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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

OMB No 1545-0052

2014

Open to Public Inspection

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

For calendar year 2014 or tax year beginning**, and ending**

Name of foundation FIELDS, LILLIAN T U A			A Employer identification number 95-6945334		
Number and street (or P O box number if mail is not delivered to street address) Wells Fargo Bank N.A Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041			Room/suite		
City or town Winston Salem		State NC	ZIP code 27101-3818		
Foreign country name		Foreign province/state/county		Foreign postal code	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			B Telephone number (see instructions) (888) 730-4933		
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			C If exemption application is pending, check here <input type="checkbox"/>		
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 1,356,039 (Part I, column (d) must be on cash basis)			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>		
J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>		
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>		

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(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 <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	33,854	32,143		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	15,078			
	b Gross sales price for all assets on line 6a 322,393				
	7 Capital gain net income (from Part IV, line 2)		15,078		
	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	48,932	47,221	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.	20,044	15,033		5,011
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,132			1,132
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	1,544	746		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	10			10
	24 Total operating and administrative expenses. Add lines 13 through 23	22,730	15,779	0	6,153
	25 Contributions, gifts, grants paid	61,246			61,246
26 Total expenses and disbursements. Add lines 24 and 25	83,976	15,779	0	67,399	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-35,044				
b Net investment income (if negative, enter -0-)		31,442			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

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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	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	4,024	1,044	1,044
	2 Savings and temporary cash investments	43,961	3,878	3,878
	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			
	10a Investments—U.S. and state government obligations (attach schedule)			
	b Investments—corporate stock (attach schedule)			
	c Investments—corporate bonds (attach schedule)			
	11 Investments—land, buildings, and equipment: basis ▶			
Less: accumulated depreciation (attach schedule) ▶				
12 Investments—mortgage loans				
13 Investments—other (attach schedule)	1,145,218	1,151,915	1,351,119	
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation (attach schedule) ▶				
15 Other assets (describe ▶)				
16 Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	1,193,203	1,156,837	1,356,041	
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 <input type="checkbox"/>			
	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 ▶ <input checked="" type="checkbox"/>			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	1,193,203	1,156,837	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund			
29 Retained earnings, accumulated income, endowment, or other funds				
30 Total net assets or fund balances (see instructions)	1,193,203	1,156,837		
31 Total liabilities and net assets/fund balances (see instructions)	1,193,203	1,156,837		

Part III Analysis of Changes in Net Assets or Fund Balances

1 Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	1,193,203
2 Enter amount from Part I, line 27a	2	-35,044
3 Other increases not included in line 2 (itemize) ▶ See Attached Statement	3	1,858
4 Add lines 1, 2, and 3	4	1,160,017
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	3,180
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	1,156,837

Part IV Capital Gains and Losses for Tax on Investment Income

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

(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			0
b			0
c			0
d			0
e			0

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

(i) FMV 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			0
b			0
c			0
d			0
e			0

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	15,078
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	0

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	63,941	1,340,396	0.047703
2012	54,062	1,253,945	0.043114
2011	63,817	1,296,425	0.049225
2010	48,080	1,229,876	0.039093
2009	59,088	1,081,073	0.054657

2 Total of line 1, column (d)	2	0.233792
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	0.046758
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	1,378,892
5 Multiply line 4 by line 3	5	64,474
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	314
7 Add lines 5 and 6	7	64,788
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	67,399

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
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-)			0
3	Add lines 1 and 2			314
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			314
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	668	
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		668
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		354
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax Refunded		314	40

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ► \$ _____ (2) On foundation managers. ► \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ► \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities.</i>		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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity 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 ▶ N/A				
14	The books are in care of ▶ WELLS FARGO BANK N.A Telephone no. ▶ 888-730-4933			
	Located at ▶ 1 W 4th St 4th Floor MAC D4000-041 Winston Salem NC ZIP+4 ▶ 27101-3818			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
	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 ▶			X

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

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

		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)	3b	N/A
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)**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)? ☐ Yes ☒ NoOrganizations 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? ☐ Yes ☒ 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? ☐ Yes ☒ No**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
Wells Fargo Bank, N.A. 1 W 4th St 4th Floor MAC D4000-041 Winston Salem, NC 27101	Trustee	4 00	20,044	

