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Form **990-PF****Return of Private Foundation**
or Section 4947(a)(1) Trust Treated as Private Foundation

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue ServiceDo 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 6/1/2014, and ending 5/31/2015

Name of foundation THE BOARDMAN FAMILY FOUNDATION # 531			A Employer identification number 13-7166339	
Number and street (or P O box number if mail is not delivered to street address) BNY Mellon, N A. - P O Box 185		Room/suite	B Telephone number (see instructions) (212) 922-8935	
City or town Pittsburgh	State PA	ZIP code 15230-0185		
Foreign country name	Foreign province/state/county	Foreign postal code		
G Check all that apply ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐ E If private foundation status was terminated under section 507(b)(1)(A), check here ☐ F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
H Check type of organization ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation				
I Fair market value of all assets at end of year (from Part II, col (c), line 16) ☐ \$ 8,605,124		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)
1	Contributions, gifts, grants, etc., received (attach schedule)	2,482,558			
2	Check ☐ if the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	193,647	193,557		
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	385,175			
b	Gross sales price for all assets on line 6a	2,060,051			
7	Capital gain, net income (from Part IV, line 2)		385,175		
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	3,061,380	578,732	0	
13	Compensation of officers, directors, trustees, etc.	56,250	45,000		11,250
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule)				
c	Other professional fees (attach schedule)				
17	Interest				
18	Taxes (attach schedule) (see instructions)	4,338	2,485		
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule)	30	30		
24	Total operating and administrative expenses. Add lines 13 through 23	60,618	47,515	0	11,250
25	Contributions, gifts, grants paid	270,000			270,000
26	Total expenses and disbursements. Add lines 24 and 25	330,618	47,515	0	281,250
27	Subtract line 26 from line 12.				
a	Excess of revenue over expenses and disbursements	2,730,762			
b	Net investment income (if negative, enter -0-)		531,217		
c	Adjusted net income (if negative, enter -0-)			0	

For Paperwork Reduction Act Notice, see instructions.

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Form 990-PF (2014) THE BOARDMAN FAMILY FOUNDATION # 531

13-7166339

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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			
	2 Savings and temporary cash investments	44,510	178,746	178,746
	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 ▶			
Liabilities	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	4,601,330	6,405,132	8,426,378
	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)	4,645,840	6,583,878	8,605,124
	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
Net Assets or Fund Balances	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 ▶ ☐			
	and complete lines 24 through 26 and lines 30 and 31.			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	4,645,840	6,583,878	
	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)	4,645,840	6,583,878	
	31 Total liabilities and net assets/fund balances (see instructions)	4,645,840	6,583,878	

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	4,645,840
2 Enter amount from Part I, line 27a	2	2,730,762
3 Other increases not included in line 2 (itemize) ▶ GAIN ON PRIOR YEAR SALES SETTLED IN CURE	3	1,490
4 Add lines 1, 2, and 3	4	7,378,092
5 Decreases not included in line 2 (itemize) ▶ BOOK VALUE DIFFERENCE IN ASSETS RECEIVED	5	794,214
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	6,583,878

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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) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a			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	385,175
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 nonchangible-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	234,581	5,611,943	0.041800
2012	193,049	4,805,358	0.040174
2011	176,297	4,049,649	0.043534
2010	145,917	3,539,230	0.041228
2009	145,363	2,854,248	0.050929

2	Total of line 1, column (d)	2	0.217665
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	0.043533
4	Enter the net value of nonchangible-use assets for 2014 from Part X, line 5	4	8,188,410
5	Multiply line 4 by line 3	5	356,466
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	5,312
7	Add lines 5 and 6	7	361,778
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	281,250

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☐ and enter 1% of Part I, line 27b	1	10,624
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	10,624
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	10,624
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	2,701
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	7,923
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	10,624
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	0
11	Enter the amount of line 10 to be Credited to 2015 estimated tax Refunded	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		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) NJ		
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 ▶ BNY MELLON, N.A. Telephone no. ▶ (212) 922-8935			
Located at ▶ P.O. BOX 185, PITTSBURGH, PA ZIP+4 ▶ 15230-0185				
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15 N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	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? ☐ Yes ☒ No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☒ Yes ☐ No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No		
	(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) ☐ Yes ☒ No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No	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? ☐ Yes ☒ No		
If "Yes," list the years ▶ 20 ____ , 20 ____ , 20 ____ , 20 ____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.)	2b	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? ☐ Yes ☒ No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	3b	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)?		5b	N/A
	Organizations relying on a current notice regarding disaster assistance check here	☐		
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
	<i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i>			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
	<i>If "Yes" to 6b, file Form 8870</i>			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?		7b	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
BNY Mellon, N.A. P O Box 185 Pittsburgh, PA 15230-0185	TRUSTEE SEE ATTACHED	78,350	NONE	NONE
BNY Mellon, N.A. P O Box 185 Pittsburgh, PA 15230-0185	FEE REIMBURSEMENT	-22,100	N/A	N/A

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 ▶ NONE

Attachment to Form 990PF Part VIII, Column (b) Title and Average Hours Per Week Devoted To Position

The compensation reported in column (b) paid to BNY Mellon, N.A. as Corporate Trustee is calculated based on market value and current fee schedule. It is not determined on an hourly basis. Corporate Trustee services include administrative responsibilities, grant requirements, recordkeeping, investment management, income collection, statement and accounting services, and regulatory reporting.

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 ► NONE

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 ►	NONE

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	7,963,874
b	Average of monthly cash balances	1b	349,233
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	8,313,107
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	8,313,107
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	124,697
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	8,188,410
6	Minimum investment return. Enter 5% of line 5	6	409,421

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	409,421
2a	Tax on investment income for 2014 from Part VI, line 5	2a	10,624
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	10,624
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	398,797
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	398,797
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	398,797

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	281,250
b	Program-related investments—total from Part IX-B	1b	NONE
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	281,250
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	281,250

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				398,797
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			267,067	
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>281,250</u>				
a Applied to 2013, but not more than line 2a			267,067	
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				14,183
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				384,614
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

- b** Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(j)(3) or ☐ 4942(j)(5)

- (4) Gross investment income

[illegible]

NOT APPLICABLE

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a Paid during the year See Attached Statement				
Total			▶ 3a	270,000
b Approved for future payment NONE				
Total			▶ 3b	NONE

