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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

- ▶ 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.

For calendar year 2014 or tax year beginning 2/1/2014, and ending 1/31/2015

Name of foundation

SANTHONY F BAUER FOUNDATION

Number and street (or P O box number if mail is not delivered to street address)

Room/suite

Wells Fargo Bank N.A. Trust Tax Dept - 1 W 4th St 4th Floor MAC D4000-041

City or town

State

ZIP code

Winston Salem**NC****27101-3818**

Foreign country name

Foreign province/state/county

Foreign postal code

A Employer identification number

06-6361528

B Telephone number (see instructions)

(888) 730-4933C If exemption application is pending, check here ☐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 ☐F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

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

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) ▶ \$ **318,079**

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

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).)

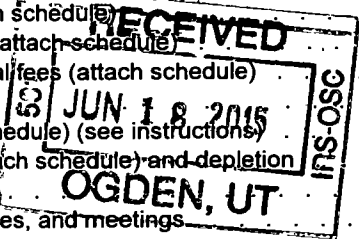
		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	6,690	6,295		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	11,369			
	b Gross sales price for all assets on line 6a 147,201				
	7 Capital gain net income (from Part IV, line 2)		11,369		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	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	18,059	17,664	0	
	13 Compensation of officers, directors, trustees, etc.	5,352	4,014		1,338
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	610			610
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	473	86		
	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	6,435	4,100	0	1,948
	25 Contributions, gifts, grants paid	11,100			11,100
	26 Total expenses and disbursements. Add lines 24 and 25	17,535	4,100	0	13,048
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	524			
	b Net investment income (if negative, enter -0-)		13,564		
	c Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

Form **990-PF** (2014)

HTA

SCANNED JUN 22 2015



Part II Balance Sheets		Beginning of year	End of year	
			(a) Book Value	(b) Book Value
Assets	1 Cash—non-interest-bearing			
	2 Savings and temporary cash investments	19,141	22,296	22,296
	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)			
Liabilities	11 Investments—land, buildings, and equipment: basis ▶			
	Less: accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	279,579	276,818	295,783
	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)	298,720	299,114	318,079
	17 Accounts payable and accrued expenses			
	18 Grants payable			
Net Assets or Fund Balances	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	
	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	298,720	299,114	
	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)	298,720	299,114	
	31 Total liabilities and net assets/fund balances (see instructions)	298,720	299,114	

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	298,720
2 Enter amount from Part I, line 27a	2	524
3 Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING DIFFERENCE	3	53
4 Add lines 1, 2, and 3	4	299,297
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	183
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	299,114

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	11,369
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?
If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.☐ Yes ☒ No

(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	11,906	310,600	0.038332
2012	15,493	301,417	0.051401
2011	13,775	301,184	0.045736
2010	14,606	290,017	0.050363
2009	17,523	269,555	0.065007

2 Total of line 1, column (d)	2	0.250839
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	0.050168
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	319,478
5 Multiply line 4 by line 3	5	16,028
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	136
7 Add lines 5 and 6	7	16,164
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	13,048

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1		271
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		271
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5		271
6	Credits/Payments:			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a		554
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		554
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		283
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax 271 Refunded	11		12

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) ► CT		
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 ☒ No
- 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? ☐ 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

5b N/A

6b X

7b N/A

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	Trustee 4 00	5,352		

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	303,247
b	Average of monthly cash balances	1b	21,096
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	324,343
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	324,343
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	4,865
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	319,478
6	Minimum investment return. Enter 5% of line 5	6	15,974

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	15,974
2a	Tax on investment income for 2014 from Part VI, line 5	2a	271
b	Income tax for 2014. (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	271
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	15,703
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	15,703
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	15,703

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	13,048
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	13,048
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	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	13,048

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				15,703
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			3,764	
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. ► \$ 13,048				
a Applied to 2013, but not more than line 2a			3,764	
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				9,284
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				6,419
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				

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

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 foundation is a private operating foundation described in section ☐ 4942(j)(3) or ☐ 4942(j)(5)

Tax year	Prior 3 years				(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011		
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					0
b 85% of line 2a					0
c Qualifying distributions from Part XII, line 4 for each year listed					0
d Amounts included in line 2c not used directly for active conduct of exempt activities					0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					0
3 Complete 3a, b, or c for the alternative test relied upon:					
a "Assets" alternative test—enter:					
(1) Value of all assets					0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					0
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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:

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 <i>Paid during the year</i> See Attached Statement				
Total			3a	11,100
b <i>Approved for future payment</i> NONE				
Total			3b	0

Enter gross amounts unless otherwise indicated.

