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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
ELEANOR LLOYD DEES FOUNDATION

A Employer identification number
95-4192075

Number and street (or P O box number if mail is not delivered to street address)
2049 CENTURY PARK EAST NO 200

Room/suite

B Telephone number (see instructions)
(310) 785-6145

City or town, state or province, country, and ZIP or foreign postal code
LOS ANGELES, CA 90067

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 ▶ ☐

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)* ▶$ 3,101,528

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

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

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

		Line	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)				
	2	Check ▶ ☑ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	20,424	20,424		
	4	Dividends and interest from securities	60,606	60,606		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	63,261			
	b	Gross sales price for all assets on line 6a 664,233				
	7	Capital gain net income (from Part IV, line 2)		63,261		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	144,291	144,291		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0	0		0
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	13,191	8,574		4,617
	c	Other professional fees (attach schedule)	29,194	29,194		0
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	3,008	1,902		60
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)				
	24	**Total operating and administrative expenses.** Add lines 13 through 23	45,393	39,670		4,677
	25	Contributions, gifts, grants paid	156,400			156,400
	26	**Total expenses and disbursements.** Add lines 24 and 25	201,793	39,670		161,077
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-57,502			
	b	**Net investment income** (if negative, enter -0-)		104,621		
	c	**Adjusted net income** (if negative, enter -0-)				

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

			Beginning of year (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	574,372	151,729	151,729
	3	Accounts receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	4	Pledges receivable ▶ ______ Less allowance for doubtful accounts ▶ ______			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ ______ Less allowance for doubtful accounts ▶ ______			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges	9,754	8,708	8,708
	10a	Investments—U S and state government obligations (attach schedule)	107,725	107,725	103,017
	b	Investments—corporate stock (attach schedule)	1,380,091	1,774,691	2,514,565
	c	Investments—corporate bonds (attach schedule)	304,548	126,135	142,029
	11	Investments—land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	45,000	195,000	181,480
	14	Land, buildings, and equipment basis ▶ ______ Less accumulated depreciation (attach schedule) ▶ ______			
	15	Other assets (describe ▶ ______)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,421,490	2,363,988	3,101,528
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ ______)			
	23	**Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	1,546,902	1,546,902	
	29	Retained earnings, accumulated income, endowment, or other funds	874,588	817,086	
	30	**Total net assets or fund balances** (see instructions)	2,421,490	2,363,988	
	31	**Total liabilities and net assets/fund balances** (see instructions)	2,421,490	2,363,988	

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	2,421,490
2	Enter amount from Part I, line 27a	2	-57,502
3	Other increases not included in line 2 (itemize) ▶ ______	3	0
4	Add lines 1, 2, and 3	4	2,363,988
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	2,363,988

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)
1 a	US TRUST	P		
b	US TRUST	P		
c	CAPITAL GAINS DIVIDENDS	P		
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	254,950		257,690	-2,740
b	396,820		343,282	53,538
c	12,463			12,463
d				
e				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a				-2,740
b				53,538
c				12,463
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	63,261
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	

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

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

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

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	129,038	3,018,299	0 042752
2012	135,578	2,870,497	0 047232
2011	125,674	2,818,487	0 044589
2010	125,629	2,634,173	0 047692
2009	155,991	2,425,482	0 064313

2	**Total** of line 1, column (d).	2	0 246578
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	0 049316
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	3,117,726
5	Multiply line 4 by line 3.	5	153,754
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	1,046
7	Add lines 5 and 6.	7	154,800
8	Enter qualifying distributions from Part XII, line 4.	8	161,077

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ________ **(attach copy of letter if necessary–see instructions)**		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☑ and enter 1% of Part I, line 27b	1	1,046
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	1,046
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,046
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a — 9,754		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	9,754
8	Enter any **penalty** for underpayment of estimated tax Check here ☐ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	8,708
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 8,708 **Refunded** ▶	11	0

Part VII-A Statements Regarding Activities

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

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

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

Website address ▶N/A

14 The books are in care of ▶CHERYL A STEWART Telephone no ▶(310) 785-6145

Located at ▶2049 CENTURY PARK EAST SUITE 200 LOS ANGELES CA ZIP+4 ▶90067

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ **Yes** ☑ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		
	Organizations relying on a current notice regarding disaster assistance check here. ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
ALEXANDRA T DEES 2049 CENTURY PARK EAST - STE 200 LOS ANGELES, CA 90067	PRESIDENT 1 00	0	0	0
C ABIGAIL DEES 2049 CENTURY PARK EAST - STE 200 LOS ANGELES, CA 90067	SECRETARY 1 00	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
NONE				
Total number of other employees paid over $50,000 ▶				0