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

Long Term CG Distributions										Amount	
Short Term CG Distributions										30,585	
Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals		Net Gain or Loss	
								Capital Gains/Losses	Other sales		
								Gross Sales	Cost, Other Basis and Expenses		
								2,060,051	1,674,676	385,175	
								0	0	0	
1	X AT&T INC	00206R102			2/22/2013		10/16/2014	671	714	-43	
2	X AT&T INC	00206R102			11/15/2007		10/16/2014	10,736	12,800	-2,064	
3	X AT&T INC	00206R102			10/16/2012		10/16/2014	335	356	-21	
4	X ADOBE SYSTEMS INC	00724F101			4/15/2014		10/14/2014	6,700	6,704	-4	
5	X ADOBE SYSTEMS INC	00724F101			4/15/2014		10/16/2014	628	609	19	
6	X ADOBE SYSTEMS INC	00724F101			2/12/2013		10/16/2014	3,766	2,344	1,422	
7	X ADOBE SYSTEMS INC	00724F101			2/20/2013		10/16/2014	1,883	1,168	715	
8	X ADOBE SYSTEMS INC	00724F101			2/20/2013		3/25/2015	6,608	3,500	3,108	
9	X ALCATEL-LUCENT-SPONSOR	013904305			10/1/2013		6/3/2014	2,841	2,803	38	
10	X ALCATEL-LUCENT-SPONSOR	013904305			10/14/2013		6/3/2014	5,417	5,479	-62	
11	X ALEXION PHARMACEUTICALS	015351109			2/4/2014		1/8/2015	15,613	13,330	2,283	
12	X MICROSOFT CORP 2.95%	594918A80			7/17/2009		6/1/2014	125,000	124,688	312	
13	X MICRON TECHNOLOGY INC	595112103			2/6/2014		9/2/2014	10,716	8,360	2,356	
14	X MICRON TECHNOLOGY INC	595112103			1/30/2014		9/2/2014	1,576	1,182	394	
15	X MICRON TECHNOLOGY INC	595112103			2/6/2014		9/2/2014	1,261	984	277	
16	X MICRON TECHNOLOGY INC	595112103			1/30/2014		9/2/2014	4,728	3,547	1,181	
17	X MICRON TECHNOLOGY INC	595112103			1/30/2014		9/15/2014	2,411	1,892	519	
18	X MICRON TECHNOLOGY INC	595112103			1/30/2014		9/15/2014	2,110	1,645	465	
19	X MICRON TECHNOLOGY INC	595112103			1/27/2014		9/15/2014	11,755	8,966	2,789	
20	X MICRON TECHNOLOGY INC	595112103			1/30/2014		9/15/2014	301	235	66	
21	X MICRON TECHNOLOGY INC	595112103			1/27/2014		9/15/2014	4,822	3,678	1,144	
22	X MICRON TECHNOLOGY INC	595112103			1/27/2014		10/6/2014	23,212	16,553	6,659	
23	X MICRON TECHNOLOGY INC	595112103			3/27/2014		10/6/2014	7,737	5,338	2,399	
24	X MICRON TECHNOLOGY INC	595112103			4/10/2014		10/6/2014	9,349	6,333	3,016	
25	X MICRON TECHNOLOGY INC	595112103			4/10/2014		10/6/2014	4,513	3,057	1,456	
26	X MONDELEZ INTERNATIONAL	609207105			10/16/2012		12/15/2014	12,480	9,200	3,280	
27	X MONDELEZ INTERNATIONAL	609207105			6/27/2012		12/18/2014	18,242	12,188	6,054	
28	X MONDELEZ INTERNATIONAL	609207105			9/7/2012		12/18/2014	10,945	7,816	3,129	
29	X APPLE INC	037833100			10/24/2013		9/4/2014	15,818	12,134	3,684	
30	X BRISTOL-MYERS SQUIBB CO	110122108			5/24/2013		6/19/2014	8,121	8,011	110	
31	X CABOT OIL & GAS CORP CL A	127097103			12/12/2013		6/13/2014	8,302	8,739	-437	
32	X CABOT OIL & GAS CORP CL A	127097103			12/12/2013		6/16/2014	4,503	4,734	-231	
33	X CABOT OIL & GAS CORP CL A	127097103			12/16/2013		6/16/2014	15,240	15,730	-490	
34	X JP MORGAN CHASE & CO	46625H100			7/7/2014		2/25/2015	7,328	6,796	532	
35	X JP MORGAN CHASE & CO	46625H100			11/9/2007		2/25/2015	15,877	11,222	4,655	
36	X JP MORGAN CHASE & CO	46625H100			1/29/2014		2/25/2015	4,275	3,881	394	
37	X JOHNSON & JOHNSON	478160104			4/1/2014		10/24/2014	9,254	8,723	531	
38	X JOHNSON & JOHNSON	478160104			4/1/2014		10/24/2014	5,141	4,846	295	
39	X JOHNSON & JOHNSON	478160104			9/3/2014		10/24/2014	3,290	3,329	-39	
40	X LAM RESH CORP	512807108			10/6/2014		3/31/2015	6,293	6,735	-442	
41	X LAM RESH CORP	512807108			10/29/2014		3/31/2015	6,293	6,817	-524	
42	X LAM RESH CORP	512807108			10/6/2014		3/31/2015	2,098	2,239	-141	
43	X LAM RESH CORP	512807108			10/6/2014		4/15/2015	16,667	17,165	-498	
44	X LAM RESH CORP	512807108			10/14/2014		4/15/2015	7,246	6,754	492	
45	X LAS VEGAS SANDS CORP	517834107			7/1/2011		4/21/2015	27,645	21,586	6,059	
46	X LAS VEGAS SANDS CORP	517834107			10/16/2012		4/21/2015	553	451	102	
47	X LAS VEGAS SANDS CORP	517834107			1/18/2013		4/21/2015	1,106	1,030	76	
48	X LAS VEGAS SANDS CORP	517834107			2/22/2013		4/21/2015	1,659	1,473	186	
49	X LAS VEGAS SANDS CORP	517834107			8/12/2011		4/21/2015	13,823	10,985	2,838	
50	X LAS VEGAS SANDS CORP	517834107			10/16/2012		4/21/2015	2,765	2,289	476	
51	X METLIFE INC	59156R108			10/16/2012		6/9/2014	16,964	11,141	5,823	
52	X METLIFE INC	59156R108			10/16/2012		6/10/2014	18,681	12,219	6,462	
53	X METLIFE INC	59156R108			2/22/2013		6/10/2014	4,945	3,215	1,730	
54	X MONDELEZ INTERNATIONAL	609207105			10/16/2012		12/18/2014	3,284	2,435	849	
55	X SEAGATE TECHNOLOGY	G7945M107			1/7/2014		11/7/2014	12,341	11,765	576	
56	X SEAGATE TECHNOLOGY	G7945M107			6/3/2014		11/7/2014	2,468	2,148	320	
57	X SEAGATE TECHNOLOGY	G7945M107			6/3/2014		11/7/2014	1,851	1,611	240	
58	X AVAGO TECHNOLOGIES LTD	Y0486S104			4/23/2014		8/29/2014	4,944	3,861	1,083	
59	X AVAGO TECHNOLOGIES LTD	Y0486S104			4/23/2014		9/4/2014	2,599	1,930	669	
60	X AVAGO TECHNOLOGIES LTD	Y0486S104			10/14/2013		9/4/2014	866	440	426	
61	X AVAGO TECHNOLOGIES LTD	Y0486S104			4/23/2014		9/4/2014	3,465	2,574	891	
62	X AVAGO TECHNOLOGIES LTD	Y0486S104			10/14/2013		9/4/2014	4,331	2,200	2,131	
63	X AVAGO TECHNOLOGIES LTD	Y0486S104			10/14/2013		1/8/2015	9,254	3,961	5,293	
64	X AVAGO TECHNOLOGIES LTD	Y0486S104			9/20/2013		1/8/2015	4,113	1,683	2,430	
65	X AVAGO TECHNOLOGIES LTD	Y0486S104			9/20/2013		3/25/2015	14,647	4,922	9,725	
66	X CARDINAL HEALTH INC	14149Y108			6/5/2014		2/10/2015	9,312	7,830	1,482	
67	X CENTERPOINT ENERGY INC	15189T107			6/11/2014		2/13/2015	1,737	1,912	-175	
68	X CENTERPOINT ENERGY INC	15189T107			10/16/2012		2/13/2015	4,343	4,284	59	
69	X CENTERPOINT ENERGY INC	15189T107			10/16/2012		2/17/2015	6,266	6,211	55	

Year	Number of cases
2013	501
2014	622
2015	1,598
2016	2,220
2017	2,220
2018	2,220
2019	2,220
2020	2,220
2021	2,220
2022	2,220
2023	2,220
2024	2,220
2025	2,220
2026	2,220
2027	2,220
2028	2,220
2029	2,220
2030	2,220
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2091	2,220
2092	2,220
2093	2,220
2094	2,220
2095	2,220
2096	2,220
2097	2,220
2098	2,220
2099	2,220
2100	2,220