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		

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 NONE	
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 NONE	
2	
All other program-related investments See instructions	
3 NONE	
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	1,354,514
b	Average of monthly cash balances	1b	45,376
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	1,399,890
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	1,399,890
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	20,998
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	1,378,892
6	Minimum investment return. Enter 5% of line 5	6	68,945

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	68,945
2a	Tax on investment income for 2014 from Part VI, line 5	2a	314
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	314
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	68,631
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	68,631
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	68,631

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	67,399
b	Program-related investments—total from Part IX-B	1b	
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	67,399
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	314
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	67,085

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				68,631
2 Undistributed income, if any, as of the end of 2014:				
a Enter amount for 2013 only			38,297	
b Total for prior years: 20____, 20____, 20____				
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: ► \$ <u>67,399</u>				
a Applied to 2013, but not more than line 2a			38,297	
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2014 distributable amount				29,102
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))				
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				
d Subtract line 6c from line 6b. Taxable amount—see instructions				
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				39,529
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a				
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				

N/A

- ☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income**

[illegible]

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 <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	61,246
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

Continuation of Part XV, Line 3a (990-PF) - Grants and Contributions Paid During the Year

Recipient(s) paid during the year

Name

THE FOUNDATION FOR AIDS RESEARCH

Street

120 WALL STREET FL 13

City

NEW YORK

State

NY

Zip Code

10005

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

25,518

Name

CITY OF HOPE

Street

1500 E DUARTE RD

City

DUARTE

State

CA

Zip Code

91010

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

6,380

Name

UNIVERSITY OF CALIFORNIA

Street

PO BOX 742968

City

LOS ANGELES

State

CA

Zip Code

90074

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

10,199

Name

AMERICAN RED CROSS

Street

2025 E STREET NW

City

WASHINGTON

State

DC

Zip Code

20006

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

3,830

Name

THE REGENTS OF THE UNIVERSITY OF CALIFORNIA

Street

1111 FRANKLIN ST FL 8

City

OAKLAND

State

CA

Zip Code

94607-5201

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPPORT GRANT

Amount

15,319

Name**Street****City****State****Zip Code****Foreign Country****Relationship****Foundation Status****Purpose of grant/contribution****Amount**

