
2,800	LYONDELLBASELL INDUSTRIES NV	188,025.56	222,292 00
19,950	SPDR EURO STOXX 50 ETF FUND	746,353.10	735,357.00
		3,195,812.94	3,228,845 00
COMMODITIES			
5,700	ETFS PHYSICAL PALLADIUM SHARES	360,663.09	441,693 00
8,000	MARKET VECTORS GOLD MINERS	417,060.88	147,040.00
2,300	SPDR GOLD TRUST	350,772.68	261,234.00
		1,128,496.65	849,967.00
BOND FUNDS - ETF			
6,000	ISHARES IBOXX HIGH YIELD CORP BOND FUND	542,899.97	537,600 00

SECURITY POSITIONS REPORT
STANLEY SMITH HORTICULTURAL TRUST
#00206
December 31, 2014

Reporting Currency: US Dollar

Quantity	Security	Total Cost	Market Value
22,500	POWERSHARES SENIOR LOAN PORTFOLIO BOND FD	559,347.35	540,675.00
		1,102,247.32	1,078,275.00
	INTERNATIONAL BOND FUNDS		
3,050	ISHARES JP MORGAN USD EMERGING MKT BD FUND	357,487.83	334,615.50
22,445	MFS SER TR X EMERGING MKT DEBT FUND CL I	357,000.00	325,683 29
39,314	TCW FDS INC EMERGING MARKETS INCOME FD	359,626.07	316,874.85
		1,074,113.90	977,173.64
	INCOME INVESTMENTS		
18,050	ALERIAN MLP ETF	270,688.85	316,236 00
16,500	BLACKSTONE MORTGAGE TRUST - CL A	479,387.40	480,810 00
6,750	JP MORGAN ALERIAN MLP INDEX	278,201.93	310,162 50
44,500	PROSPECT CAPITAL CORPORATION	486,202.02	367,570 00
		1,514,480.19	1,474,778.50
	MUTUAL FUNDS		
54,724	DOUBLELINE TOTAL RETURN BOND FUND-I	618,090.69	600,321.97
45,087	PIMCO INCOME FUND - INSTITUTIONAL	553,673.50	555,927.86
		1,171,764.18	1,156,249.84
	CALLS		
-18	CALL ACTAVIS PLC $295 EXP 1/17/15	-2,184.34	-1,530 00
-28	CALL CELGENE CORP $125 EXP 1/17/15	-2,239.23	-1,008 00
-204	CALL ISHARES FTSE/XINHUA CHINA $45 1/17/15	-2,577.90	-2,652.00
-65	CALL MORGAN STANLEY $42 EXP 2/20/15	-1,412.13	-1,950.00
		-8,413.60	-7,140.00