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										2,060,051		1,674,876		385,175	
Other sales										0		0		0	
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	
139	X	AMAZON COM INC			6/10/2011		4/1/2015	14,429	7,290					7,139	
140	X	AMER EXPRESS CREDIT 5 1/2			8/21/2009		8/25/2014	102,562	100,096					2,466	
141	X	ANHEUSER BUSCH INBEV SP			4/14/2014		1/7/2015	10,187	10,059					128	
142	X	APPLE INC			11/26/2013		9/2/2014	8,677	6,381					2,296	
143	X	APPLE INC			5/16/2014		9/2/2014	3,616	2,936					680	
144	X	APPLE INC			10/24/2013		9/2/2014	3,719	2,730					889	
145	X	GOOGLE INC-CL C			4/25/2013		16/2015	2,524	2,035					489	
146	X	GOOGLE INC-CL C			4/17/2013		16/2015	3,533	2,732					801	
147	X	HCA HOLDINGS INC			6/4/2014		9/3/2014	5,566	4,382					1,184	
148	X	HCA HOLDINGS INC			6/4/2014		12/0/2015	4,739	3,835					904	
149	X	HCA HOLDINGS INC			6/4/2014		12/0/2015	11,509	9,313					2,196	
150	X	HCA HOLDINGS INC			5/21/2014		1/21/2015	11,065	8,412					2,653	
151	X	HCA HOLDINGS INC			6/4/2014		1/21/2015	12,448	9,860					2,588	
152	X	HCA HOLDINGS INC			5/21/2014		8/13/2014	4,841	3,110					1,731	
153	X	HARLEY DAVIDSON INC			412822108		8/23/2013	1,866	1,795					71	
154	X	HARLEY DAVIDSON INC			9/4/2014		4/21/2015	19,069	20,614					-1,545	
155	X	INTEL CORP			458140100		9/2/2014	35,467	37,995					-2,528	
156	X	INTEL CORP			458140100		5/7/2015	5,804	6,289					-485	
157	X	INTEL CORP			458140100		5/7/2015	6,771	7,267					-496	
158	X	JP MORGAN CHASE & CO			9/15/2014		2/25/2015	9,160	5,902					3,258	
159	X	PVH CORP			7/2/2013		8/13/2014	2,133	2,411					-278	
160	X	PEPSICO INC			5/30/2014		8/14/2014	4,582	4,407					175	
161	X	PFIZER INC			11/5/2013		6/4/2014	5,916	6,234					-318	
162	X	PFIZER INC			10/22/2013		6/4/2014	1,775	1,844					-69	
163	X	PROCTER & GAMBLE CO			10/16/2012		11/3/2015	48,198	36,521					11,677	
164	X	FREEMPORT-MCMORAN INC			742718109		10/7/2014	10,544	13,510					-2,966	
165	X	GENERAL ELECTRIC CO			356710857		8/15/2014	27,880	15,499					12,381	
166	X	GENERAL ELECTRIC CO			369604103		8/15/2014	1,023	879					144	
167	X	GENERAL ELECTRIC CO			369604103		8/15/2014	11,254	9,890					1,364	
168	X	GENERAL ELECTRIC CO			2/22/2013		8/15/2014	3,581	3,280					301	
169	X	GENERAL ELECTRIC CO			369604103		8/15/2014	16,370	18,394					-2,024	
170	X	GENERAL ELECTRIC CO			7/28/2003		8/15/2014	3,837	3,372					465	
171	X	GENERAL ELECTRIC CO			1/28/2013		12/16/2014	30,991	36,834					-5,853	
172	X	GOOGLE INC - CL A			7/16/2014		12/16/2014	2,498	2,859					-361	
173	X	GOOGLE INC - CL A			6/23/2014		1/8/2015	10,120	11,436					-1,316	
174	X	GOOGLE INC - CL A			38259P508		6/16/2014	506	552					-46	
175	X	GOOGLE INC-CL C			38259P508		1/8/2015	7,571	5,855					1,716	
176	X	GOOGLE INC-CL C			4/17/2013		1/6/2015	7,067	5,519					1,548	
177	X	JP MORGAN CHASE & CO			4/19/2010		2/25/2015	18,319	11,569					6,750	
178	X	JP MORGAN CHASE & CO			1/27/2010		2/25/2015	1,221	924					297	
179	X	JP MORGAN CHASE & CO			1/18/2013		2/25/2015	1,221	924					249	
180	X	JP MORGAN CHASE & CO			2/22/2013		2/25/2015	15,877	14,416					1,461	
181	X	JP MORGAN CHASE & CO			1/29/2014		2/25/2015	15,877	14,416					1,461	
182	X	PROCTER & GAMBLE CO			6/24/1998		11/3/2015	15,460	14					15,446	
183	X	SALESFORCE COM INC			6/16/2014		5/4/2015	7,880	6,010					1,870	
184	X	SALESFORCE COM INC			79466L302		5/4/2015	1,433	772					661	
185	X	SCHLUMBERGER LTD			10/16/2012		5/4/2015	28,181	17,390					10,791	
186	X	SCHLUMBERGER LTD			8/24/2009		10/10/2014	564	370					194	
187	X	SCHLUMBERGER LTD			9/22/2009		10/10/2014	19,163	6,099					13,064	
188	X	SCHLUMBERGER LTD			3/13/2002		10/10/2014	12,176	4,484					7,692	
189	X	SEMPRA ENERGY			6/10/2008		11/24/2014	8,824	4,514					4,310	
190	X	SEMPRA ENERGY			816851109		11/24/2014	2,978	1,524					1,454	
191	X	SHIRE PLC			6/27/2012		7/18/2014	25,744	8,535					17,209	
192	X	SHIRE PLC			10/16/2012		7/18/2014	5,149	1,787					3,362	
193	X	SHIRE PLC			5/13/2013		7/18/2014	11,842	4,306					7,536	
194	X	SOUTHWESTERN ENERGY CO			8/24/2012		6/25/2014	18,278	6,345					11,933	
195	X	SOUTHWESTERN ENERGY CO			10/16/2012		6/25/2014	2,741	2,287					454	
196	X	SOUTHWESTERN ENERGY CO			8/23/2013		6/25/2014	8,222	6,488					1,734	
197	X	SOUTHWESTERN ENERGY CO			10/16/2012		12/31/2014	3,822	5,046					-1,224	
198	X	SOUTHWESTERN ENERGY CO			10/16/2012		5/22/2015	9,477	12,616					-3,139	
199	X	SOUTHWESTERN ENERGY CO			10/16/2012		5/22/2015	5,416	7,209					-1,793	
200	X	SOUTHWESTERN ENERGY CO			12/6/2012		5/22/2015	542	694					-152	
201	X	SOUTHWESTERN ENERGY CO			12/6/2012		5/22/2015	1,895	2,430					-535	
202	X	SOUTHWESTERN ENERGY CO			12/6/2012		5/26/2015	2,123	2,777					-654	
203	X	SOUTHWESTERN ENERGY CO			11/8/2013		5/26/2015	1,658	2,350					-492	
204	X	SOUTHWESTERN ENERGY CO			2/22/2013		5/26/2015	1,327	1,668					-341	
205	X	SOUTHWESTERN ENERGY CO			11/24/2014		5/26/2015	5,839	7,397					-1,538	
206	X	SOUTHWESTERN ENERGY CO			12/10/2014		5/26/2015	2,920	3,200					-280	
207	X	SOUTHWESTERN ENERGY CO			12/11/2014		5/26/2015	3,185	3,578					-393	

	Amount
Long Term CG Distributions	30,585
Short Term CG Distributions	

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

		4,338	2,485	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	2,485	2,485		
2	ESTIMATED EXCISE PAYMENTS	1,853			