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

Form **990-PF** (2014)

Form **990-PF** (2014)

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

Recipient(s) paid during the year

Name

FIDELCO GUIDE DOG FOUNDATION, INC.

Street

103 OLD IRON ORE ROAD

City

BLOOMFIELD

State

CT

Zip Code

06002

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

2014 FIDELCO LIFE-CHANGING GUIDE DOG PARTNERSHIP

Amount

2,000

Name

OAK HILL CAMP PROGRAM

Street

120 HOLCOMB STREET

City

HARTFORD

State

CT

Zip Code

06112

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

INSTITUTE FOR THE BLIND

Amount

2,000

Name

CONNECTICUT RADIO INFORMATION SYSTEM INC

Street

318 WINDSOR AVENUE

City

WINDSOR

State

CT

Zip Code

06095

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

AUDIO ACCESSIBILITY

Amount

2,000

Name

MUSIC THERAPY PROGRAM THE HOPE SCHOOL

Street

15 EAST HAZEL LANE

City

SPRINGFIELD

State

IL

Zip Code

62712

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

MUSIC THERAPY

Amount

2,000

Name

YOUNG AUDIENCES OF CONNECTICUT

Street

3074 WHITNEY AVE , BLDG. 2

City

HAMDEN

State

CT

Zip Code

06518

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL SUPORT GRANT

Amount

1,500

Name

OPERATION VET-FIT INC

Street

120 GREENWOOD AVE

City

BETHEL

State

CT

Zip Code

06801

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

DISABLED VETERANS FITNESS PROGRAMS

Amount

1,600

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

Long Term CG Distributions										Amount							
Short Term CG Distributions										5,471							
Check "x" to include in Part IV	Description	CUSIP #	Purchaser	Check "x" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Gross Sales	Cost or Other Basis	Valuation Method	Cost, Other Basis and Expenses		Adjustments	Net Gain or Loss
								Gross Sales Price	Capital Gains/Losses	Other sales				135,832	0		
1	X	ARTISAN INTERNATIONAL FLD	04314H204		6/20/2013		7/16/2014	626	627								-1
2	X	ARTISAN MID CAP FUND-INS	04314H600		2/5/2013		4/22/2014	1,496	1,244								252
3	X	ARTISAN MID CAP FUND-INS	04314H600		8/20/2014		7/16/2014	351	357								-6
4	X	CREDIT SUISSE COMM RET S	22544R305		9/12/2012		6/18/2014	1,200	1,316								-116
5	X	CREDIT SUISSE COMM RET S	22544R305		8/12/2012		6/18/2014	2,865	3,307								-342
6	X	CREDIT SUISSE COMM RET S	22544R305		2/5/2013		6/18/2014	1,314	1,406								-92
7	X	DIAMOND HILL LONG-SHORT	25264S833		2/15/2013		4/22/2014	344	296								48
8	X	DIAMOND HILL LONG-SHORT	25264S833		2/15/2013		7/16/2014	380	296								64
9	X	DIAMOND HILL LONG-SHORT	25264S833		9/12/2012		10/22/2014	2,900	2,311								589
10	X	VANGUARD REIT VIPER	922808553		2/13/2013		1/20/2015	1,478	1,165								313
11	X	PIMCO TOTAL RET FD-INST #	893390700		10/17/2013		7/16/2014	415	411								4
12	X	T ROWE PRICE SHORT TERM	77957P105		9/5/2014		1/20/2015	2,613	2,630								-17
13	X	T ROWE PRICE SHORT TERM	77957P105		1/23/2014		1/20/2015	256	257								-1
14	X	T ROWE PRICE INST FLOAT R	77958B402		1/23/2014		10/28/2014	101	103								-2
15	X	SPDR DJ WILSHIRE INTERNA	78463X883		2/1/2013		7/16/2014	536	502								34
16	X	VANGUARD TOTAL BOND MA	921837835		9/30/2014		10/22/2014	578	574								5
17	X	VANGUARD TOTAL BOND MA	921837835		8/30/2014		10/26/2014	1,899	1,899								13
18	X	VANGUARD TOTAL BOND MA	921837835		9/30/2014		1/20/2015	16,846	16,320								326
19	X	VANGUARD FTSE EMERGING	922042858		9/12/2012		6/18/2014	217	208								9
20	X	VANGUARD FTSE EMERGING	922042858		9/12/2012		4/22/2014	399	375								24
21	X	VANGUARD REIT VIPER	922808553		2/13/2013		7/16/2014	759	759								77
22	X	VANGUARD REIT VIPER	922808553		2/13/2013		10/22/2014	383	340								43
23	X	DIAMOND HILL LONG-SHORT	25264S833		1/6/2012		10/22/2014	2,846	2,221								625
