EXTENDED TO MAY 16, 2016

Form **990-PF** | Department of the Treasury Internal Revenue Service

Return of Private Foundation

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

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning JUL 1, 2014 , and ending JUN 30, 2015

Name of foundation: THE LONGHILL CHARITABLE FOUNDATION

A Employer identification number: 23-7149847

Number and street (or P O box number if mail is not delivered to street address): CO WM LLP 135 WEST 50TH ST | Room/suite:

B Telephone number: 212-812-7000

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10020

C If exemption application is pending, check here ▶ ☐

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

D 1. Foreign organizations, check here ▶ ☐

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶$ 21,914,180.

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

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

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

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	3,500,000.		N/A	
	2 Check ▶ ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	415.	415.		STATEMENT 1
	4 Dividends and interest from securities	266,219.	266,219.		STATEMENT 2
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	22,622.			
	b Gross sales price for all assets on line 6a 5,697,718.				
	7 Capital gain net income (from Part IV, line 2)		22,622.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss)				
	11 Other income	4,097.	4,097.		STATEMENT 3
	12 **Total.** Add lines 1 through 11	3,793,353.	293,353.		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees STMT 4	20,250.	4,050.		16,200.
	c Other professional fees				
	17 Interest				
	18 Taxes STMT 5	3,098.	3,098.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses STMT 6	119,723.	118,923.		800.
	24 **Total operating and administrative expenses.** Add lines 13 through 23	143,071.	126,071.		17,000.
	25 Contributions, gifts, grants paid	983,000.			983,000.
	26 **Total expenses and disbursements.** Add lines 24 and 25	1,126,071.	126,071.		1,000,000.
	27 Subtract line 26 from line 12:				
	a Excess of revenue over expenses and disbursements	2,667,282.			
	b **Net investment income** (if negative, enter -0-)		167,282.		
	c **Adjusted net income** (if negative, enter -0-)			N/A	

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

		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash - non-interest-bearing	106,561.	588,571.	588,571.
	2 Savings and temporary cash investments	5,112,386.	3,337,924.	3,337,924.
	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			
	7 Other notes and loans receivable ▶			
	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 STMT 7	6,099,729.	4,649,831.	4,662,357.
	b Investments - corporate stock STMT 8	6,739,942.	10,717,792.	10,908,693.
	c Investments - corporate bonds STMT 9	999,944.	2,490,492.	2,414,445.
	11 Investments - land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	12 Investments - mortgage loans			
	13 Investments - other			
	14 Land, buildings, and equipment: basis ▶			
	Less accumulated depreciation ▶			
	15 Other assets (describe ▶ STATEMENT 10)	3,187.	2,190.	2,190.
	16 **Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	19,061,749.	21,786,800.	21,914,180.
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ [X] and complete lines 27 through 31.			
	27 Capital stock, trust principal, or current funds	19,061,749.	21,729,031.	
	28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29 Retained earnings, accumulated income, endowment, or other funds	0.	57,769.	
	30 **Total net assets or fund balances**	19,061,749.	21,786,800.	
	31 **Total liabilities and net assets/fund balances**	19,061,749.	21,786,800.	

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	19,061,749.
2	Enter amount from Part I, line 27a	2	2,667,282.
3	Other increases not included in line 2 (itemize) ▶ PRIOR PERIOD ADJUSTMENT	3	57,769.
4	Add lines 1, 2, and 3	4	21,786,800.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	21,786,800.

Part IV Capital Gains and Losses for Tax on Investment Income SEE ATTACHED STATEMENTS

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	5,697,718.		5,689,388.	22,622.

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a				
b				
c				
d				
e				22,622.

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	22,622.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	185,760.	8,775,897.	.021167
2012	173,850.	4,294,895.	.040478
2011	258,312.	4,432,134.	.058282
2010	124,591.	4,559,615.	.027325
2009	248,380.	4,485,047.	.055380

2 **Total** of line 1, column (d)	2	.202632
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	.040526
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	19,389,692.
5 Multiply line 4 by line 3	5	785,787.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	1,673.
7 Add lines 5 and 6	7	787,460.
8 Enter qualifying distributions from Part XII, line 4	8	1,000,000.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ________ **(attach copy of letter if necessary-see instructions)**			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [X] and enter 1% of Part I, line 27b		1	1,673.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	1,673.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 **Tax based on investment income.** Subtract line 4 from line 3. If zero or less, enter -0-		5	1,673.
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a 2,056.		
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	2,056.
8 Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached		8	
9 **Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶		9	
10 **Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶		10	383.
11 Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶	383. **Refunded** ▶	11	0.