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

		30	30	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT EXPENSES	30	30		

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
1			4,601,330	6,405,132	8,426,378
2	ACTAVIS PLC		0	29,234	62,282
3	ACCENTURE PLC IRELAND SHS CL A		0	10,809	46,099
4	EATON CORP PLC		0	43,884	61,567
5	INGERSOLL-RAND PLC		0	41,740	78,409
6	INVESCO LTD		0	53,374	91,211
7	MALLINCKRODT PLC		0	25,499	40,126
8	TE CONNECTIVITY LTD		0	57,200	65,550
9	NXP SEMICONDUCTORS N V		0	49,282	53,880
10	AVAGO TECHNOLOGIES LTD		0	22,421	78,921
11	AFLAC INC		0	51,449	51,020
12	AT&T INC		0	140,980	134,531
13	AT&T INC		0	13,445	13,125
14	ABBOTT LABORATORIES		0	8,165	9,720
15	ABBVIE INC		0	61,556	74,581
16	ADOBE SYS INC COM		0	21,072	43,500
17	DREYFUS GLOBAL REAL RET -Y		0	75,000	73,142
18	ALLY FINANCIAL INC		0	46,133	47,380
19	AMAZON COM INC		0	30,625	70,394
20	AMGEN INC		0	22,245	29,846
21	ANADARKO PETE CORP		0	31,911	33,444
22	ANHEUSER BUSCH INBEV SPN ADR		0	31,322	34,962
23	APPLE COMPUTER INC COM		0	34,477	219,001
24	BNY MELLON MID CAP STK FD CL M		0	99,091	124,355
25	BNY MELLON INTL APPR FD CL M		0	415,876	456,331
26	BNY MELLON SMALL CAP STK FD CL M S		0	397,650	564,273
27	BNY MELLON BOND FD CL M		0	292,800	286,563
28	BNY MELLON EMERGING MKTS FD CL M S		0	351,987	325,962
29	BANK AMER CORP		0	87,613	87,615
30	BARCLAYS BANK PLC		0	83,725	85,159
31	BEAR STEARNS COS INC		0	134,304	127,406
32	BIAGEN IDEC INC		0	32,605	42,081
33	BRISTOL MYERS SQUIBB CO COM		0	40,573	52,972
34	CABOT OIL & GAS CORP		0	17,110	16,301
35	CAPITAL ONE FINL CORP COM		0	52,068	73,533
36	CARDINAL HEALTH INC COM		0	35,515	44,085
37	CATERPILLAR INC		0	23,967	43,513
38	CELANESE CORP DEL		0	29,515	59,211
39	CELGENE CORP		0	17,994	20,027
40	CHEESECAKE FACTORY INC		0	3,394	3,610
41	CHEVRONTXACO CORP		0	35,972	46,556
42	CISCO SYS INC		0	64,522	67,413
43	COMCAST CORP NEW CL A		0	41,211	71,614
44	COSTCO WHSL CORP NEW		0	28,165	109,652
45	CREDIT SUISSE NEW YO 4.375% 8/05/20		0	113,469	110,040
46	DISNEY (WALT) COMPANY HOLDING CO		0	17,986	38,630

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
47	DOVER CORPORATION		0	37,498	55,419
48	DOW CHEMICAL COMPANY COMMON		0	43,832	46,342
49	DREYFUS PREM LT TRM HI YLD-R		0	399,439	393,332
50	DREYFUS GLOBAL REAL ES SEC-Y		0	150,396	224,784
51	EBAY INC 2.6% 7/15/22		0	119,480	119,015
52	ELECTRONIC ARTS		0	34,521	57,735
53	EXPRESS SCRIPTS HLDG CO		0	17,323	45,748
54	EXXON MOBIL CORP		0	34,803	43,196
55	FACEBOOK INC		0	65,022	89,485
56	FNF GROUP		0	24,741	37,580
57	GENERAL ELECTRIC CO 5.25% 12/06/17		0	123,438	137,250
58	GILEAD SCIENCES INC		0	31,109	102,166
59	GOLDMAN SACHS GROUP INC		0	49,810	50,940
60	GOOGLE INC		0	29,422	37,627
61	HSBC FIN CORP		0	105,388	100,384
62	HALLIBURTON COMPANY COM		0	42,529	49,259
63	HARLEY DAVIDSON INC		0	40,972	37,443
64	HARTFORD FINL SVCS GROUP INC COM		0	48,883	55,087
65	HERSHEY FOODS CORPORATION COM		0	49,859	44,294
66	HOME DEPOT INC USD 0.05		0	24,213	62,952
67	HONEYWELL INTL INC		0	37,965	82,318
68	HUMANA INC COM		0	52,666	74,484
69	ILLINOIS TOOL WORKS INC COM		0	52,076	56,298
70	INTERCONTINENTAL EXCHANGE GRO		0	49,012	86,661
71	INTERNATIONAL BUSINESS MACHINES C		0	16,124	25,448
72	JOHNSON CONTROLS INC		0	38,300	56,962
73	MARATHON OIL CORP		0	37,347	32,356
74	MEAD JOHNSON NUTRITION CO-A		0	12,470	12,649
75	MERCK & CO INC		0	28,116	112,829
76	MERCK & CO INC 5.0% 6/30/19		0	112,929	112,500
77	MONSANTO CO NEW		0	4,084	58,490
78	MONSTER BEVERAGE CORP		0	33,793	62,494
79	NIKE INC CL B		0	34,059	34,568
80	NORFOLK SOUTHERN CORP		0	2,381	41,400
81	NOW INC/DE		0	1,762	1,318
82	NUCOR CORP		0	36,599	39,732
83	ORACLE CORP / OZARK HLDG INC		0	131,882	128,838
84	OUTFRONT MEDIA INC		0	47,911	41,232
85	PNC FINANCIAL SERVICES GROUP INC		0	25,701	55,979
86	PVH CORP		0	56,938	50,332
87	PALO ALTO NETWORKS INC		0	56,525	65,084
88	PEPSICO INC		0	53,052	81,966
89	PFIZER INC COM		0	41,640	63,592
90	PHILIP MORRIS INTERNATIONAL		0	49,854	44,858
91	PHILLIPS 66		0	27,711	29,274
92	PIONEER NAT RES CO		0	22,482	21,140

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

Asset Description		Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	FMV End of Year
93	PROCTER & GAMBLE CO COM		0	42	39,587
94	SALESFORCE COM INC		0	33,041	62,274
95	SCHLUMBERGER LIMITED COM		0	23,409	50,468
96	SCHWAB CHARLES CORP NEW		0	49,874	49,374
97	SEMPRA ENERGY		0	34,304	52,445
98	SERVICENOW INC		0	46,004	75,078
99	THERMO ELECTRON CORP		0	35,993	44,074
100	TIME WARNER INC.		0	53,776	59,981
101	TRAVELERS COS INC		0	14,858	21,235
102	TWITTER INC		0	37,244	26,769
103	UNION PACIFIC CORP		0	30,049	44,501
104	UNITED TECHNOLOGIES CORP		0	45,629	72,060
105	VALERO ENERGY CORP NEW		0	41,702	66,941
106	VERIZON COMMUNICATIONS INC		0	10,938	19,282
107	WELLS FARGO & CO NEW		0	21,601	47,006
108	WILLIAMS CO INC		0	33,028	97,090
109	YUM BRANDS INC		0	38,648	65,780