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

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

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	2,672,235
b	Average of monthly cash balances			1b	492,969
c	Fair market value of all other assets (see instructions)			1c	0
d	**Total** (add lines 1a, b, and c)			1d	3,165,204
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	3,165,204
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	47,478
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	3,117,726
6	**Minimum investment return.** Enter 5% of line 5			6	155,886

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	155,886
2a	Tax on investment income for 2014 from Part VI, line 5	2a	1,046		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,046
3	Distributable amount before adjustments Subtract line 2c from line 1			3	154,840
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	154,840
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	154,840

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	161,077
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	161,077
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	1,046
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	160,031

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				154,840
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			146,590	
b Total for prior years 20___, 20___, 20___		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 ▶ $ 161,077				
a Applied to 2013, but not more than line 2a			146,590	
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.				14,487
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 instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				140,353
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	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)

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

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

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				156,400
b *Approved for future payment*				
Total . . . . ▶ **3b**				0

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments. . . .					
3 Interest on savings and temporary cash investments			14	20,424	
4 Dividends and interest from securities. . . .			14	60,606	
5 Net rental income or (loss) from real estate					
a Debt-financed property.					
b Not debt-financed property.					
6 Net rental income or (loss) from personal property					
7 Other investment income.					
8 Gain or (loss) from sales of assets other than inventory			18	63,261	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory. .					
11 Other revenue a					
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e). .		0		144,291	0

13 **Total.** Add line 12, columns (b), (d), and (e). 13 144,291

(See worksheet in line 13 instructions to verify calculations)

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

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

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	**(b)** Type of organization	**(c)** Description of relationship

Sign Here

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

****** | 2015-11-03 | ******

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's Signature	Date	Check if self-employed ▶☐	PTIN
NAZ AFSHAR				P00441843

Firm's name ▶ GURSEY SCHNEIDER LLP

Firm's EIN ▶ 95-3309779

Firm's address ▶ 1888 CENTURY PARK EAST SUITE 900 LOS ANGELES, CA 900671735

Phone no (310) 552-0960

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
BLUE MOUNTAIN WILDLIFE 71046 APPALOOSA LANE PENDLETON,OR 97801	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	2,500
CALIFORNIA WILDLIFE CENTER PO BOX 2022 MALIBU,CA 90265	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	2,500
CORNELL LAB OF ORNITHOLOGY 159 SAPSUCKER WOODS ROAD ITHACA,NY 14850	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	2,500
CULVER CITY COMM SCHOLARSHIP FUND 4401 ELENDA STREET CULVER CITY,CA 90230	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL SUPPORT FOR GEOLOGY DEPARTMENT	10,000
DONOR ADVISED FUND AT CHARLES SCHWAB PO BOX 628298 ORLANDO,FL 32862	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	8,500
DOWNTOWN DOG RESCUE 10941 GARFIELD PLACE SOUTH GATE,CA 90280	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	5,000
ELEPHANT SANCTUARY PO BOX 393 HOBENWALD,TN 38462	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	2,000
FRIENDS OF HANNAH RESCUE 123 BIG STATION CAMP BLVD GALLATIN,TN 37066	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	5,000
HOMEBOY INDUSTRIES 130 W BRUNO STREET LOS ANGELES,CA 90012	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	10,000
LIBERTY IN NORTH KOREA 1751 TORRANCE BLVD STE L TORRANCE,CA 90501	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	1,000
LIBRARIES OF EASTERN OREGON PO BOX 245 JOSEPH,OR 97846	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	5,000
NATIONAL CENTER FOR LESBIAN RIGHTS 870 MARKET STREET 370 SAN FRANCISCO,CA 94102	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	10,000
PORTLAND STATE UNIVERSITY FOUNDATION PO BOX 243 PORTLAND,OR 97201	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	10,000
ROCKY MOUNTAIN ELK FOUNDATION 5705 GRANT CREEK MISSOULA,MT 59808	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	5,000
THE FOUNDATION 5751 BUCKINGHAM PARKWAY 107 CULVER CITY,CA 90230	NONE	PUBLIC CHARITY	EDUCATIONAL - GENERAL OPERATING SUPPORT	36,400
Total . . . . ▶ **3a**				156,400