Part VII-A **Statements Regarding Activities**

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

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

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

Website address ▶ N/A

14 The books are in care of ▶ WEISERMAZARS LLP Telephone no. ▶ 212-812-7000

Located at ▶ 135 WEST 50TH STREE, NEW YORK, NY ZIP+4 ▶ 10020-1299

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

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

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

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

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

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)?	N/A	5b	
Organizations relying on a current notice regarding disaster assistance check here	▶ ☐		
c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A	☐ Yes ☐ No		
If "Yes," attach the statement required by Regulations section 53.4945-5(d)			
6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?	☐ Yes ☒ No		
b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?		6b	X
If "Yes" to 6b, file Form 8870			
7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?	☐ Yes ☒ No		
b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	N/A	7b	

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

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
FRED COWETT C/O WEISERMAZARS LLP, 135 WEST 50TH S NEW YORK, NY 10020	PRESIDENT 1.00	0.	0.	0.
ANNE F. COWETT C/O WEISERMAZARS LLP, 135 WEST 50TH S NEW YORK, NY 10020	VICE-PRESIDENT 1.00	0.	0.	0.
PETER NUSSBAUM C/O WEISERMAZARS LLP, 135 WEST 50TH S NEW YORK, NY 10020	TREASURER 1.00	0.	0.	0.

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

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

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Part IX-A Summary of Direct Charitable Activities

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

Part IX-B Summary of Program-Related Investments

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	15,614,802.
b	Average of monthly cash balances	1b	4,069,634.
c	Fair market value of all other assets	1c	531.
d	**Total** (add lines 1a, b, and c)	1d	19,684,967.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) 1e 0.		
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	19,684,967.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	295,275.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	19,389,692.
6	**Minimum investment return.** Enter 5% of line 5	6	969,485.

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	969,485.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a 1,673.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	1,673.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	967,812.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	967,812.
6	Deduction from distributable amount (see instructions)	6	0.
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	967,812.

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	1,000,000.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,000,000.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	1,673.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	998,327.

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				967,812.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			388,059.	
b Total for prior years: ______ , ______ , ______		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011				
d From 2012				
e From 2013				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $ 1,000,000.				
a Applied to 2013, but not more than line 2a			388,059.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				611,941.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	0.			0.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				355,871.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	0.			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2010				
b Excess from 2011				
c Excess from 2012				
d Excess from 2013				
e Excess from 2014				

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

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

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

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

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

1 **Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

Check here ▶ [X] 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 Paid during the year				
ADIRONDACK MEDICAL CENTER PO BOX 120 SARANAC LAKE, NY 12983	NONE	501(C)	SOCIAL	5,000.
AMERICAN FRIENDS OF HEBREW UNIVERSITY 1 BATTERY PARK PLAZA NEW YORK, NY 10004	NONE	501(C)	SOCIAL	5,000.
AMERICAN JEWISH COMMITTEE 165 EAST 56TH STREET NEW YORK, NY 10022	NONE	501(C)	SOCIAL	5,000.
AMERICAN MUSEUM OF NATURAL HISTORY CENTRAL PARK WEST NEW YORK, NY 10024	NONE	501(C)	SOCIAL	10,000.
AMERICAN RED CROSS 520 W 49TH ST NEW YORK, NY 10019	NONE	501(C)	SOCIAL	10,000.
Total SEE CONTINUATION SHEET(S)			▶ 3a	983,000.
b Approved for future payment NONE				
Total			▶ 3b	0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.	Unrelated business income		Excluded by section 512, 513, or 514		(e)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	Related or exempt function income
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	415.	
4 Dividends and interest from securities			14	266,219.	
5 Net rental income or (loss) from real estate:					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income			16	4,097.	
8 Gain or (loss) from sales of assets other than inventory			18	13,115.	9,507.
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		283,846.	9,507.