WORKING INC.	1/18/2014	2/16/14	0	285	0
279350105	1/11/2014	2/16/14	0	285	0

1

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

Long Term CG Distributions														Amount
Short Term CG Distributions														30,585
														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	F M V as of 12/31/63	Adjusted Basis as of 12/31/63	Excess of FMV Over Adj. Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
169	GENERAL ELECTRIC CO	369604103		2/22/2013	8/15/2014	3,581		0	3,280	301		0	0	354,590
170	GENERAL ELECTRIC CO	369604103		7/28/2013	8/15/2014	16,370		0	18,394	-2,024		0	0	-2,024
171	GENERAL ELECTRIC CO	369604103		7/28/2013	8/15/2014	3,837		0	3,372	465		0	0	465
172	GOOGLE INC - CL A	36239F508		7/16/2014	12/16/2014	30,981		0	36,834	-5,853		0	0	-5,853
173	GOOGLE INC - CL A	36239F508		6/23/2014	12/16/2014	2,498		0	2,859	-361		0	0	-361
174	GOOGLE INC - CL A	36239F508		6/23/2014	1/6/2015	10,120		0	11,436	-1,316		0	0	-1,316
175	GOOGLE INC - CL A	36239F508		1/6/2015	1/6/2015	5,069		0	5,552	-486		0	0	-486
176	GOOGLE INC - CL C	36239F508		4/17/2013	1/6/2015	7,571		0	8,855	-1,284		0	0	-1,284
177	GOOGLE INC - CL C	36239F508		4/19/2013	1/6/2015	7,067		0	8,519	-1,452		0	0	-1,452
178	JP MORGAN CHASE & CO	46623H100		1/27/2010	2/25/2015	16,319		0	11,589	4,730		0	0	4,730
179	JP MORGAN CHASE & CO	46623H100		1/7/2013	2/25/2015	1,221		0	972	249		0	0	249
180	JP MORGAN CHASE & CO	46623H100		2/22/2013	2/25/2015	1,221		0	1,546	-325		0	0	-325
181	JP MORGAN CHASE & CO	46623H100		1/29/2014	2/25/2015	15,877		0	14,416	1,461		0	0	1,461
182	PROCTER & GAMBLE CO	742718109		6/24/1998	1/13/2015	15,460		0	15,446	14		0	0	14
183	SALESFORCE COM INC	79466L302		6/16/2014	5/4/2015	7,860		0	6,010	1,850		0	0	1,850
184	SALESFORCE COM INC	79466L302		10/16/2012	5/4/2015	1,433		0	1,772	-339		0	0	-339
185	SCHLUMBERGER LTD	806857108		8/24/2009	10/10/2014	28,181		0	17,390	10,791		0	0	10,791
186	SCHLUMBERGER LTD	806857108		9/22/2009	10/10/2014	564		0	370	194		0	0	194
187	SCHLUMBERGER LTD	806857108		3/13/2002	10/10/2014	19,163		0	6,099	13,064		0	0	13,064
188	SCHLUMBERGER LTD	806857108		3/13/2002	11/24/2014	12,176		0	4,484	7,692		0	0	7,692
189	SEMPRA ENERGY	816851109		6/10/2008	11/24/2014	8,824		0	4,514	4,310		0	0	4,310
190	SEMPRA ENERGY	816851109		6/10/2008	11/24/2014	2,978		0	1,524	1,454		0	0	1,454
191	SHIRE PLC	82481R106		6/27/2012	7/18/2014	25,744		0	8,535	17,209		0	0	17,209
192	SHIRE PLC	82481R106		10/16/2012	7/18/2014	5,149		0	1,787	3,362		0	0	3,362
193	SHIRE PLC	82481R106		5/13/2013	7/18/2014	11,842		0	4,306	7,536		0	0	7,536
194	SOUTHWESTERN ENERGY CO	845467109		8/23/2013	6/25/2014	18,278		0	6,345	11,933		0	0	11,933
195	SOUTHWESTERN ENERGY CO	845467109		10/16/2012	6/25/2014	2,741		0	2,287	554		0	0	554
196	SOUTHWESTERN ENERGY CO	845467109		10/16/2012	12/31/2014	8,222		0	6,488	1,734		0	0	1,734
197	SOUTHWESTERN ENERGY CO	845467109		10/16/2012	12/31/2014	3,822		0	5,046	-1,224		0	0	-1,224
198	SOUTHWESTERN ENERGY CO	845467109		10/16/2012	5/22/2015	9,477		0	12,616	-3,139		0	0	-3,139
199	SOUTHWESTERN ENERGY CO	845467109		10/16/2012	5/22/2015	5,416		0	7,209	-1,793		0	0	-1,793
200	SOUTHWESTERN ENERGY CO	845467109		12/6/2012	5/22/2015	542		0	694	-152		0	0	-152
201	SOUTHWESTERN ENERGY CO	845467109		12/6/2012	5/22/2015	1,895		0	2,430	-535		0	0	-535
202	SOUTHWESTERN ENERGY CO	845467109		12/6/2012	5/26/2015	2,123		0	2,777	-654		0	0	-654
203	SOUTHWESTERN ENERGY CO	845467109		1/18/2013	5/26/2015	1,858		0	2,350	-492		0	0	-492
204	SOUTHWESTERN ENERGY CO	845467109		2/22/2013	5/26/2015	1,327		0	1,668	-341		0	0	-341
205	SOUTHWESTERN ENERGY CO	845467109		11/24/2014	5/26/2015	5,839		0	7,397	-1,558		0	0	-1,558
206	SOUTHWESTERN ENERGY CO	845467109		12/10/2014	5/26/2015	2,920		0	3,200	-280		0	0	-280
207	SOUTHWESTERN ENERGY CO	845467109		12/11/2014	5/26/2015	3,185		0	3,578	-393		0	0	-393
208	SPLUNK INC	848637104		3/20/2014	11/20/2014	4,470		0	6,269	-1,799		0	0	-1,799
209	SPLUNK INC	848637104		3/21/2014	11/20/2014	1,277		0	1,704	-427		0	0	-427
210	STATE STREET CORP	857471103		11/8/2013	12/6/2015	2,159		0	1,603	556		0	0	556
211	STATE STREET CORP	857471103		2/22/2013	12/6/2015	2,159		0	1,711	448		0	0	448
212	STATE STREET CORP	857471103		10/23/2009	5/11/2015	24,470		0	15,552	8,918		0	0	8,918
213	STATE STREET CORP	857471103		10/23/2009	5/11/2015	4,686		0	2,744	1,942		0	0	1,942
214	STATE STREET CORP	857471103		10/16/2012	5/11/2015	23,478		0	12,976	10,502		0	0	10,502
215	STATE STREET CORP	857471103		10/16/2012	5/11/2015	2,348		0	1,286	1,062		0	0	1,062
216	STATE STREET CORP	857471103		10/16/2012	5/12/2015	1,550		0	857	693		0	0	693
217	STATE STREET CORP	857471103		10/16/2012	5/12/2015	30,216		0	16,712	13,504		0	0	13,504
218	TEVA PHARMACEUTICAL INDS ADR	861624209		10/16/2012	8/13/2014	8,671		0	6,753	1,918		0	0	1,918
219	TEVA PHARMACEUTICAL INDS ADR	861624209		10/16/2012	8/2/2014	13,500		0	10,328	3,172		0	0	3,172
220	TEVA PHARMACEUTICAL INDS ADR	861624209		11/8/2013	9/2/2014	1,587		0	1,141	446		0	0	446
221	TEVA PHARMACEUTICAL INDS ADR	861624209		2/22/2013	9/2/2014	6,268		0	4,566	1,702		0	0	1,702
222	TEVA PHARMACEUTICAL INDS ADR	861624209		2/22/2013	9/2/2014	3,056		0	2,886	970		0	0	970
223	TEVA PHARMACEUTICAL INDS ADR	861624209		10/16/2012	9/2/2014	1,567		0	1,192	375		0	0	375
224	TEVA PHARMACEUTICAL INDS ADR	861624209		11/8/2013	9/2/2014	522		0	380	142		0	0	142
225	TIME WARNER INC	887373703		11/20/2014	4/1/2015	7,427		0	7,339	88		0	0	88
226	WELLS FARGO & COMPANY	949746101		2/25/2011	7/17/2014	7,875		0	4,905	2,970		0	0	2,970
227	WELLS FARGO & COMPANY	949746101		3/31/2010	7/17/2014	3,150		0	1,956	1,194		0	0	1,194
228	WELLS FARGO & COMPANY	949746101		3/31/2010	7/17/2014	28,240		0	15,239	12,981		0	0	12,981
229	WELLS FARGO & COMPANY	949746101		9/20/2010	7/17/2015	3,138		0	1,367	1,771		0	0	1,771
230	YAHOO INC	984332106		11/5/2012	6/16/2014	15,312		0	7,645	7,667		0	0	7,667
231	YAHOO INC	984332106		11/5/2012	6/23/2014	14,105		0	7,297	6,808		0	0	6,808
232	YAHOO INC	984332106		11/5/2012	7/16/2014	13,953		0	7,124	6,829		0	0	6,829
233	YAHOO INC	984332106		2/7/2013	7/16/2014	23,142		0	11,815	11,327		0	0	11,327
234	YAHOO INC	984332106		2/7/2013	7/16/2014	681		0	404	277		0	0	277
235	YAHOO INC	984332106		14/2012	10/20/2014	22,067		0	13,488	8,579		0	0	8,579
236	YAHOO INC	984332106		11/7/2012	10/20/2014	11,234		0	6,867	4,367		0	0	4,367
237	YAHOO INC	984332106		3/8/2012	10/20/2014	14,845		0	9,074	5,771		0	0	5,771
238	ACCENTURE PLC-CL A	G1151C101		11/6/2014	4/21/2015	931		0	832	99		0	0	99
239	ACCENTURE PLC-CL A	G1151C101		11/6/2014	4/21/2015	1,167		0	1,669	192		0	0	192
240	ACCENTURE PLC-CL A	G1151C101		5/18/2005	4/21/2015	11,167		0	2,702	8,465		0	0	8,465
241	NABORS INDUSTRIES LTD	G6359F103		3/25/2014	11/4/2014	5,601		0	3,707	-1,894		0	0	-1,894
242	NABORS INDUSTRIES LTD	G6359F103		3/25/2014	11/4/2014	2,471		0	8,403	-2,802		0	0	-2,802