CORPORATE STOCK	12,626,206	14,543,877
CORPORATE BONDS	1,102,248	1,078,275
INTERNATIONAL BONDS	1,074,114	977,174

RELEVANT
WEALTH ADVISORS

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2014

3a. Paid during the year

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount Paid in 2014
Adkins Arboretum Ltd Ridgely MD	N/A	PC	Promoting Ecologically Sound Alternatives	$10,000
Alaska Botanical Garden, Inc. Anchorage AK	N/A	PC	Collections Management System Upgrade	$19,000
Battery Conservancy Inc New York NY	N/A	PC	Internship Program	$20,000
Berkshire Garden Center Inc Stockbridge MA	N/A	PC	Plant Labeling Equipment Upgrade	$8,200
Botanical Garden Society of Northwest Michigan Inc Traverse City MI	N/A	PC	Horticulturist's Salary	$16,800
City of Kennesaw, Georgia Kennesaw GA	N/A	GOV	Smith-Gilbert Gardens Bonsai Exhibit	$5,000
Coastal Maine Botanical Gardens Inc Boothbay ME	N/A	PC	Horticulture Vehicle Fleet Enhancements	$20,000
Council on Foundations, Inc. Arlington VA	N/A	PC	2014 Membership Dues	$1,305
Delaware Center for Horticulture Inc Wilmington DE	N/A	PC	Public Garden Renovation	$10,000
Dixon Gallery and Gardens Memphis TN	N/A	PC	Purchase Equipment and Supplies	$19,700
Duke University Durham NC	N/A	PC	Metal Embosser for Collections Management	$14,425
Fairchild Tropical Botanic Garden Coral Gables FL	N/A	PC	Landscape Plants in South Florida	$20,000
Flora of North America Association Point Arena CA	N/A	PC	Artist Fees for Illustrations of Hort. Useful Plants	$17,600
Florida Press Educational Services Inc Saint Petersburg FL	N/A	PC	Ornamental Horticulture with Florida Natives	$20,000
Friends of Boone County Arboretum Inc Burlington KY	N/A	PC	Rain Garden Demonstration Area	$6,300
Friends of Laurelwood Arboretum Inc Wayne NJ	N/A	PC	Native Plant Demonstration Garden	$14,500
Friends of Mount Auburn Cemetery Cambridge MA	N/A	PC	Laser Engraver	$18,450
Friends of Vallarta Botanical Gardens AC Davis CA	N/A	PC	2015 Mexican Orchid Display	$12,000

* denotes expenditure responsibility grant

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2014

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount Paid in 2014
Ganna Walska Lotusland Santa Barbara CA	N/A	PC	Irrigation Water Supply Line Replacement	$20,000
Hesston College Fort Collins CO	N/A	PC	Interpretive Signage	$12,500
Indianapolis Museum of Art Indianapolis IN	N/A	PC	2015 Horticulture Symposium speakers' expenses	$4,000
John J Tyler Arboretum Media PA	N/A	PC	Historic Painter Plants Exhibit fencing and tree work	$13,400
Key West Botanical Garden Society Inc Key West FL	N/A	PC	Front Entrace Project	$10,000
Lewis Ginter Botanical Garden Inc Richmond VA	N/A	PC	IrisBG Database	$12,000
Lincoln Park Zoological Society Chicago IL	N/A	PC	plant label materials and printing	$7,850
Marie Selby Botanical Gardens Inc Sarasota FL	N/A	PC	Greenhouse Systems Updates	$19,700
Mendocino Coast Botanical Gardens Corporation Fort Bragg CA	N/A	PC	Entry Garden Improvements	$20,000
Millenium Park Inc Chicago IL	N/A	PC	Horticulture Internship at Lurie Garden	$12,200
Montgomery Botanical Center Inc Miami FL	N/A	POF (Expenditure Responsibility Grant)*	Mini Dump Truck	$12,900
Myriad Gardens Foundation Oklahoma City OK	N/A	PC	Entryway Prairie Garden Installation	$12,000
Naples Botanical Garden Inc Naples FL	N/A	PC	Native Orchid Collection at LaGrippe Garden	$11,500
New York Botanical Garden Bronx NY	N/A	PC	Implementation of the Garden Gazetteer	$20,000
North Carolina State University Raleigh NC	N/A	GOV	Rose Garden Education / JC Raulston Arboretum	$20,000
Oklahoma Centennial Botanical Garden Inc Tulsa OK	N/A	PC	Purchase of Greenhouse Equipment	$20,000
Pacific Horticulture Society Berkeley CA	N/A	PC	Online Archive of Pacific Horticulture	$14,500
Quarryhill Botanical Garden Glen Ellen CA	N/A	POF (Expenditure Responsibility Grant)*	Jansen House Garden Restoration	$11,300
Regents of the University of Michigan Ann Arbor MI	N/A	PC	Final Const. of Bonsai Garden, Excl Salaries	$13,500
Rochester Civic Garden Center Rochester NY	N/A	PC	Border Garden excluding benches and sundial	$11,000

* denotes expenditure responsibility grant

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF - Part XV Line 3 Grants and Contributions Paid During the Year and Approved for Future Payment
For Year Ended December 31, 2014