13 Total. Add line 12, columns (b), (d), and (e) 13 293,353.

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

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

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

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

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

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

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here

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

Anne F. Cowell | 4/20/16 | VICE-PRESIDENT/ ~~CFA~~ SECRETARY

Signature of officer or trustee | Date | Title

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

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
PETER NUSSBAUM		4/7/16		P00294707
Firm's name ▶ WEISERMAZARS LLP			Firm's EIN ▶ 13-1459550	
Firm's address ▶ 135 WEST 50TH STREET NEW YORK, NY 10020			Phone no. (212) 812-7000	

Form **990-PF** (2014)

423622 11-24-14

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

OMB No 1545-0047

2014

Name of the organization

THE LONGHILL CHARITABLE FOUNDATION

Employer identification number

23-7149847

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 foundation

Check 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	Employer identification number
THE LONGHILL CHARITABLE FOUNDATION	23-7149847

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	ESTATE OF WILBUR COWETT, FREDERICK COWETT & ANNE COWETT EXEC C/O NORTON ROSE FULBRIGHT 666 FIFTH AVE NEW YORK, NY 10103	$ 3,500,000.	Person [X] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)
		$	Person [ ] Payroll [ ] Noncash [ ] (Complete Part II for noncash contributions.)

Name of organization	Employer identification number
THE LONGHILL CHARITABLE FOUNDATION	23-7149847

Part II **Noncash Property** (see instructions) Use duplicate copies of Part II if additional space is needed

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		$	

Name of organization

THE LONGHILL CHARITABLE FOUNDATION

Employer identification number

23-7149847

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 info once) ▶ $

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

(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

(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

(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

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	ARTWILL K-1 - SECTION 1231	P		
b	ANADARKO PETROLEUM CORP	P	VARIOUS	11/28/14
c	CHINA MOBILE LTD	P	VARIOUS	08/15/14
d	CISCO SYSTEMS INC	P	VARIOUS	08/08/14
e	DEERE & CO.	P	VARIOUS	07/25/14
f	ISHARES MSCI EMRG MKT	P	VARIOUS	10/07/14
g	ISHARES MSCI JPN	P	VARIOUS	07/15/14
h	QUALCOMM INC	P	VARIOUS	11/06/14
i	SPDR S&P CHINA ETF	P	VARIOUS	10/07/14
j	US TREASURY BILL DUE 09/04/14	P	03/03/14	07/09/14
k	US TREASURY BILL DUE 09/04/14	P	03/13/14	07/23/14
l	US TREASURY BILL DUE 09/04/14	P	03/13/14	08/06/14
m	US TREASURY BILL DUE 09/04/14	P	03/13/14	08/07/14
n	US TREASURY BILL DUE 09/04/14	P	03/13/14	08/22/14
o	US TREASURY BILL DUE 01/08/15	P	09/04/14	12/04/14

	(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	186.			186.
b	121,253.		136,719.	-15,466.
c	148,922.		122,451.	26,471.
d	104,243.		96,186.	8,057.
e	103,694.		107,780.	-4,086.
f	83,449.		83,890.	-441.
g	98,808.		90,122.	8,686.
h	117,836.		130,429.	-12,593.
i	116,315.		111,072.	5,243.
j	999,746.		999,662.	84.
k	99,972.		99,966.	6.
l	99,969.		99,966.	3.
m	24,992.		24,992.	0.
n	99,967.		99,966.	1.
o	499,999.		499,983.	16.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				186.
b				-15,466.
c				26,471.
d				8,057.
e				-4,086.
f				-441.
g				8,686.
h				-12,593.
i				5,243.
j				84.
k				6.
l				3.
m				0.
n				1.
o				16.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

423591
05-01-14

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	US TREASURY BILL DUE 06/15/16	P	05/02/14	12/08/14
b	CISCO SYSTEMS INC	P	06/06/13	08/08/14
c	ISHARES MSCI EMRG MKT	P	06/06/13	10/07/14
d	ISHARES MSCI JPN	P	06/12/13	07/15/14
e	QUALCOMM INC	P	06/06/13	11/06/14
f	INTL BUSINESS MACHINES	P	VARIOUS	01/12/15
g	MACYS INC	P	VARIOUS	05/18/15
h	MEDTRONIC INC	P	VARIOUS	01/27/15
i	POWERSHARES SENIOR LOAN	P	06/09/14	05/19/15
j	US TREASURY BILL DUE 08/20/15	P	01/08/15	02/20/15
k	US TREASURY BILL DUE 08/20/15	P	01/08/15	03/02/15
l	US TREASURY BILL DUE 08/20/15	P	01/08/15	03/16/15
m	US TREASURY BILL DUE 08/20/15	P	01/08/15	04/10/15
n	MEDTRONIC INC	P	01/13/14	01/27/15
o	VANGUARD FTSE EUROPE	P	10/16/14	10/21/14