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

		Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	BNY Mellon, N A	X	P O Box 185	Pittsburgh	PA	15230-0185		TRUSTEE	SEE ATTAC	78,350	NONE	NONE
2	BNY Mellon, N A	X	P O Box 185	Pittsburgh	PA	15230-0185		FEE	REIMBURS	-22 100	N/A	N/A
										56,250	0	0

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

	Date		Amount
1 Credit from prior year return		1	848
2 First quarter estimated tax payment	10/9/2014	2	927
3 Second quarter estimated tax payment	11/12/2014	3	926
4 Third quarter estimated tax payment		4	
5 Fourth quarter estimated tax payment		5	
6 Other payments		6	
7 Total		7	2,701

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	267,067
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	267,067

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	G1151C101	ACCENTURE PLC-CL A	600	47,676.00
7/15/2014 00:00:00	G0083B108	ACTAVIS PLC	62	13,676.58
7/15/2014 00:00:00	00724F101	ADOBE SYSTEMS INC	160	11,660.00
7/15/2014 00:00:00	00724F101	ADOBE SYSTEMS INC	60	4,372.80
7/15/2014 00:00:00	001055102	AFLAC INC	110	6,908.00
7/15/2014 00:00:00	001055102	AFLAC INC	110	6,908.00
7/15/2014 00:00:00	015351109	ALEXION PHARMACEUTICALS INC	37	6,059.12
7/15/2014 00:00:00	023135106	AMAZON.COM INC	75	26,649.00
7/15/2014 00:00:00	031162100	AMGEN INC	58	6,900.84
7/15/2014 00:00:00	03524A108	ANHEUSER BUSCH INBEV SPN	66	7,477.14
7/15/2014 00:00:00	03524A108	ANHEUSER BUSCH INBEV SPN	48	5,437.92
7/15/2014 00:00:00	G0408V102	AON PLC	185	16,653.70
7/15/2014 00:00:00	037833100	APPLE INC	700	67,515.00
7/15/2014 00:00:00	00206R102	AT&T INC	320	11,475.20
7/15/2014 00:00:00	Y0486S104	AVAGO TECHNOLOGIES LTD	120	8,884.80
7/15/2014 00:00:00	Y0486S104	AVAGO TECHNOLOGIES LTD	10	740.40
7/15/2014 00:00:00	Y0486S104	AVAGO TECHNOLOGIES LTD	40	2,961.60
7/15/2014 00:00:00	09062X103	BIOGEN IDEC INC	32	10,232.00
7/15/2014 00:00:00	110122108	BRISTOL-MYERS SQUIBB CO	260	12,760.80
7/15/2014 00:00:00	127097103	CABOT OIL & GAS CORP CL A	50	1,724.50
7/15/2014 00:00:00	127097103	CABOT OIL & GAS CORP CL A	250	8,622.50
7/15/2014 00:00:00	127097103	CABOT OIL & GAS CORP CL A	180	6,208.20
7/15/2014 00:00:00	14040H105	CAPITAL ONE FINANCIAL CORP	200	16,802.00
7/15/2014 00:00:00	14040H105	CAPITAL ONE FINANCIAL CORP	40	3,360.40
7/15/2014 00:00:00	14040H105	CAPITAL ONE FINANCIAL CORP	30	2,520.30
7/15/2014 00:00:00	14149Y108	CARDINAL HEALTH INC	80	5,651.20
7/15/2014 00:00:00	14149Y108	CARDINAL HEALTH INC	100	7,064.00
7/15/2014 00:00:00	149123101	CATERPILLAR INC	180	19,816.20
7/15/2014 00:00:00	150870103	CELANESE CORP -SER A	100	6,437.00
7/15/2014 00:00:00	150870103	CELANESE CORP -SER A	200	12,874.00
7/15/2014 00:00:00	15189T107	CENTERPOINT ENERGY INC	490	12,112.80

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	15189T107	CENTERPOINT ENERGY INC	110	2,719.20
7/15/2014 00:00:00	166764100	CHEVRON CORPORATION	131	16,933.06
7/15/2014 00:00:00	20030N101	COMCAST CORP CL A	270	14,863.50
7/15/2014 00:00:00	20030N101	COMCAST CORP CL A	10	550.50
7/15/2014 00:00:00	20030N101	COMCAST CORP CL A	120	6,606.00
7/15/2014 00:00:00	20030N101	COMCAST CORP CL A	10	550.50
7/15/2014 00:00:00	219350105	CORNING INC	100	2,191.00
7/15/2014 00:00:00	22160K105	COSTCO WHSL CORP NEW	144	16,899.84
7/15/2014 00:00:00	260003108	DOVER CORP	220	19,569.00
7/15/2014 00:00:00	G29183103	EATON CORP PLC	270	21,343.50
7/15/2014 00:00:00	30219G108	EXPRESS SCRIPTS HOLDING CO	200	13,580.00
7/15/2014 00:00:00	30231G102	EXXON MOBIL CORP	140	14,375.20
7/15/2014 00:00:00	30303M102	FACEBOOK INC-A	140	9,506.00
7/15/2014 00:00:00	30303M102	FACEBOOK INC-A	30	2,037.00
7/15/2014 00:00:00	30303M102	FACEBOOK INC-A	100	6,790.00
7/15/2014 00:00:00	35671D857	FREEMPORT-MCMORAN INC	330	12,771.00
7/15/2014 00:00:00	369604103	GENERAL ELECTRIC CO	640	17,062.40
7/15/2014 00:00:00	369604103	GENERAL ELECTRIC CO	150	3,999.00
7/15/2014 00:00:00	375558103	GILEAD SCIENCES INC	220	19,767.00
7/15/2014 00:00:00	38259P508	GOOGLE INC - CL A	7	4,159.82
7/15/2014 00:00:00	38259P508	GOOGLE INC - CL A	6	3,565.56
7/15/2014 00:00:00	38259P508	GOOGLE INC - CL A	5	2,971.30
7/15/2014 00:00:00	38259P706	GOOGLE INC-CL C	5	2,924.35
7/15/2014 00:00:00	38259P706	GOOGLE INC-CL C	7	4,094.09
7/15/2014 00:00:00	40412C101	H C A HOLDINGS INC	70	3,904.60
7/15/2014 00:00:00	40412C101	H C A HOLDINGS INC	150	8,367.00
7/15/2014 00:00:00	406216101	HALLIBURTON CO	200	13,960.00
7/15/2014 00:00:00	406216101	HALLIBURTON CO	85	5,933.00
7/15/2014 00:00:00	406216101	HALLIBURTON CO	10	698.00
7/15/2014 00:00:00	412822108	HARLEY DAVIDSON INC	100	6,732.00
7/15/2014 00:00:00	412822108	HARLEY DAVIDSON INC	90	6,058.80