Part I, Line 6 (990-PF) - Gain/Loss from Sale of Assets Other Than Inventory

										Totals		Gross Sales		Cost, Other Basis and Expenses		Net Gain or Loss	
										Capital Gains/Losses		322,393		307,315		15,078	
										Other sales		0		0		0	
										Long Term CG Distributions		9,348					
										Short Term CG Distributions		4,255					
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Gross Sales Price	Cost or Other Basis	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments	Net Gain or Loss			
1	X	CREDIT SUISSE COMM RET S	22544R305		11/23/2010		7/31/2014	15,979	19,523				0	-3,544			
2	X	DREYFUS EMG MKT DEBT LO	261980494		2/9/2011		7/31/2014	13,087	13,197				0	-110			
3	X	DRIEHAUS ACTIVE INCOME F	262028855		7/17/2013		4/22/2014	6,510	6,492				0	18			
4	X	DRIEHAUS ACTIVE INCOME F	262028855		7/17/2013		7/31/2014	6,003	6,009				0	-6			
5	X	ISHARES S&P MID-CAP 400 G	464287806		8/15/2012		4/22/2014	2,257	1,834				0	823			
6	X	ISHARES S&P MID-CAP 400 G	464287806		2/7/2013		4/22/2014	4,514	3,692				0	822			
7	X	ISHARES S&P MID-CAP 400 G	464287806		9/7/2011		4/22/2014	3,010	1,963				0	1,047			
8	X	MERGER FD SH BEN INT #260	568509108		2/11/2013		7/31/2014	6,048	5,815				0	233			
9	X	ASG GLOBAL ALTERNATIVES	63872T885		7/17/2013		4/22/2014	1,627	1,706				0	-79			
10	X	ASG GLOBAL ALTERNATIVES	63872T885		7/17/2013		7/31/2014	7,413	7,879				0	-286			
11	X	PIMCO TOTAL RET FD-INST #	693390700		8/4/2014		9/5/2014	6,606	6,794				0	12			
12	X	PIMCO TOTAL RET FD-INST #	693390700		8/4/2014		9/30/2014	47,371	47,877				0	-306			
13	X	ROBECO BP LNG/SHRT RES-	74925K581		7/17/2013		4/22/2014	9,188	8,352				0	834			
14	X	ROBECO BP LNG/SHRT RES-	74925K581		7/17/2013		7/31/2014	14,106	12,627				0	1,479			
15	X	VANGUARD FTSE DEVELOPE	921943958		2/7/2013		4/22/2014	1,790	1,553				0	237			
16	X	VANGUARD FTSE EMERGING	922042858		3/2/2012		7/31/2014	4,299	4,406				0	-107			
17	X	VANGUARD FTSE EMERGING	922042858		2/7/2013		7/31/2014	1,360	1,363				0	-3			
18	X	VANGUARD REIT VIPER	922908553		10/15/2013		4/22/2014	4,105	3,834				0	271			
19	X	VANGUARD REIT VIPER	922908553		4/30/2010		4/22/2014	72	51				0	21			
20	X	WELLS FARGO ADV HI INC-IN	949917538		5/4/2010		4/22/2014	1,130	1,082				0	48			
21	X	WELLS FARGO ADV HI INC-IN	949917538		10/25/2011		4/22/2014	4,106	3,996				0	110			
22	X	WELLS FARGO ADV HI INC-IN	949917538		8/17/2012		4/22/2014	12,293	12,505				0	-212			
23	X	WELLS FARGO ADV HI INC-IN	949917538		7/17/2013		4/22/2014	13,419	13,793				0	-374			
24	X	WELLS FARGO ADV HI INC-IN	949917538		10/17/2013		4/22/2014	1,681	1,714				0	-33			
25	X	WELLS FARGO ADV HI INC-IN	949917538		7/24/2008		4/22/2014	10,029	9,403				0	626			
26	X	TAXABLE TOTAL RETURN BO	991283912		10/20/2006		7/23/2014	4,125	4,107				0	18			
27	X	TAXABLE TOTAL RETURN BO	991283912		6/15/2007		7/23/2014	2,604	2,551				0	53			
28	X	TAXABLE TOTAL RETURN BO	991283912		2/15/2008		7/23/2014	14,215	14,309				0	-94			
29	X	TAXABLE TOTAL RETURN BO	991283912		7/22/2008		7/23/2014	1,670	1,624				0	46			
30	X	TAXABLE TOTAL RETURN BO	991283912		5/17/2009		7/23/2014	7,895	7,494				0	404			
31	X	TAXABLE TOTAL RETURN BO	991283912		8/7/2009		7/23/2014	11,863	11,620				0	243			
32	X	TAXABLE TOTAL RETURN BO	991283912		10/15/2013		7/23/2014	10,539	10,878				0	-339			
33	X	TAXABLE TOTAL RETURN BO	991283912		4/22/2014		7/23/2014	16,920	17,180				0	-260			
34	X	TAXABLE SHORT-TERM BONI	999612906		5/7/2009		4/22/2014	1,975	1,997				0	-22			
35	X	TAXABLE SHORT-TERM BONI	999612906		8/7/2009		4/22/2014	4,559	4,646				0	-87			
36	X	TAXABLE SHORT-TERM BONI	999612906		4/30/2010		4/22/2014	2,833	2,712				0	121			
37	X	TAXABLE SHORT-TERM BONI	999612906		7/22/2010		4/22/2014	3,749	3,855				0	-106			
38	X	TAXABLE SHORT-TERM BONI	999612906		10/21/2011		4/22/2014	5,956	6,022				0	-66			
39	X	TAXABLE SHORT-TERM BONI	999612906		8/1/2014		8/1/2014	577	577				0	0			
40	X	TAXABLE SHORT-TERM BONI	999612906		8/15/2012		8/1/2014	5,829	5,829				0	0			
41	X	TAXABLE SHORT-TERM BONI	999612906		10/15/2013		8/1/2014	7,457	7,379				0	78			
42	X	TAXABLE INTERMEDIATE TER	999708902		10/20/2006		9/15/2014	6,011	7,899				0	1,888			

Part I, Line 16b (990-PF) - Accounting Fees

		1,132	0	0	1,132
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,132			1,132

Part I, Line 18 (990-PF) - Taxes

		1,544	746	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	746	746		
2	PY EXCISE TAX DUE	130			
3	ESTIMATED EXCISE PAYMENTS	668			