24	X	DIAMOND HILL LONG-SHORT	25264S833		2/19/2013		10/22/2014	251	216								-1
25	X	DIAMOND HILL LONG-SHORT	25264S833		2/19/2013		7/16/2014	468	469								35
26	X	DODGE & COX INTL STOCK F	256206103		4/24/2014		6/18/2014	1,812	1,595								17
27	X	DODGE & COX INCOME FD C	256210105		10/11/2013		6/18/2014	449	436								13
28	X	DODGE & COX INCOME FD C	256210105		10/11/2013		7/16/2014	569	554								15
29	X	DODGE & COX INCOME FD C	256210105		10/11/2013		9/5/2014	860	834								26
30	X	DODGE & COX INCOME FD C	256210105		10/11/2013		9/5/2014	352	301								51
31	X	DODGE & COX INCOME FD C	256210105		9/25/2008		10/22/2014	850	727								123
32	X	DODGE & COX INCOME FD C	256210105		9/25/2008		10/22/2014	1,878	1,609								267
33	X	DODGE & COX INCOME FD C	256210105		1/6/2012		6/18/2014	2,352	2,433								-81
34	X	DREYFUS EMG MKT DEBT LO	261980494		9/12/2012		6/18/2014	1,160	1,188								-28
35	X	DREYFUS EMG MKT DEBT LO	261980484		9/12/2012		7/16/2014	387	370								-3
36	X	DREYFUS EMG MKT DEBT LO	261980484		2/15/2013		6/18/2014	501	499								2
37	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		6/18/2014	5,585	5,554								31
38	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		1/20/2015	498	502								-14
39	X	DRIEHAUS ACTIVE INCOME F	262028855		7/12/2013		10/22/2014	1,724	1,735								-11
40	X	EATON VANCE GLOBAL MACI	277823728		1/23/2014		7/16/2014	316	299								18
41	X	FID ADV EMER MKTS INC- CL	315920702		10/11/2013		7/16/2014	567	568								-1
42	X	JP MORGAN MID CAP VALUE	339128100		6/20/2014		6/18/2014	865	831								34
43	X	HARBOR CAPITAL APORCTION	411511504		4/24/2014		6/18/2014	1,941	1,473								468
44	X	HARBOR CAPITAL APORCTION	411511504		2/5/2013		6/18/2014	2,708	2,786								-78
45	X	DRIEHAUS ACTIVE INCOME F	262028855		10/11/2013		10/22/2014	2,939	3,006								-67
46	X	EATON VANCE GLOBAL MACI	277823728		7/12/2013		7/16/2014	1,003	754								248
47	X	HARBOR CAPITAL APORCTION	411511504		2/5/2013		7/16/2014	398	392								6
48	X	ISHARES CORE S & P 500 ET	464287200		6/16/2014		7/16/2014	405	392								13
49	X	ISHARES CORE S & P 500 ET	464287200		10/22/2014		1/20/2015	321	130								-2
50	X	JP MORGAN HIGH YIELD FUND	4812C0803		4/24/2014		6/18/2014	3,240	2,311								1,010
51	X	KEELEY SMALL CAP VAL FD C	487300808		9/12/2012		6/18/2014	1,560	1,729								1,026
52	X	KEELEY SMALL CAP VAL FD C	487300808		1/6/2012		6/18/2014	1,822	1,999								-169
53	X	LAUDUS MONDRIAN INTL FLI	51855Q655		9/12/2012		4/22/2014	1,511	1,530								-177
54	X	LAUDUS MONDRIAN INTL FLI	51855Q655		1/6/2012		4/22/2014	809	790								-19
55	X	LAUDUS MONDRIAN INTL FLI	51855Q655		2/15/2013		4/22/2014	317	347								19
56	X	LAUDUS MONDRIAN INTL FLI	51855Q655		8/24/2012		4/22/2014	1,217	1,194								-30
57	X	LAUDUS MONDRIAN INTL FLI	51855Q655		1/23/2014		7/16/2014	662	665								23
58	X	MFS VALUE FUND-CLASS I #6	552883384		6/20/2014		7/16/2014	1,352	1,311								-3
59	X	MERGER FD SH BEN INT #260	589509108		9/12/2012		6/18/2014	330	320								41
60	X	MERGER FD SH BEN INT #260	589509108		7/12/2013		7/16/2014	78	75								10
61	X	MERGER FD SH BEN INT #260	589509108		9/12/2012		8/6/2014	2,981	3,201								1
62	X	MERGER FD SH BEN INT #260	589509108		7/12/2013		8/6/2014	332	321								-30
63	X	MERGER FD SH BEN INT #260	589509108		1/6/2012		10/20/2015	987	1,013								52
64	X	MERGER FUND-INST #301	589509207		2/15/2013		12/02/2015	368	374								-16
65	X	MERGER FUND-INST #301	589509207		7/12/2013		6/18/2014	1,718	1,748								-5
66	X	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013		7/16/2014	316	325								-30
67	X	ASG GLOBAL ALTERNATIVES	638721885		7/12/2013		7/16/2014	376	372								-6
68	X	NEUBERGER BERMAN LONG	64128R608		6/20/2014		7/16/2014										1