	(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	500,625.		500,035.	590.
b	19,856.		19,716.	140.
c	20,862.		20,425.	437.
d	21,690.		20,086.	1,604.
e	20,795.		18,881.	1,914.
f	122,310.		151,170.	-28,860.
g	165,152.		160,497.	4,655.
h	123,120.		94,121.	28,999.
i	96,198.		99,873.	-3,675.
j	199,941.		199,876.	65.
k	174,950.		174,892.	58.
l	124,945.		124,923.	22.
m	49,989.		49,969.	20.
n	30,780.		23,820.	6,960.
o	85,405.		103,185.	-17,780.

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a				590.
b				140.
c				437.
d				1,604.
e				1,914.
f				-28,860.
g				4,655.
h				28,999.
i				-3,675.
j				65.
k				58.
l				22.
m				20.
n				6,960.
o				-17,780.

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	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	

423591
05-01-14

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	ISHARES MSCI EAFE INDEX FUND	P	12/22/14	12/23/14
b	ISHARES MSCI EAFE INDEX FUND	P	12/22/14	12/23/14
c	ISHARES MSCI EAFE INDEX FUND	P	01/30/15	02/04/15
d	ISHARES MSCI EAFE INDEX FUND	P	02/02/15	02/05/15
e	DODGE & COX INTL STOCK FUND	P	02/12/15	02/13/15
f	ARTISAN INTERNATIONAL FD - INV	P	02/12/15	02/13/15
g	CAUSEWAY INTERNATL VALUE	P	02/12/15	02/13/15
h	PIMCO FDS LOW DRTN FD	P	04/13/15	04/14/15
i	AVENUE MUT FDS TR	P	04/13/15	04/14/15
j	EAST BRAINARD SALE OF PROPERTY	P	VARIOUS	01/05/15
k	CAPITAL GAINS DIVIDENDS			
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	108,006.		122,124.	-14,118.
b	93,514.		103,336.	-9,822.
c	130,469.		136,729.	-6,260.
d	12,383.		12,572.	-189.
e	72,024.		77,791.	-5,767.
f	71,341.		72,015.	-674.
g	61,442.		66,224.	-4,782.
h	414,344.		425,000.	-10,656.
i	178,515.		194,652.	-16,137.
j	14,292.		14,292.	14,292.
k	65,419.			65,419.
l				
m				
n				
o				

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

	(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a				-14,118.
b				-9,822.
c				-6,260.
d				-189.
e				-5,767.
f				-674.
g				-4,782.
h				-10,656.
i				-16,137.
j				14,292.
k				65,419.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7; If (loss), enter "-0-" in Part I, line 7 }	2	22,622.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
AMERICAN TECHNION SOCIETY 55 EAST 59TH STREET NEW YORK, NY 10022	NONE	501(C)	SOCIAL	5,000.
ANTI-DEFAMATION LEAGUE 605 THIRD AVENUE NEW YORK, NY 10158	NONE	501(C)	SOCIAL	25,000.
AS YOU SOW 1611 TELEGRAPH AVENUE, SUITE 1450 OAKLAND, CA 94612	NONE	501(C)	SOCIAL	5,000.
ASPCA 424 E 92ND ST NEW YORK, NY 10128	NONE	501(C)	SOCIAL	5,000.
BETH JOSEPH SYNAGOGUE 56 BENNETT AVENUE NEW YORK, NY 10033	NONE	501(C)	SOCIAL	1,000.
CANCER RESEARCH INSTITUTE 55 BROADWAY NEW YORK, NY 10006	NONE	501(C)	SOCIAL	15,000.
CENTER FOR JEWISH HISTORY 15 WEST 16TH STREET NEW YORK, NY 10011	NONE	501(C)	SOCIAL	5,000.
CENTRAL PARK CONSERVANCY 36 WEST 110TH STREET NEW YORK, NY 10026	NONE	501(C)	SOCIAL	10,000.
CHILDREN'S AID SOCIETY 219 SULLIVAN STREET NEW YORK, NY 10012	NONE	501(C)	SOCIAL	10,000.
COLLEGIATE SCHOOL 260 WEST 78TH STREET NEW YORK, NY 10024	NONE	501(C)	SOCIAL	50,000.
Total from continuation sheets				948,000.