Part I, Line 23 (990-PF) - Other Expenses

		10	0	0	10
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	10			10

Part II, Line 13 (990-PF) - Investments - Other

		1,145,218	1,151,915	1,351,119	
Asset Description		Basis of Valuation	Book Value	Book Value	FMV
1		Valuation	Beg of Year	End of Year	End of Year
2	PIMCO FOREIGN BD FD USD H-INST 103		0	10,411	10,431
3	T ROWE PRICE SHORT TERM BD FD 55		0	20,262	20,092
4	PRINCIPAL GL MULT STRAT-INST #4684		0	14,339	14,248
5	CONSUMER STAPLES SECTOR SPDR TR		0	9,796	17,020
6	AMEX FINANCIAL SELECT SPDR		0	17,107	26,832
7	AMEX MATERIALS SPDR		0	3,483	4,858
8	AMEX TECHNOLOGY SELECT SPDR		0	17,853	31,591
9	AMEX ENERGY SELECT SPDR		0	9,203	12,349
10	TAXABLE INTERMEDIATE TERM BD FD		0	46,722	47,569
11	MERGER FUND-INST #301		0	20,549	20,382
12	FID ADV EMER MKTS INC- CL I 607		0	20,549	19,783
13	ISHARES TR SMALLCAP 600 INDEX FD		0	51,702	84,633
14	ISHARES S&P MIDCAP 400 VALUE		0	38,912	60,847
15	ISHARES S&P MIDCAP 400 GROWTH		0	34,382	61,154
16	AMEX INDUSTRIAL SPDR		0	10,595	18,728
17	AMEX HEALTH CARE SPDR		0	9,409	20,514
18	AMEX CONSUMER DISCR SPDR		0	9,820	20,996
19	CAPITAL PARTNERS CORE EQUITY FUND		0	67,459	79,028
20	DREYFUS EMG MKT DEBT LOC C-I 6083		0	35,320	30,412
21	DRIEHAUS ACTIVE INCOME FUND		0	28,655	27,840
22	NUVEEN HIGH YIELD MUNI BD-R 1668		0	23,620	24,828
23	ASG GLOBAL ALTERNATIVES-Y 1993		0	43,916	42,850
24	WELLS FARGO INTL ADV FUND-IS 4705		0	10,601	9,868
25	VANGUARD REIT VIPER		0	34,032	62,370
26	AQR MANAGED FUTURES STR-I		0	21,215	22,431
27	VANGUARD EMERGING MARKETS ETF		0	122,781	130,825
28	T ROWE PRICE INST FLOAT RATE 170		0	22,233	21,756
29	VANGUARD TOTAL BOND MARKET ETF		0	46,254	46,457
30	SPDR DJ WILSHIRE INTERNATIONAL REA		0	46,222	54,457
31	VANGUARD EUROPE PACIFIC ETF		0	148,746	153,869
32	ROBECO BP LNG/SHRT RES-INS		0	19,108	21,934
33	DIAMOND HILL LONG-SHORT FD CL I 11		0	21,607	30,912
34	WELLS FARGO ADV HI INC-INS 3110		0	21,230	21,839
35	NEUBERGER BERMAN LONG SH-INS #183		0	28,669	29,005
36	CREDIT SUISSE COMM RT ST-CO 2156		0	65,153	48,411

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	COST BASIS ADJUSTMENT	1	73
2	MUTUAL FUND & CTF INCOME ADDITIONS	2	1,785
3	Total	3	1,858

Line 5 - Decreases not included in Part III, Line 2

1	MUTUAL FUND & CTF INCOME SUBTRACTION	1	2,537
2	PY RETURN OF CAPITAL ADJUSTMENT	2	643
3	Total	3	3,180

Part IV (990-PF) - Capital Gains and Losses for Tax on Investment Income[illegible]

Part VIII, Line 1 (990-PF) - Compensation of Officers, Directors, Trustees and Foundation Managers

											20,044	0	0
	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account	
1	Wells Fargo Bank N.A. Trust Tax D	X	1 W 4th St 4th Floor MAC D4000-041	Winston Salem	NC	27101-3818		TRUSTEE	4.00	20,044			

Part VI, Line 6a (990-PF) - Estimated Tax Payments

	Date		Amount
1 Credit from prior year return		1	0
2 First quarter estimated tax payment	5/7/2014	2	167
3 Second quarter estimated tax payment	6/11/2014	3	167
4 Third quarter estimated tax payment	9/9/2014	4	167
5 Fourth quarter estimated tax payment	12/9/2014	5	167
6 Other payments		6	
7 Total		7	668

Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	<u>38,297</u>
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	<u>38,297</u>