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

Check "X" to include in Part IV		Long Term CG Distributions		Short Term CG Distributions		Amount		Totals										Capital Gains/Losses		11,369	
		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						
70	X	NUVEEN HIGH YIELD MUNI BD	67065Q72					4/24/2014		10/22/2014	497	478					21				
71	X	NUVEEN HIGH YIELD MUNI BD	67065Q72					4/24/2014		12/19/2014	5,132	4,896					238				
72	X	OPPENHEIMER DEVELOPING	683974505					2/5/2013		6/18/2014	752	682					70				
73	X	OPPENHEIMER DEVELOPING	683974505					2/5/2013		7/18/2014	805	718					87				
74	X	PIMCO TOTAL RET FD-INST #	693390700					10/11/2013		6/19/2014	1,853	1,837					16				
75	X	PIMCO TOTAL RET FD-INST #	693390700					4/24/2014		7/19/2014	306	303					3				
76	X	PIMCO TOTAL RET FD-INST #	693390700					4/24/2014		9/5/2014	1,029	1,016					13				
77	X	PIMCO TOTAL RET FD-INST #	693390700					9/25/2008		9/30/2014	122	115					7				
78	X	PIMCO TOTAL RET FD-INST #	693390700					9/25/2008		9/30/2014	18,110	18,214					896				
79	X	PIMCO FOREIGN BD FD USD	683380882					11/9/2012		7/19/2014	317	330					-13				
80	X	RIDGEWORTH SEIX HY BD-1 #	766287845					9/12/2012		4/22/2014	3,684	3,699					-15				
81	X	RIDGEWORTH SEIX HY BD-1 #	766287845					11/9/2012		4/22/2014	4,244	4,257					-13				
82	X	T ROWE PRICE SHORT TERM	77857P105					9/12/2012		4/22/2014	2,004	2,033					-28				
83	X	T ROWE PRICE SHORT TERM	77857P105					11/9/2012		4/22/2014	402	408					-6				
84	X	T ROWE PRICE SHORT TERM	77857P105					2/5/2013		4/22/2014	621	628					-7				
85	X	T ROWE PRICE SHORT TERM	77857P105					2/5/2013		6/18/2014	1,629	1,648					-17				
86	X	T ROWE PRICE SHORT TERM	77857P105					2/5/2013		7/18/2014	398	402					-4				
87	X	T ROWE PRICE SHORT TERM	77857P105					2/5/2013		10/22/2014	695	702					-7				
88	X	T ROWE PRICE SHORT TERM	77857P105					2/5/2013		10/28/2014	1,648	1,665					-17				
89	X	T ROWE PRICE SHORT TERM	77857P105					2/5/2013		1/20/2015	1,401	1,424					-23				