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
COLTON FIRE DEPARTMENT P.O. BOX 263 COLTON, NY 13625	NONE	501(C)	SOCIAL	1,000.
CORNELL UNIVERSITY 134 PLANT SCIENCES BUILDING ITHACA, NY 14853	NONE	501(C)	SOCIAL	50,000.
DE LA SALLE ACADEMY 202 WEST 97TH STREET NEW YORK, NY 10025	NONE	501(C)	SOCIAL	5,000.
DOCTORS WITHOUT BORDERS 333 7TH AVENUE NEW YORK, NY 10001	NONE	501(C)	SOCIAL	25,000.
FACING HISTORY AND OURSELVES 14 EAST 4TH STREET NEW YORK, NY 10012	NONE	501(C)	SOCIAL	5,000.
FOOD BANK OF NYC 252 WEST 116TH STREET NEW YORK, NY 10026	NONE	501(C)	SOCIAL	10,000.
FOOD BANK FOR WESTERN MASSACHUSETTS PO BOX 160 HATFIELD, MA 01038	NONE	501(C)	SOCIAL	10,000.
FRIENDS OF CLEARWATER PO BOX 0241 MOSCOW, ID 83843	NONE	501(C)	SOCIAL	10,000.
GLAUCOMA FOUNDATION 80 MAIDEN LANE, SUITE 700 NEW YORK, NY 10038	NONE	501(C)	SOCIAL	15,000.
HARVARD BUSINESS SCHOOL 1350 MASSACHUSETTS AVENUE CAMBRIDGE, MA 01451	NONE	501(C)	SOCIAL	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
HARVARD COLLEGE FUND MASSACHUSETTS HALL CAMBRIDGE, MA 01451	NONE	501(C)	SOCIAL	50,000.
HARVARD CRIMSON 1350 MASSACHUSETTS AVENUE CAMBRIDGE, MA 01451	NONE	501(C)	SOCIAL	10,000.
HARVARD HILLEL 1350 MASSACHUSETTS AVENUE CAMBRIDGE, MA 01451	NONE	501(C)	SOCIAL	10,000.
HARVARD CENTER FOR JEWISH STUDIES 6 DIVINITY CAMBRIDGE, MA 02138	NONE	501(C)	SOCIAL	5,000.
HOSPITAL FOR SPECIAL SURGERY 535 EAST 70TH STREET NEW YORK, NY 10021	NONE	501(C)	SOCIAL	15,000.
HUMAN RIGHTS WORK 75 BROAD STREET, 13TH FL NEW YORK, NY 10004	NONE	501(C)	SOCIAL	10,000.
JEWISH MUSEUM 1109 FIFTH AVENUE NEW YORK, NY 10128	NONE	501(C)	SOCIAL	10,000.
KIVUNIM 300 CENTRAL PARK WEST, SUITE 12J2 NEW YORK, NY 10024	NONE	501(C)	SOCIAL	10,000.
LYMPHOMA RESEARCH FOUNDATION 115 BROADWAY NEW YORK, NY 10006	NONE	501(C)	SOCIAL	5,000.
LIGHTHOUSE INTERNATIONAL 111 EAST 59TH STREET NEW YORK, NY 10022	NONE	501(C)	SOCIAL	5,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
MACULA VISION RESEARCH FOUNDATION 100 FRONT STREET, SUITE 300 WEST CONSHOHOCKEN, PA 19428	NONE	501(C)	SOCIAL	15,000.
MASORTI FOUNDATION 475 RIVERSIDE DRIVE NEW YORK, NY 10115	NONE	501(C)	SOCIAL	5,000.
METROPOLITAN MUSEUM OF ART 1000 5TH AVENUE NEW YORK, NY 10028	NONE	501(C)	SOCIAL	10,000.
MUSEUM OF JEWISH HERITAGE 36 BATTERY PLACE NEW YORK, NY 10004	NONE	501(C)	SOCIAL	5,000.
MUSEUM OF MODERN ART 11 WEST 53RD STREET NEW YORK, NY 10019	NONE	501(C)	SOCIAL	5,000.
MUSEUM OF THE CITY OF NEW YORK 1220 FIFTH AVENUE NEW YORK, NY 10029	NONE	501(C)	SOCIAL	5,000.
MUSEUM OF AMERICAN FINANCE 48 WALL STREET NEW YORK, NY 10008	NONE	501(C)	SOCIAL	5,000.
NATIONAL CENTER FOR SCIENCE EDUCATION 420 40TH STREET, SUITE 2 OAKLAND, CA 94409	NONE	501(C)	SOCIAL	10,000.
NEW YORK CITY CENTER 130 WEST 56TH STREET NEW YORK, NY 10019	NONE	501(C)	SOCIAL	5,000.
NEW ISRAEL FUND PO BOX 08712 WASHINGTON , DC 20077	NONE	501(C)	SOCIAL	25,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
THE NEW YORK CITY BALLET 20 LINCOLN CENTER PLAZA NEW YORK, NY 10023	NONE	501(C)	SOCIAL	5,000.
NEW YORK PUBLIC LIBRARY 455 5TH AVENUE NEW YORK, NY 10016	NONE	501(C)	SOCIAL	10,000.
NEW YORK RESTORATION PROJECT 264 WEST 31ST STREET, 10TH FLOOR NEW YORK, NY 10001	NONE	501(C)	SOCIAL	10,000.
NEW YORK WEILL CORNELL MEDICAL CENTER 520 EAST 70 STREET NEW YORK, NY 10021	NONE	501(C)	SOCIAL	15,000.
NORTH COUNTRY LIFE FLIGHT HELMS MULLER ROAD SARANAC LAKE, NY 12983	NONE	501(C)	SOCIAL	2,500.
NORTH COUNTRY PUBLIC RADIO 80 EAST MAIN STREET CANTON, NY 13617	NONE	501(C)	SOCIAL	2,500.
NSLIJ MEETH OPTHAMOLOGY 100 EAST 77TH STREET NEW YORK, NY 10075	NONE	501(C)	SOCIAL	15,000.
PLANNED PARENTHOOD NORTH COUNTRY 66 BRINKERHOFF ST PLATTSBURGH, NY 12901	NONE	501(C)	SOCIAL	25,000.
92ND STREET Y 1395 LEXINGTON AVENUE NEW YORK, NY 10128	NONE	501(C)	SOCIAL	10,000.
SAMUEL WAXMAN CANCER RESEARCH FOUNDATION 420 LEXINGTON AVENUE, SUITE 825 NEW YORK, NY 10170	NONE	501(C)	SOCIAL	15,000.
Total from continuation sheets				