Recipient Name and address	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation Status of Recipient	Purpose of Grant or Contribution	Amount Paid in 2014
Royal Botanical Gardens Hamilton Ontario CANADA	N/A	NC (Foreign Public Charity Equivalent)	Propagation Facility Renovation	$15,000
Santa Fe Botanical Garden Santa Fe NM	N/A	PC	Production of Signature Plant Guide	$10,000
Sherman Foundation Newport Beach CA	N/A	PC	Orchid Display Wall and Interpretive Panel	$10,000
Sonnenberg Gardens Canandaigua NY	N/A	PC	Grand Trees Booklet and Signs	$3,500
St George Village Botanical Garden of St Croix Inc Frederiksted VI	N/A	PC	Director's Salary	$5,000
Texas Discovery Gardens Dallas TX	N/A	PC	Expansion of Native Butterfly Habitat	$10,000
Toledo Botanical Garden Board Inc Toledo OH	N/A	PC	Horticultural Internships	$19,200
Trustees of Reservations Beverly MA	N/A	PC	Cataloging/Mapping at Haskell Public Gardens	$20,000
Tulsa Garden Center Inc Tulsa OK	N/A	PC	Linnaeus Teaching Garden-Salary & Supplies	$15,000
University of Georgia Foundation Athens GA	N/A	PC	Computerized Records / Coastal GA Bot. Gardens	$4,800
University of Georgia Athens GA	N/A	GOV	Production Guidelines for Native Plants	$17,200
West Virginia Botanic Garden Inc Morgantown WV	N/A	PC	Equipping a Multi-Functional First Building	$19,975
Yew Dell Inc Crestwood KY	N/A	PC	Plant Labels and Equipment Upgrades	$20,000

Total . . . . ► *3a* *$701,305.00*

3b. Approved during the year for future payment

No grants that were approved in 2014 have future payments

* denotes expenditure responsibility grant

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2014

INFORMATION WITH RESPECT TO EXPENDITURE RESPONSIBILITY GRANTS

Grantee:

Montgomery Botanical Center Inc
11901 Old Cutler Road
Miami, FL 33156

Payments:

$17,700 paid on 11/22/2013

$17,700 Total

Purpose:

GPS hardware and software technology upgrades used in mapping and maintaining horticultural plants / plantings

Amount of Grant Spent by Grantee:

$17,700

Date of Report(s) Received from Grantee:

7/9/2014 Annual ER Report and Final Report

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Verification:

The foundation reviewed the Grant Report of 7/9/2014 but did not undertake any verification of the grantee's report as there has not been any reason to doubt its accuracy or reliability (Reg. 53.4945-5(c)).

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2014

Grantee:

Montgomery Botanical Center Inc
11901 Old Cutler Road
Miami, FL 33156

Payments:

$12,900 paid on 11/25/2014

$12,900 Total

Purpose:

To purchase a mini dump truck to transport plants, soil, tools, etc. to less accessible parts of their gardens

Amount of Grant Spent by Grantee:

$0

Date of Report(s) Received from Grantee:

No report was due or received this year. The first report will be due in 2015 and will be included in next year's return.

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

Stanley Smith Horticultural Trust
94-6209165
Form 990-PF
For Year Ended December 31, 2014

Grantee:

Quarryhill Botanical Garden
PO Box 232
Glen Ellen, CA 95442

Payments:

$11,300 paid on 11/25/2014

$11,300 Total

Purpose:

The Jansen House Garden Restoration project

Amount of Grant Spent by Grantee:

$0

Date of Report(s) Received from Grantee:

No report was due or received this year. The first report will be due in 2015 and will be included in next year's return.

Diversion:

To the knowledge of the foundation, and based on the information furnished by the grantee, no part has been used for other than its intended purpose.

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
MONEY MARKET AND CHECKING ACCOUNTS	60.	60.	
TOTAL TO PART I, LINE 3	60.	60.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
K-1 BLACKSTONE GROUP LP - DIVIDENDS	6,469.	0.	6,469.	6,469.	
K-1 BLACKSTONE GROUP LP - INTEREST	1,428.	0.	1,428.	1,428.	
RBC - DIVIDENDS	468,274.	1,290.	466,984.	466,984.	
TO PART I, LINE 4	476,171.	1,290.	474,881.	474,881.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
BLACKSTONE GROUP LP	783.	783.	
GRANTS RETURNED	13,608.	0.	
RBC - SALE OF OPTIONS	56,463.	0.	
BLACKSTONE GROUP LP	1,782.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	72,636.	783.	