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

		610	0	0	610
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	610			610

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

		473	86	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	86	86		
2	ESTIMATED EXCISE PAYMENTS	387			

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

		279,579		276,818		295,783
Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year	
1	SEE ATTACHED			276,818	295,783	

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

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

1	MUTUAL FUND TIMING DIFFERENCE	1	53
2	Total	2	53

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

1	PY RETURN OF CAPITAL ADJUSTMENT	1	143
2	COST BASIS ADJUSTMENT	2	40
3	Total	3	183

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

Long Term CG Distributions															5,471	Short Term CG Distributions															0
Amount															5,471	Amount															0
	Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	5,888	F.M.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	0	Gain Minus Excess of FMV Over Adjusted Basis or Losses	5,888														
1	ARTISAN INTERNATIONAL FUND #681	043144204		6/20/2014	7/16/2014	628			627	-1						-1															
2	ARTISAN MID CAP FUND-INS #1333	043144600		2/5/2013	4/22/2014	1,498			1,244	252						252															
3	ARTISAN MID CAP FUND-INS #1333	043144600		6/20/2014	7/16/2014	351			357	-6						-6															
4	CREDIT SUISSE COMM RET ST-I #2196	22544R305		9/12/2012	4/22/2014	1,200			1,319	-119						-119															
5	CREDIT SUISSE COMM RET ST-I #2196	22544R305		6/16/2014	7/16/2014	2,965			3,307	-342						-342															
6	CREDIT SUISSE COMM RET ST-I #2196	22544R305		2/5/2013	6/16/2014	1,314			1,408	-92						-92															
7	DIAMOND HILL LONG-SHORT FD CL #	252645833		2/15/2013	4/22/2014	344			248	96						96															
8	DIAMOND HILL LONG-SHORT FD CL #	252645833		9/12/2012	7/16/2014	360			286	74						74															
9	DIAMOND HILL LONG-SHORT FD CL #	252645833		6/16/2014	7/16/2014	2,900			2,311	589						589															
10	VANGUARD HILL LONG-SHORT FD CL #	922908553		2/13/2013	10/22/2014	1,478			1,169	313						313															
11	PIMCO TOTAL RET FD-INST #35	693390700		10/11/2013	7/16/2014	415			411	4						4															
12	T ROWE PRICE SHORT TERM BD FD #5	77957P105		9/5/2014	1/20/2015	2,613			2,830	-217						-217															
13	T ROWE PRICE SHORT TERM BD FD #5	77957P105		1/23/2014	1/20/2015	256			257	-1						-1															
14	T ROWE PRICE INST FLOAT RATE #170	77958B402		1/23/2014	10/28/2014	101			103	-2						-2															
15	SPDR DJ WILSHIRE INTERNATIONAL R	78463X883		2/1/2013	7/16/2014	536			502	34						34															
16	VANGUARD TOTAL BOND MARKET ETF	921937835		9/30/2014	10/22/2014	579			574	5						5															
17	VANGUARD TOTAL BOND MARKET ETF	921937835		9/30/2014	10/28/2014	1,899			1,886	13						13															
18	VANGUARD TOTAL BOND MARKET ETF	921937835		9/30/2014	10/22/2014	18,846			18,320	526						526															
19	VANGUARD FTSE EMERGING MARKET	922042858		9/12/2012	6/16/2014	217			208	9						9															
20	VANGUARD FTSE EMERGING MARKET	922042858		9/12/2012	7/16/2014	399			376	24						24															
21	VANGUARD REIT VIPER	92208553		2/13/2013	4/22/2014	578			547	29						29															
22	VANGUARD REIT VIPER	92208553		2/13/2013	7/16/2014	759			682	77						77															
23	VANGUARD REIT VIPER	92208553		2/13/2013	10/22/2014	383			340	43						43															
24	DIAMOND HILL LONG-SHORT FD CL #	252645833		1/16/2012	10/22/2014	2,846			2,221	625						625															
25	DIAMOND HILL LONG-SHORT FD CL #	252645833		2/15/2013	10/22/2014	251			218	35						35															
26	DODGE & COX INTL STOCK FD #1048	256206103		4/24/2014	7/16/2014	468			468	-1						-1															
27	DODGE & COX INCOME FD COM #147	256210105		10/11/2013	6/16/2014	1,612			1,595	17						17															
28	DODGE & COX INCOME FD COM #147	256210105		10/11/2013	6/16/2014	449			436	13						13															
29	DODGE & COX INCOME FD COM #147	256210105		10/11/2013	7/16/2014	599			554	45						45															
30	DODGE & COX INCOME FD COM #147	256210105		10/11/2013	9/5/2014	860			834	26						26															