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Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
SOLOMON GUGGENHEIM MUSEUM ANNUAL FUND 1071 FIFTH AVENUE NEW YORK, NY 10128	NONE	501(C)	SOCIAL	5,000.
SOUTHERN POVERTY LAW CENTER 400 WASHINGTON AVENUE MONTGOMERY , AL 36101	NONE	501(C)	SOCIAL	25,000.
SWARTHMORE COLLEGE 500 COLLEGE AVENUE SWARTHMORE, PA 19081	NONE	501(C)	SOCIAL	50,000.
THIRTEEN - PBS 2100 CRYSTAL DRIVE ARLINGTON, VA 22202	NONE	501(C)	SOCIAL	5,000.
TUPPER LAKE FIRE DEPARTMENT 21 HIGH STREET TUPPER LAKE, NY 12986	NONE	501(C)	SOCIAL	1,000.
UJA - UNITED JEWISH FEDERATION OF NEW YORK 130 EAST 59TH STREET NEW YORK, NY 10022	NONE	501(C)	SOCIAL	25,000.
UNICEF 125 MAIDEN LANE NEW YORK, NY 10038	NONE	501(C)	SOCIAL	10,000.
UNITED NEGRO COLLEGE FUND 8260 WILLOW OAKS CORPORATE DRIVE FAIRFAX, VA 22031	NONE	501(C)	SOCIAL	10,000.
UNITED NEIGHBORHOOD HOUSES OF NEW YORK 70 WEST 36TH STREET NEW YORK, NY 10018	NONE	501(C)	SOCIAL	5,000.
UNITED STATES HOLOCAUST MEMORIAL MUSEUM 100 RAOUL WALLENBERG PLACE, SW WASHINGTON, DC 20024	NONE	501(C)	SOCIAL	10,000.
Total from continuation sheets				