FORM 990-PF LEGAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ADLER & COLVIN	2,582.	1,291.		1,291.
TO FM 990-PF, PG 1, LN 16A	2,582.	1,291.		1,291.

FORM 990-PF ACCOUNTING FEES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CALEGARI & MORRIS	5,574.	2,787.		2,787.
BURR PILGER MAYER	18,430.	9,215.		9,215.
TO FORM 990-PF, PG 1, LN 16B	24,004.	12,002.		12,002.

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
T F DANIEL	53,045.	0.		53,045.
ADMINITRUST LLC	30,000.	6,000.		24,000.
RELEVANT WEALTH ADVISORS	107,102.	107,102.		0.
TO FORM 990-PF, PG 1, LN 16C	190,147.	113,102.		77,045.

FORM 990-PF | TAXES | STATEMENT 7

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FEDERAL EXCISE TAX	30,345.	0.		0.
2013 FEDERAL EXCISE TAX	181.	0.		0.
FEDERAL UBI TAX	63.	0.		0.
TO FORM 990-PF, PG 1, LN 18	30,589.	0.		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
CA FRANCHISE TAX BOARD FILING FEE	85.	0.		85.
PRINTING AND REPRODUCTION	92.	0.		92.
BANK CHARGES	13.	13.		0.
GENERAL EXPENSE	527.	0.		527.
INVESTMENT EXPENSE	4,237.	4,237.		0.
TO FORM 990-PF, PG 1, LN 23	4,954.	4,250.		704.

FOOTNOTES | STATEMENT 9

2014 RELATED PARTY FOOTNOTE:

A TRUSTEE OWNS A COMPANY THAT
PROVIDES INVESTMENT MANAGEMENT SERVICES TO THE TRUST. THE INVESTMENT MANAGEMENT COMPANY WAS NOT PAID ANY COMMISSIONS (WHICH ARE INCLUDED IN THE PURCHASE AND SALES PRICE OF THE SECURITIES) IN 2014. THE COMPANY RECEIVED $107,102 IN FEES.

A TRUSTEE OWNS THE COMPANY THAT PROVIDES ADMINISTRATIVE SERVICES TO THE TRUST. THE COMPANY WAS PAID $30,000 IN 2014

A TRUSTEE SERVES AS THE GRANTS DIRECTOR FOR THE TRUST, RECEIVING $53,045 IN 2014.

THE PAYMENT OF COMPENSATION TO THESE DISQUALIFIED PERSONS FOR PERSONAL SERVICES IS REASONABLE AND NECESSARY IN CARRYING OUT THE EXEMPT PURPOSE OF THE PRIVATE FOUNDATION AND IS NOT CONSIDERED AN ACT OF SELF-DEALING.

FORM 990-PF CORPORATE STOCK STATEMENT 10

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	12,626,206.	14,543,877.
TOTAL TO FORM 990-PF, PART II, LINE 10B	12,626,206.	14,543,877.

FORM 990-PF CORPORATE BONDS STATEMENT 11

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS	1,102,248.	1,078,275.
INTERNATIONAL BONDS	1,074,114.	977,174.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,176,362.	2,055,449.

FORM 990-PF OTHER INVESTMENTS STATEMENT 12

DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
THE BLACKSTONE GROUP LP	COST	192,424.	372,130.
TOTAL TO FORM 990-PF, PART II, LINE 13		192,424.	372,130.