31	DODGE & COX INCOME FD COM #147	256210105		9/25/2008	9/5/2014	352			301	51						51															
32	DODGE & COX INCOME FD COM #147	256210105		9/25/2008	10/22/2014	850			727	123						123															
33	DODGE & COX INCOME FD COM #147	256210105		9/25/2008	10/28/2014	1,876			1,609	267						267															
34	DREYFUS EMG MKT DEBT LOC C-I #804	261980484		11/6/2012	6/16/2014	2,352			2,433	-81						-81															
35	DREYFUS EMG MKT DEBT LOC C-I #804	261980484		9/12/2012	6/16/2014	1,180			1,188	-8						-8															
36	DREYFUS EMG MKT DEBT LOC C-I #804	261980484		9/12/2012	7/16/2014	387			370	17						17															
37	DREYFUS ACTIVE INCOME FUND	262028855		2/15/2013	6/16/2014	501			498	3						3															
38	DREYFUS ACTIVE INCOME FUND	262028855		7/12/2013	6/16/2014	5,585			5,554	31						31															
39	DREYFUS ACTIVE INCOME FUND	262028855		7/12/2013	10/22/2014	486			502	-14						-14															
40	EATON VANCE GLOBAL MACRO-I #808	277923728		1/23/2014	10/22/2014	1,724			1,735	-11						-11															
41	FID ADV EMER MKTS INC-CL I #807	315920702		10/11/2013	7/16/2014	318			268	50						50															
42	JP MORGAN MID CAP VALUE-I #759	339128100		6/20/2014	7/16/2014	587			568	19						19															
43	HARBOR CAPITAL APPOINTMENT-INST #20	411511504		4/24/2014	6/16/2014	885			831	54						54															
44	HARBOR CAPITAL APPOINTMENT-INST #20	411511504		2/5/2013	6/16/2014	1,941			1,473	468						468															
45	DREYFUS ACTIVE INCOME FUND	262028855		10/11/2013	10/22/2014	2,108			2,168	-60						-60															
46	EATON VANCE GLOBAL MACRO-I #808	277923728		7/12/2013	10/22/2014	2,939			3,008	-69						-69															
47	HARBOR CAPITAL APPOINTMENT-INST #20	411511504		6/16/2014	7/16/2014	1,003			754	249						249															
48	ISHARES CORE S & P 500 ETF	464287200		2/5/2013	7/16/2014	398			392	6						6															
49	ISHARES CORE S & P 500 ETF	464287200		10/22/2014	10/22/2014	405			382	23						23															
50	JPMORGAN HIGH YIELD FUND SS #358	481200803		4/24/2014	10/28/2014	128			130	-2						-2															
51	KEELEY SMALL CAP VAL FD CL I #2251	487300808		9/12/2012	6/16/2014	3,321			2,214	1,107						1,107															
52	KEELEY SMALL CAP VAL FD CL I #2251	487300808		11/6/2012	6/16/2014	3,240			2,214	1,026						1,026															
53	LAUDUS MONDRIAN INTL FINST #2940	518550655		6/12/2012	4/22/2014	1,560			1,729	-169						-169															
54	LAUDUS MONDRIAN INTL FINST #2940	518550655		11/6/2012	4/22/2014	1,822			1,989	-167						-167															
55	LAUDUS MONDRIAN INTL FINST #2940	518550655		2/15/2013	4/22/2014	1,511			1,530	-19						-19															
56	LAUDUS MONDRIAN INTL FINST #2940	518550655		7/12/2013	4/22/2014	809			780	29						29															
57	LAUDUS MONDRIAN INTL FINST #2940	518550655		6/24/2012	4/22/2014	317			347	-30						-30															
58	LAUDUS MONDRIAN INTL FINST #2940	518550655		1/23/2014	4/22/2014	1,217			1,184	33						33															
59	MFS VALUE FUND-CLASS I #893	552883694		6/20/2014	7/16/2014	682			665	17						17															
60	MERGER FD SH BEN INT #260	589508108		9/12/2012	6/16/2014	1,352			1,311	41						41															
61	MERGER FD SH BEN INT #260	589508108		9/12/2012	7/16/2014	330			320	10						10															
62	MERGER FD SH BEN INT #260	589508108		9/12/2012	8/6/2014	76			75	1						1															
63	MERGER FD SH BEN INT #260	589508108		7/12/2013	8/6/2014	2,661			2,606	55						55															
64	MERGER FD SH BEN INT #260	589508108		11/6/2012	8/6/2014	332			321	11						11															
65	MERGER FUND-INST #301	589502007		11/6/2012	10/22/2014	967			1,013	-46						-46															
66	ASG GLOBAL ALTERNATIVES-I #1893	638721885		2/15/2013	10/22/2014	1,718			1,748	-30						-30															
67	ASG GLOBAL ALTERNATIVES-I #1893	638721885		7/12/2013	6/16/2014	316			322	-6						-6															
68	ASG GLOBAL ALTERNATIVES-I #1893	638721885		9/20/2014	7/16/2014	378			375	3						3															
69	NEUBERG BERMAN LONG SH-INS #1	64128R008		4/24/2014	10/22/2014	497			478	21						21															
70	NUVEEN HIGH YIELD MUNI BDR #1868	870650772		4/24/2014	12/19/2014	5,132			4,896	236						236															
71	NUVEEN HIGH YIELD MUNI BDR #1868	870650772		4/24/2014	12/19/2014	752			682	70						70															
72	OPPENHEIMER DEVELOPING MKT-Y #7	863974505		2/5/2013	6/																										