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	412822108	HARLEY DAVIDSON INC	50	3,366.00
7/15/2014 00:00:00	437076102	HOME DEPOT INC	170	13,508.20
7/15/2014 00:00:00	438516106	HONEYWELL INTL INC	280	26,807.20
7/15/2014 00:00:00	G47791101	INGERSOLL-RAND PLC	350	21,780.50
7/15/2014 00:00:00	45866F104	INTERCONTINENTAL EXCHANGE INC	109	20,329.59
7/15/2014 00:00:00	459200101	IBM	150	28,479.00
7/15/2014 00:00:00	G491BT108	INVESCO LTD	800	30,480.00
7/15/2014 00:00:00	478160104	JOHNSON & JOHNSON	50	5,269.00
7/15/2014 00:00:00	478366107	JOHNSON CONTROLS INC	135	6,940.35
7/15/2014 00:00:00	478366107	JOHNSON CONTROLS INC	125	6,426.25
7/15/2014 00:00:00	478366107	JOHNSON CONTROLS INC	125	6,426.25
7/15/2014 00:00:00	46625H100	JP MORGAN CHASE & CO	260	14,635.40
7/15/2014 00:00:00	46625H100	JP MORGAN CHASE & CO	70	3,940.30
7/15/2014 00:00:00	517834107	LAS VEGAS SANDS CORP	250	18,737.50
7/15/2014 00:00:00	517834107	LAS VEGAS SANDS CORP	50	3,747.50
7/15/2014 00:00:00	565849106	MARATHON OIL CORP	190	7,541.10
7/15/2014 00:00:00	58933Y105	MERCK & CO INC	800	46,544.00
7/15/2014 00:00:00	595112103	MICRON TECHNOLOGY INC	390	13,100.10
7/15/2014 00:00:00	595112103	MICRON TECHNOLOGY INC	50	1,679.50
7/15/2014 00:00:00	595112103	MICRON TECHNOLOGY INC	10	335.90
7/15/2014 00:00:00	595112103	MICRON TECHNOLOGY INC	40	1,343.60
7/15/2014 00:00:00	595112103	MICRON TECHNOLOGY INC	140	4,702.60
7/15/2014 00:00:00	609207105	MONDELEZ INTERNATIONAL	440	16,966.40
7/15/2014 00:00:00	61166W101	MONSANTO CO NEW	500	60,000.00
7/15/2014 00:00:00	611740101	MONSTER BEVERAGE CORP	100	7,031.00
7/15/2014 00:00:00	611740101	MONSTER BEVERAGE CORP	70	4,921.70
7/15/2014 00:00:00	G6359F103	NABORS INDUSTRIES LTD	30	867.30
7/15/2014 00:00:00	G6359F103	NABORS INDUSTRIES LTD	30	867.30
7/15/2014 00:00:00	G6359F103	NABORS INDUSTRIES LTD	40	1,156.40
7/15/2014 00:00:00	G6359F103	NABORS INDUSTRIES LTD	150	4,336.50
7/15/2014 00:00:00	G6359F103	NABORS INDUSTRIES LTD	120	3,469.20

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	G6359F103	NABORS INDUSTRIES LTD	210	6,071.10
7/15/2014 00:00:00	637071101	NATIONAL OILWELL VARCO INC.	230	19,262.50
7/15/2014 00:00:00	655844108	NORFOLK SOUTHERN CORP	450	46,993.50
7/15/2014 00:00:00	67011P100	NOW INC/DE	57	1,985.88
7/15/2014 00:00:00	670346105	NUCOR CORP	270	13,292.70
7/15/2014 00:00:00	675746309	OCWEN FINANCIAL CORP	70	2,543.80
7/15/2014 00:00:00	675746309	OCWEN FINANCIAL CORP	60	2,180.40
7/15/2014 00:00:00	675746309	OCWEN FINANCIAL CORP	30	1,090.20
7/15/2014 00:00:00	675746309	OCWEN FINANCIAL CORP	80	2,907.20
7/15/2014 00:00:00	675746309	OCWEN FINANCIAL CORP	70	2,543.80
7/15/2014 00:00:00	675746309	OCWEN FINANCIAL CORP	40	1,453.60
7/15/2014 00:00:00	693656100	P V H CORP	86	9,688.76
7/15/2014 00:00:00	693656100	P V H CORP	26	2,929.16
7/15/2014 00:00:00	693656100	P V H CORP	8	901.28
7/15/2014 00:00:00	693656100	P V H CORP	6	675.96
7/15/2014 00:00:00	713448108	PEPSICO INC	170	15,483.60
7/15/2014 00:00:00	713448108	PEPSICO INC	100	9,108.00
7/15/2014 00:00:00	717081103	PFIZER INC	133	4,021.92
7/15/2014 00:00:00	717081103	PFIZER INC	257	7,771.68
7/15/2014 00:00:00	717081103	PFIZER INC	30	907.20
7/15/2014 00:00:00	718172109	PHILIP MORRIS INTERNAT	190	16,330.50
7/15/2014 00:00:00	693475105	PNC FINANCIAL SERVICES GROUP	185	16,117.20
7/15/2014 00:00:00	742718109	PROCTER & GAMBLE CO	675	54,891.00
7/15/2014 00:00:00	79466L302	SALESFORCE.COM INC	628	14,667.64
7/15/2014 00:00:00	806857108	SCHLUMBERGER LTD	800	92,752.00
7/15/2014 00:00:00	G7945M107	SEAGATE TECHNOLOGY	30	1,790.10
7/15/2014 00:00:00	816851109	SEMPRA ENERGY	125	12,643.75
7/15/2014 00:00:00	81762P102	SERVICENOW INC	110	6,330.50
7/15/2014 00:00:00	81762P102	SERVICENOW INC	90	5,179.50
7/15/2014 00:00:00	81762P102	SERVICENOW INC	30	1,726.50
7/15/2014 00:00:00	81762P102	SERVICENOW INC	10	575.50