FORM 990-PF OTHER LIABILITIES STATEMENT 13

DESCRIPTION	BOY AMOUNT	EOY AMOUNT
PROFESSIONAL FEES PAYABLE	25,575.	26,773.
FEDERAL TAX PAYABLE	0.	19,760.
TOTAL TO FORM 990-PF, PART II, LINE 22	25,575.	46,533.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS TRUSTEES AND FOUNDATION MANAGERS STATEMENT 14

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
J.R. GIBBS 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
JOHN P. COLLINS, JR. 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	3,671.	0.	0.
RUTH M. COLLINS 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
BRUCE J. RAABE 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
THOMAS F. DANIEL 770 TAMALPAIS DRIVE SUITE 309 CORTE MADERA, CA 94925	TRUSTEE 1.00	5,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		23,671.	0.	0.

FORM 990-PF GRANT APPLICATION SUBMISSION INFORMATION STATEMENT 15
PART XV, LINES 2A THROUGH 2D

NAME AND ADDRESS OF PERSON TO WHOM APPLICATIONS SHOULD BE SUBMITTED

THOMAS F. DANIEL GRANTS DIRECTOR, SSHT (TDANIEL@CALACADEMY.ORG)
DEPT OF BOTANY,CA ACADEMY OF SCIENCES,55 MUSIC CONCOURSE DR.
GOLDEN GATE PARK, SAN FRANCISCO, CA 94118

TELEPHONE NUMBER

415-379-5350

FORM AND CONTENT OF APPLICATIONS

PLEASE VISIT THE TRUST'S WEBSITE FOR INFORMATION REGARDING FUNDING INTERESTS. WWW.ADMINITRUSTLLC.COM/STANLEY-SMITH-HORTICULTURAL-TRUST/

CONTACT THE GRANTS DIRECTOR FOR APPLICATION GUIDELINES.

ANY SUBMISSION DEADLINES

JANUARY 1 TO AUGUST 15

RESTRICTIONS AND LIMITATIONS ON AWARDS

EDUCATION AND RESEARCH IN ORNAMENTAL HORTICULTURE. NORTH AND SOUTH AMERICA.

FIRST AMENDMENT
TO THE
STANLEY SMITH HORTICULTURAL TRUST

Recitals:

A. The Stanley Smith Horticultural Trust (the "Trust") was established under that certain Trust Agreement dated March 16, 1970, by and between May Smith as donor, and Barbara Fane, May Smith, Sir George Taylor, James R. Gibbs, and John P. Collins as trustees (the "Trust Agreement"). There have been no amendments to the Trust Agreement to date.

B. Pursuant to various Designations of Successor Trustee, the most recently-named trustees are Ruth M. Collins, Thomas F. Daniel, J. Ronald Gibbs, Bruce J. Raabe, and John P. Collins, Jr. John P. Collins, Jr. has passed away, so the current acting trustees are Ruth M. Collins, Thomas F. Daniel, J. Ronald Gibbs, and Bruce J. Raabe (the "Trustees").

C. Article IV of the Trust Agreement provides that the Trustees may amend the Trust agreement at any time by written instrument signed by all of the Trustees, and acknowledged by any one or more of the Trustees.

D. The current Trustees have determined that it is in the best interests of the Trust to reduce the number of authorized trustees in Article V of the Trust Agreement and strike the requirement that there shall always be an odd number of trustees.

Now, therefore:

1. The Trustees hereby amend the first paragraph of Article V of the Trust Agreement in its entirety to read as follows:

> The Trustees shall have authority to vary the number of Trustees from time to time, but there shall not be less than three nor more than five Trustees.

2. Except as amended hereby, the Trust Agreement shall remain in full force and effect.

3. This Amendment may be exec uted in one or more counterparts, each of which shall be deemed an original but all of which shall together constitute one and the same instrument.

4. The effective date of this Amendment shall be the latest date adjacent to the signature of any Trustee. When this Amendment is executed by all the Trustees, it shall be attached to the executed original Trust Agreement held by the Trustees.

[*Signature Page Follows*]

Ruth M. Collins, Trustee

Date: 11/12, 2014

Thomas F. Daniel, Trustee

Date: 11/12, 2014

J. Ronald Gibbs, Trustee

Date: 12/11, 2014

Bruce J. Raabe, Trustee

Date: 11/12, 2014