Part XV Supplementary Information

3 Grants and Contributions Paid During the Year (Continuation)

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
WHARTON STUDIO MUSEUM PO BOX 3975 ITHACA, NY 14852	NONE	501(C)	SOCIAL	5,000.
WNYC RADIO P.O. BOX 1550 NEW YORK, NY 10116	NONE	501(C)	SOCIAL	5,000.
WILD CENTER 45 MUSEUM DRIVE TUPPER LAKE, NY 12986	NONE	501(C)	SOCIAL	100,000.
YALE LAW SCHOOL PO BOX 603 NEW HAVEN , CT 06503	NONE	501(C)	SOCIAL	50,000.
YELLOWSTONE PARK FOUNDATION 222 E MAIN ST #301 BOZEMAN, MT 59715	NONE	501(C)	SOCIAL	10,000.
ABRAHAM JOSHUA HESCHEL SCHOOL 30 WEST END AVENUE NEW YORK, NY 10023	NONE	501(C)	SOCIAL	5,000.
ADIRONDACK COUNCIL 103 HAND AVE SUITE 3 ELIZABETH, NY 12932	NONE	501(C)	SOCIAL	5,000.
ADIRONDACK MUSEUM PO BOX 99 BLUE MOUNTAIN LAKE, NY 12812	NONE	501(C)	SOCIAL	5,000.
Total from continuation sheets				

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

SOURCE	(A) REVENUE PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME
J.P. MORGAN CHASE - CHECKING	22.	22.	
J.P. MORGAN CHASE - SAVINGS	84.	84.	
JP MORGAN INVESTMENT MGMT #36007	309.	309.	
TOTAL TO PART I, LINE 3	415.	415.	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
ARTWIL K-1 - DIVIDEND	1.	0.	1.	1.	
CHARLES SCHWAB	183,283.	0.	183,283.	183,283.	
CHARLES SCHWAB - US INTEREST	24,688.	0.	24,688.	24,688.	
DREYFUS - DIVIDEND	1.	0.	1.	1.	
JP MORGAN INVESTMENT MGMT	123,665.	65,419.	58,246.	58,246.	
TO PART I, LINE 4	331,638.	65,419.	266,219.	266,219.	

FORM 990-PF OTHER INCOME STATEMENT 3

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
INCOME FROM PARTNERSHIP	4,097.	4,097.	
TOTAL TO FORM 990-PF, PART I, LINE 11	4,097.	4,097.	

FORM 990-PF ACCOUNTING FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
WEISERMAZARS, LLP	20,250.	4,050.		16,200.
TO FORM 990-PF, PG 1, LN 16B	20,250.	4,050.		16,200.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAX	3,098.	3,098.		0.
TO FORM 990-PF, PG 1, LN 18	3,098.	3,098.		0.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NYS DEPT OF LAW	750.	0.		750.
ADVISOR FEES - CHARLES SCHWAB	86,835.	86,835.		0.
REIMBURSEMENT TO OFFICER	50.	0.		50.
ADVISOR FEES - JPMORGAN INVESTMENT	32,088.	32,088.		0.
TO FORM 990-PF, PG 1, LN 23	119,723.	118,923.		800.

FORM 990-PF . U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
US GOVERNMENT OBLIGATIONS	X		4,649,831.	4,662,357.
TOTAL U.S. GOVERNMENT OBLIGATIONS			4,649,831.	4,662,357.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			4,649,831.	4,662,357.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE STOCK	10,717,792.	10,908,693.
TOTAL TO FORM 990-PF, PART II, LINE 10B	10,717,792.	10,908,693.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
BOND FUNDS	147,060.	110,166.
JP MORGAN FIXED INCOME	2,343,432.	2,304,279.
TOTAL TO FORM 990-PF, PART II, LINE 10C	2,490,492.	2,414,445.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN ARTWILL	26,714.	25,668.	25,668.
INVESTMENT IN EAST BRAINERD	-23,527.	-23,478.	-23,478.
TO FORM 990-PF, PART II, LINE 15	3,187.	2,190.	2,190.