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
THE NATURE CONSERVANCY 201 MISSION STREET 4TH FLOOR SAN FRANCISCO,CA 94105	NONE	PUBLIC CHARITY	ENVIRONMENTAL - GENERAL OPERATING SUPPORT	25,000
THE TEEN PROJECT 8140 SUNLAND BLVD SUN VALLEY,CA 91352	NONE	PUBLIC CHARITY	SOCIAL - GENERAL OPERATING SUPPORT	1,000
WALDEN'S PUDDLE PO BOX 641 JOELTON,TN 37080	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	5,000
WORLD PARROT TRUST PO BOX 935 LAKE ALFRED,FL 33850	NONE	PUBLIC CHARITY	ANIMAL WELFARE - GENERAL OPERATING SUPPORT	10,000
Total . . . . ▶ **3a**				156,400

TY 2014 Accounting Fees Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING	13,191	8,574		4,617

TY 2014 Applied to Prior Year Election

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Election: PURSUANT TO CODE SEC. 4942(H)(2) AND REG. SEC. 53.4942(A)-3(D)(2), ELEANOR LLOYD DEES FOUNDATION ELECTS TO TREAT CURRENT YEAR QUALIFYING DISTRIBUTIONS IN EXCESS OF THE IMMEDIATELY PRECEDING TAX YEAR'S UNDISTRIBUTED INCOME AS COMING FROM PRIOR YEAR'S UNDISTRIBUTED INCOME AS FOLLOWS:YEAR END 12/31/06 AMOUNT $3,124YEAR END 12/31/08 AMOUNT $2,910___________________________________GARY BRUMMETT, ASSISTANT SECRETARY

TY 2014 Investments Corporate Bonds Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Name of Bond	End of Year Book Value	End of Year Fair Market Value
75M GE CAPITAL INTERNOTES	75,005	85,904
BOEING CO. SR. NOTE	0	0
50M AES CORP.	51,130	56,125
VODAFONE GROUP PLC	0	0
PETROBAS INTL FIN CO	0	0

TY 2014 Investments Corporate Stock Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Name of Stock	End of Year Book Value	End of Year Fair Market Value
610 BECTON DICKINSON & CO.	9,658	84,888
865 MCDONALDS CORP.	19,401	81,051
620 CHEVRON TEXACO	16,743	69,552
920 AUTOMATIC DATA PROCESSING, INC.	9,135	76,700
1525 NESTLE SPON ADR REP	11,927	111,959
405 ROYAL DUTCH PETROLEUM	9,485	27,115
1229 UNILEVER N.V.	13,177	47,980
610 ABBOTT LABORATORIES	7,637	27,462
920 KELLOGG COMPANY	30,776	60,205
208 MEDTRONIC, INC.	8,936	15,018
115 UNILEVER	3,171	4,490
4000 ABERDEEN ASIA PACIFIC INCOME FD	25,640	22,200
5500 TEMPLETON GLOBAL INCOME FD INC	52,820	39,545
1500 MERRILL LYNCH CAP TRUST III	37,505	38,970
88 AMERICAN EXPRESS CO	4,784	8,188
142 BAXTER INTL INC	8,078	10,407
95 CHUBB CORP	6,433	9,830
330 CISCO SYS INC	6,587	9,179
129 CONOCOPHILLIPS	7,091	8,909
93 CVS CAREMARK CORP	3,921	8,957
147 EXXON MOBIL CORP	12,500	13,590
60 JOHNSON & JOHNSON	3,878	6,274
328 MICROSOFT CORP.	6,848	11,659
195 NEWMONT MNG CORP.	9,830	3,685
NORTHROP GRUMMAN CORP	0	0
167 PEPSICO INC	10,677	15,792
157 PNC FINL SVCS GROUP INC	8,780	14,323
129 PROCTER & GAMBLE CO.	8,343	11,751
SCHWAB CHARLES CORP	0	0
201 TARGET CORP	11,016	15,258