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	82481R106	SHIRE PLC	71	18,053.17
7/15/2014 00:00:00	845467109	SOUTHWESTERN ENERGY CO	340	14,511.20
7/15/2014 00:00:00	845467109	SOUTHWESTERN ENERGY CO	20	853.60
7/15/2014 00:00:00	848637104	SPLUNK INC	70	3,362.10
7/15/2014 00:00:00	848637104	SPLUNK INC	20	960.60
7/15/2014 00:00:00	857477103	STATE STREET CORP	420	28,803.60
7/15/2014 00:00:00	H84989104	T E CONNECTIVITY LTD	70	4,424.00
7/15/2014 00:00:00	H84989104	T E CONNECTIVITY LTD	30	1,896.00
7/15/2014 00:00:00	881624209	TEVA PHARMACEUTICAL INDS ADR	200	10,928.00
7/15/2014 00:00:00	881624209	TEVA PHARMACEUTICAL INDS ADR	10	546.40
7/15/2014 00:00:00	89417E109	THE TRAVELERS COMPANIES INC	210	20,067.60
7/15/2014 00:00:00	883556102	THERMO FISHER SCIENTIFIC INC.	72	8,484.60
7/15/2014 00:00:00	883556102	THERMO FISHER SCIENTIFIC INC.	32	3,769.60
7/15/2014 00:00:00	907818108	UNION PAC CORP	116	11,726.44
7/15/2014 00:00:00	913017109	UNITED TECHNOLOGIES CORP	220	25,273.60
7/15/2014 00:00:00	91913Y100	VALERO ENERGY CORP NEW	230	11,483.90
7/15/2014 00:00:00	92343V104	VERIZON COMMUNICATIONS INC	120	6,063.60
7/15/2014 00:00:00	254687106	WALT DISNEY CO/THE	210	18,219.60
7/15/2014 00:00:00	949746101	WELLS FARGO & COMPANY	300	15,393.00
7/15/2014 00:00:00	949746101	WELLS FARGO & COMPANY	200	10,262.00
7/15/2014 00:00:00	984332106	YAHOO INC	680	24,276.00
7/15/2014 00:00:00	984332106	YAHOO INC	20	714.00
7/15/2014 00:00:00	988498101	YUM! BRANDS INC	170	14,159.30
7/15/2014 00:00:00	988498101	YUM! BRANDS INC	30	2,498.70
7/15/2014 00:00:00	988498101	YUM! BRANDS INC	10	832.90
7/15/2014 00:00:00	988498101	YUM! BRANDS INC	10	832.90
7/15/2014 00:00:00	05569M830	BNY MELLON BOND FUND-M	2947.679	38,260.87
7/15/2014 00:00:00	05569M830	BNY MELLON BOND FUND-M	1000	12,980.00
7/15/2014 00:00:00	05569M830	BNY MELLON BOND FUND-M	31.897	414.02
7/15/2014 00:00:00	05569M830	BNY MELLON BOND FUND-M	1000	12,980.00
7/15/2014 00:00:00	05569M830	BNY MELLON BOND FUND-M	70.355	913.21

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	2162.63	23,140.14
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	1000	10,700.00
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	1000	10,700.00
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	1200	12,840.00
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	258.225	2,763.01
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	1200	12,840.00
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	66.321	709.63
7/15/2014 00:00:00	05569M855	BNY MELLON EMERGING MKTS-M	74.170	793.62
7/15/2014 00:00:00	05569M566	BNY MELLON INTERNAT APPREC-M	8090.615	114,805.83
7/15/2014 00:00:00	05569M566	BNY MELLON INTERNAT APPREC-M	3773.585	53,547.17
7/15/2014 00:00:00	05569M566	BNY MELLON INTERNAT APPREC-M	2569.874	36,466.51
7/15/2014 00:00:00	05569M566	BNY MELLON INTERNAT APPREC-M	861.354	12,222.61
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	2497.176	42,626.79
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	18.68	318.87
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	0.583	9.95
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	144.492	2,466.48
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	589.354	10,060.27
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	142.471	2,431.98
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	255.611	4,363.28
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	2281.466	38,944.62
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	92.548	1,579.79
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	88.349	1,508.12
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	210.730	3,597.16
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	16.807	286.90
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	78.637	1,342.33
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	561.196	9,579.62
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	277.876	4,743.34
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	592.973	10,122.05
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	87.7	1,497.04
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	258.382	4,410.58
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	386.216	6,592.71

trans_date	cusip	description	Shares	M.V.
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	774.188	13,215.39
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	94.393	1,611.29
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	479.514	8,185.30
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	230.23	3,930.03
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	17.777	303.45
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	2.811	47.98
7/15/2014 00:00:00	05569M806	BNY MELLON S/C MULTI-STRATEGY FU	1200	20,484.00
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	6843.466	47,014.61
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	3942.95	27,088.07
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	1.823	12.52
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	2008.452	13,798.07
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	13.446	92.37
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	24.983	171.63
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	2701.942	18,562.34
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	0.031	0.21
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	0.095	0.65
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	2000	13,740.00
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	2000	13,740.00
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	2000	13,740.00
7/15/2014 00:00:00	261980759	DREYFUS HIGH YIELD-I	1500	10,305.00

THE BOARDMAN FAMILY FOUNDATION # 531

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

Recipient(s) paid during the year

Name

CHOATE ROSEMARY HALL FOUNDATION

Street

333 CHRISTIAN STREET

City

WALLINGFORD

State

CT

Zip Code

06492

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

MIDDLEBURY COLLEGE, THE PARENTS' FUND

Street

14 OLD CHAPEL ROAD

City

MIDDLEBURY

State

VT

Zip Code

05753

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

DARTMOUTH COLLEGE

Street

6066 DEVELOPMENT OFFICE

City

HANOVER

State

NH

Zip Code

03755

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

15,000

Name

CHRIST CHURCH GREENWICH

Street

254 E PUTNAM AVE

City

GREENWICH

State

CT

Zip Code

06830

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

MEALS ON WHEELS

Street

89 MAPLE AVENUE

City

GREENWICH

State

CT

Zip Code

06830

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

WASHINGTON AND LEE UNIVERSITY

Street

204 W WASHINGTON ST

City

LEXINGTON

State

VA

Zip Code

24450

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

55,000

THE BOARDMAN FAMILY FOUNDATION # 531

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

Recipient(s) paid during the year

Name

MARTHA CANFIELD MEMORIAL LIBRARY

Street

528 E ARLINGTON ROAD

City

ARLINGTON

State

VT

Zip Code

05250

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

5,000

Name

FRIENDS OF NATHANIEL WITHERELL

Street

70 PARSONAGE ROAD

City

GREENWICH

State

CT

Zip Code

06830

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

45,000

Name

PLANNED PARENTHOOD OF NORTHERN NEW ENGLAND

Street

128 LAKESIDE AVENUE, SUITE 301

City

BURLINGTON

State

VT

Zip Code

05401

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

25,000

Name

BENNINGTON COUNTY HUMANE SOCIETY

Street

6879 VERMONT 7A

City

SHAFTSBURY

State

VT

Zip Code

05262

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

75,000

Name

GREEN MOUNTAIN PUG RESCUE

Street

283 TOWN LINE ROAD

City

MENDON

State

VT

Zip Code

05701

Foreign Country**Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

10,000

Name

ST JAMES EPISCOPAL CHURCH

Street**City****State****Zip Code****Foreign Country****Relationship**

NONE

Foundation Status

PC

Purpose of grant/contribution

GENERAL OPERATING PURPOSES

Amount

20,000

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

▶ Attach to Form 990, Form 990-EZ, or Form 990-PF.

OMB No 1545-0047

2014▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.**Name of the organization**

THE BOARDMAN FAMILY FOUNDATION # 531

Employer identification number

13-7166339

Organization type (check one):**Filers of:****Section:**

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

Name of organization

THE BOARDMAN FAMILY FOUNDATION # 531

Employer identification number

13-7166339

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	THE BOARDMAN FAMILY UNITRUST U/A C/O BNY MELLON, N.A. PO BOX 185 PITTSBURGH PA 15219 Foreign State or Province Foreign Country	\$ 2,372,174	Person ☐ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions)
2	CASH Foreign State or Province Foreign Country	\$ 110,384	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	 Foreign State or Province Foreign Country	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	 Foreign State or Province Foreign Country	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	 Foreign State or Province Foreign Country	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	 Foreign State or Province Foreign Country	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)
	 Foreign State or Province Foreign Country	\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

THE BOARDMAN FAMILY FOUNDATION # 531

Employer identification number

13-7166339

[illegible]

Name of organization

THE BOARDMAN FAMILY FOUNDATION # 531

Employer identification number

13-7166339

Part III Exclusively religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than \$1,000 for the year from any one contributor. Complete columns (a) through (e) and the following line entry. For organizations completing Part III, enter the total of exclusively religious, charitable, etc., contributions of \$1,000 or less for the year. (Enter this information once. See instructions.) ► \$ 0

Use duplicate copies of Part III if additional space is needed.

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