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

Long Term CG Distributions											Amount	
Short Term CG Distributions											5,471	
	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	F.V. as of 12/31/89	Adjusted Basis as of 12/31/89	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	
85	T ROWE PRICE SHORT TERM BD #5	2/6/2013	6/18/2014	1,829			0	-17	0	0	-17	
86	T ROWE PRICE SHORT TERM BD FD #5	2/5/2013	7/16/2014	402			0	-4	0	0	-4	
87	T ROWE PRICE SHORT TERM BD FD #5	2/5/2013	10/22/2014	695			0	-7	0	0	-7	
88	T ROWE PRICE SHORT TERM BD FD #5	2/5/2013	10/28/2014	1,685			0	-17	0	0	-17	
89	T ROWE PRICE SHORT TERM BD FD #5	2/5/2013	1/20/2015	1,401			0	-23	0	0	-23	
							0	5,988	0	0	5,988	
							141,730	0	135,832	0	0	

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

		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	5,352		
										5,352	0	0

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

	Date		Amount
1 Credit from prior year return		1	167
2 First quarter estimated tax payment		2	
3 Second quarter estimated tax payment	7/9/2014	3	110
4 Third quarter estimated tax payment	10/9/2014	4	139
5 Fourth quarter estimated tax payment	1/9/2015	5	138
6 Other payments		6	
7 Total		7	554

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	3,764
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	3,764