Name of Stock	End of Year Book Value	End of Year Fair Market Value
103 TRAVELERS COS INC	6,575	10,903
280 US BANCORP DEL	8,294	12,586
224 WAL-MART STORES INC	14,401	19,237
266 WELLS FARGO & CO	7,850	14,582
196 DR PEPPER SNAPPLE INC	7,784	14,049
177 MOLSON COORS BREWING CO	7,428	13,190
SIGMA ALDRICH CORP	0	0
167 SUNTUST BKS INC	3,256	6,997
112 TORCHMARK CORP.	3,436	6,067
637 BARRICK GOLD CORP	17,018	6,848
176 GLAXOSMITHKLINE PLC	7,792	7,522
ACCENTURE PLC	0	0
211 AKZO NOBEL NV	3,880	4,906
BASF SE	0	0
310 BUNZL PLC	4,578	8,527
CANON INC	0	0
99 CENOVUS ENERGY INC	3,254	2,041
0 CHINA MOBILE LTD	0	0
172 CORUS ENTMT INC	3,648	3,393
405 ERICSSON	4,063	4,901
185 GIVAUDAN SA	3,522	6,676
336 KONINKLIJKE AHOLD NV	4,828	5,999
107 LOREAL CO	2,496	3,607
374 LINDE AG	6,216	6,978
NEW GOLD INC	0	0
469 NORDEA BK	4,383	5,446
77 NOVARTIS A G	4,434	7,135
117 REED ELSEVIER PLC	4,621	7,962
316 ROCHE HLDG LTD	6,729	10,729
77 SAP AG	5,251	5,363

Name of Stock	End of Year Book Value	End of Year Fair Market Value
474 SCHNEIDER ELEC SA	6,234	6,953
292 SGS SA	5,369	6,010
SILVER WHEATON CORP.	0	0
67 SODEXO	5,202	6,589
TULLOW OIL PLC	0	0
56 ALEXION PHARMACEUTICALS INC	5,868	10,362
ALLERGAN INC	0	0
45 AMAZON COM INC	11,255	13,966
46 BIOGEN IDEC INC	9,024	15,615
130 CELGENE CORP.	4,653	14,542
214 COGNIZANT TECHNOLOGY SOLUTIONS	7,251	11,269
EOG RES INC	0	0
FRANKLIN RES INC	0	0
GOOGLE INC	0	0
37 PRECISION CASTPARTS CORP	6,720	8,912
16 PRICELINE COM INC	11,789	18,243
218 SALESFORCE COM INC	7,494	12,930
55 VISA INC	7,242	14,421
58 BAIDU INC	6,903	13,222
5055.403 JOHN HANCOCK FDS III	75,000	100,956
2112.941 PRUDENTIAL JENNISON	75,000	84,581
734 VANGUARD SMALL CAP VALUE ETF	61,260	77,635
604 VANGUARD SMALL-CAP GROWTH	61,177	76,068
752 ISHARES INC MSCI AUSTRALIA	18,395	16,672
659 ISHARES INC MSCI CDA INDEX	18,398	19,019
7323.888 COLUMBIA EMERGING MARKETS	75,000	72,506
1065 VANGUARD MSCI EMERGING MKT	45,110	42,621
BECTON DICKINSON	0	0
85 CHEVRON	7,168	9,535
DEVON ENERGY	0	0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
318 EXELON CORP	10,667	11,791
BAIDU	0	0
AGRIUM	0	0
44 ARKEMA	3,536	2,932
48 BANK NOVA SCOTIA HALIFAX	2,500	2,740
212 BRAMBLES	3,300	3,688
CNOOC	0	0
516 DEUTSCHE BOERSE	3,348	3,698
226 FANUC CORP	6,270	6,266
ICAP PLC	0	0
170 PERNOD RICARD	3,507	3,796
235 SAFRAN	2,483	3,643
191 SOFTBANK CORP	3,924	5,743
SVENSKA CELLULOSA	0	0
59 TOYOTA MOTOR CORP	5,525	7,403
82 UNITED OVERSEAS BK	2,392	3,036
122 CHECKPOINT SOFTWARE	5,876	9,586
155 CIELO	1,886	2,430
INDUSTRIAL & COML BK	0	0
454 PARTNER COMMUNICATION	2,387	2,297
SBERBANK RUSSIA	0	0
162 FACEBOOK	5,588	12,639
GILEAD SCIENCES	0	0
75 LINKEDIN	11,177	17,228
274 FASTENAL	12,981	13,031
178 FMC TECHNOLOGIES	8,407	8,338
143 MICHAEL KORS HLDGS	7,969	10,739
610 ABBVIE INC	16,515	39,918
7716.066 PIMCO HIGH YIELD	75,000	70,525
174 EXPRESS SCRIPTS HLDG	11,181	14,733