Account: ANTHONY F BAUER FOUNDATION
 EIN: 06-6361528

<u>Security Type</u>	<u>CUSIP</u>	<u>Asset Name</u>	<u>Units</u>	<u>Fed Cost</u>	<u>FMV</u>
Invest - Other	04314H204	ARTISAN INTERNATIONAL FUND #661	554.81	13,903.67	16,860.74
Invest - Other	256210105	DODGE & COX INCOME FD COM #147	1,329.63	16,129.60	18,561.68
Invest - Other	411511504	HARBOR CAPITAL APRCTION-INST #2012	413.37	19,240.25	24,107.80
Invest - Other	693390882	PIMCO FOREIGN BD FD USD H-INST #103	638.79	7,011.84	7,007.54
Invest - Other	77957P105	T ROWE PRICE SHORT TERM BD FD #55	1,779.25	8,522.58	8,487.00
Invest - Other	74255L696	PRINCIPAL GL MULT STRAT-INST #4684	281.26	3,085.38	3,107.88
Invest - Other	589509207	MERGER FUND-INST #301	195.89	3,081.53	3,042.16
Invest - Other	04314H600	ARTISAN MID CAP FUND-INS #1333	249.64	10,421.56	11,772.93
Invest - Other	592905509	MET WEST TOTAL RETURN BOND CL I #512	1,680.09	18,480.96	18,632.16
Invest - Other	315920702	FID ADV EMER MKTS INC- CL I #607	349.34	4,724.79	4,558.90
Invest - Other	464287200	ISHARES CORE S & P 500 ETF	39.00	5,905.53	7,833.93
Invest - Other	261980668	DREYFUS INTERNATL BOND FD CL I #6094	418.00	7,118.54	6,813.40
Invest - Other	256206103	DODGE & COX INT'L STOCK FD #1048	400.59	14,274.62	16,732.73
Invest - Other	552983694	MFS VALUE FUND-CLASS I #893	688.68	20,038.59	23,263.75
Invest - Other	261980494	DREYFUS EMG MKT DEBT LOC C-I #6083	615.79	8,635.92	7,574.25
Invest - Other	262028855	DRIEHAUS ACTIVE INCOME FUND	291.83	3,076.01	3,040.89
Invest - Other	339128100	JP MORGAN MID CAP VALUE-I #758	314.08	9,657.70	11,432.33
Invest - Other	63872T885	ASG GLOBAL ALTERNATIVES-Y #1993	545.11	6,248.75	6,263.33
Invest - Other	922908553	VANGUARD REIT VIPER	122.00	7,930.22	10,559.10
Invest - Other	00203H859	AQR MANAGED FUTURES STR-I #15213	553.78	5,830.92	6,169.11
Invest - Other	863137105	STRATTON SM-CAP VALUE FD #37	78.97	6,172.00	5,680.02
Invest - Other	922042858	VANGUARD FTSE EMERGING MARKETS ETF	117.00	4,794.94	4,672.98
Invest - Other	4812C0803	JPMORGAN HIGH YIELD FUND SS #3580	1,415.42	11,077.53	10,771.35
Invest - Other	77958B402	T ROWE PRICE INST FLOAT RATE #170	452.86	4,662.43	4,542.17
Invest - Other	683974604	OPPENHEIMER DEVELOPING MKT-I #799	432.97	15,183.99	14,993.82
Invest - Other	78463X863	SPDR DJ WILSHIRE INTERNATIONAL REAL	247.00	10,040.26	10,635.82
Invest - Other	64128R608	NEUBERGER BERMAN LONG SH-INS #1830	846.18	10,941.09	10,839.55
Invest - Other	483438305	KALMAR GR W/ VAL SM CAP-INS #4	306.82	5,413.05	5,805.03
Invest - Other	22544R305	CREDIT SUISSE COMM RET ST-I #2156	2,072.58	15,213.44	12,020.95
Total - Invest Other			17,430.72	276,817.69	295,783.30
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	8,922.14	8,922.14	8,922.14
Savings & Temp Inv	99999Y944	SECURED MARKET DEPOSIT ACCOUNT	13,374.33	13,374.33	13,374.33
Total - Savings & Temp Inv			22,296.47	22,296.47	22,296.47