Name of Stock	End of Year Book Value	End of Year Fair Market Value
430 TAIWAN SEMICONDUCTOR MFG	6,815	9,623
84 JARDINE MATHESON HLDGS	5,531	5,120
120 NIELSEN HLDGS	4,649	5,368
54 AON PLC	3,526	5,121
66 ASML HLDGS	4,987	7,117
321 BARCLAYS	5,533	4,818
26 BAYER	2,823	3,555
286 COMPAGNIE FINANCIERE	2,913	2,556
DAIHATSU MTR CO	0	0
66 ENBRIDGE	3,066	3,393
EUTELSAT COMMUNICATIONS	0	0
58 HENKEL	5,796	6,276
NOKIAN TYRES	0	0
256 PUBLICIS	4,790	4,619
76 SABMILLER	3,778	3,983
136 SANOFI	6,640	6,203
123 SONOVA HLDG	2,858	3,637
TOSHIBA CORP	0	0
266 UBS AG	5,204	4,535
UNICHARM	0	0
93 GRUPO FINANCIERO	3,411	2,562
ICICI BK LTD	0	0
TURKIYE GARANTI BANKASI	0	0
98 VOLKSWAGEN	4,557	4,379
226 BRISTOL MYERS SQUIBB	11,650	13,341
DISCOVERY COMMUNICATIONS	0	0
82 MONSANTO	8,194	9,797
39 TESLA MTRS	6,407	8,674
TJX COS	0	0
122 VERTEX PHARMACEUTICALS	10,471	14,494

Name of Stock	End of Year Book Value	End of Year Fair Market Value
119 VMWARE	9,177	9,820
RED HAT INC	0	0
254 ARM HLDNGS	10,652	11,760
63 MERCADOLIBRE	7,047	8,043
306 CDK GLOBAL INC	1,309	12,473
14,492.955 DOUBLELINE TOTAL RETURN BD FUND	160,000	158,988
3649.635 METRO WEST T/R BD CL I	40,000	39,781
136 BED BATH & BEYOND INC	9,415	10,359
187 EBAY INC	9,660	10,494
122 PRICE T ROWE GROUP INC	9,999	10,475
239 SOUTHWESTERN ENERGY CO	7,894	6,522
252 DIAMOND OFFSHORE DRILLING INC	8,046	9,251
332 HONDA MTR LTD	10,139	9,801
121 BNP PARIBAS	4,679	3,606
128 COMPASS GROUP	2,136	2,197
99 CONTINENTAL AG	4,672	4,206
17 DNB NOR ASA	3,157	2,510
109 PRUDENTIAL	4,904	5,032
134 SANTEN PHARMACEUTICAL CO	3,903	3,616
110 SENSATA TECH HLDG	4,356	5,765
272 SMC CORP JAPAN	3,694	3,626
114 SUNCOR ENERGY INC	4,334	3,623
471 CABOT OIL & GAS	16,818	13,946
85 ILLUMINA INC	13,605	15,689
109 NIKE INC	10,546	10,480
110 PHARMACYCLICS INC	13,161	13,449
140 TRACTOR SUPPLY CO	8,661	11,035
327 TWITTER INC	15,135	11,729
177 SPLUNK INC	8,847	10,434
70 ALIBABA GROUP	6,701	7,276

TY 2014 Investments Government Obligations Schedule

Name:	ELEANOR LLOYD DEES FOUNDATION
EIN:	95-4192075
US Government Securities - End of Year Book Value:	107,725
US Government Securities - End of Year Fair Market Value:	103,017
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2014 Investments - Other Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
4177.241 PIMCO COMMODITIES PLUS	AT COST	45,000	32,081
2215.904 NUVEEN REAL ESTATE SECS	AT COST	50,000	53,403
4576.668 BLACKROCK GLOBAL LONG/SHORT CR FUND	AT COST	50,000	47,460
4184.100 PIMCO ALL ASSET FUND INSTL CL	AT COST	50,000	48,536

TY 2014 Other Professional Fees Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	29,194	29,194		0

TY 2014 Taxes Schedule

Name: ELEANOR LLOYD DEES FOUNDATION

EIN: 95-4192075

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	1,046	0		0
FRANCHISE TAX	10	0		10
FOREIGN TAX	1,902	1,902		0
TAXES & LICENSE	50	0		50