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

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▶ Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

**2014**

Open to Public Inspection

For calendar year 2014, or tax year beginning 7/01, 2014, and ending 6/30, 2015

THE WHARTON FOUNDATION, INC.  
1001 ARBOLADO ROAD  
SANTA BARBARA, CA 93103-2037

**A** Employer identification number  
36-6130748

**B** Telephone number (see instructions)  
(805) 845-8861

**C** If exemption application is pending, check here

**D** 1 Foreign organizations, check here   
2 Foreign organizations meeting the 85% test, check here and attach computation

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

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

**G** Check all that apply

<input type="checkbox"/> Initial return	<input type="checkbox"/> Initial return of a former public charity
<input type="checkbox"/> Final return	<input type="checkbox"/> Amended return
<input type="checkbox"/> Address change	<input type="checkbox"/> Name change

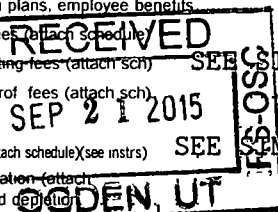
**H** Check type of organization  Section 501(c)(3) exempt private foundation  
 Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

**I** Fair market value of all assets at end of year (from Part II, column (c), line 16)  
▶ \$ 3,393,178.

**J** Accounting method:  Cash  Accrual  
 Other (specify) \_\_\_\_\_  
(Part I, column (d) must be on cash basis)

<b>Part I Analysis of Revenue and Expenses</b> (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)
<b>REVENUE</b>	<b>1</b> Contributions, gifts, grants, etc., received (attach schedule)				
	<b>2</b> Ck <input checked="" type="checkbox"/> if the foundn is not required to attach Sch B				
	<b>3</b> Interest on savings and temporary cash investments	13.	13.		
	<b>4</b> Dividends and interest from securities	72,059.	72,059.		
	<b>5a</b> Gross rents				
	<b>b</b> Net rental income or (loss)				
	<b>6a</b> Net gain or (loss) from sale of assets not on line 10	127,989.			
	<b>b</b> Gross sales price for all assets on line 6a 1,725,265.				
	<b>7</b> Capital gain net income (from Part IV, line 2)		127,989.		
	<b>8</b> Net short-term capital gain				
	<b>9</b> Income modifications				
	<b>10a</b> Gross sales less returns and allowances				
<b>b</b> Less Cost of goods sold					
<b>c</b> Gross profit or (loss) (attach schedule)					
<b>11</b> Other income (attach schedule)					
<b>12</b> Total. Add lines 1 through 11	200,061.	200,061.	0.		
<b>ADMINISTRATIVE EXPENSES</b>	<b>13</b> Compensation of officers, directors, trustees, etc.	50,000.	5,000.		32,500.
	<b>14</b> Other employee salaries and wages				
	<b>15</b> Pension plans, employee benefits				
	<b>16a</b> Legal fees (attach schedule)				
	<b>b</b> Accounting fees (attach sch)	7,305.	1,461.		5,844.
	<b>c</b> Other prof fees (attach sch)				
	<b>17</b> Interest				
	<b>18</b> Taxes (attach schedule)(see instrs)	12,252.	8,554.		2,591.
	<b>19</b> Depreciation (attach sch) and depletion				
	<b>20</b> Occupancy				
<b>21</b> Travel, conferences, and meetings					
<b>22</b> Printing and publications					
<b>23</b> Other expenses (attach schedule)					
<b>24</b> Total operating and administrative expenses. Add lines 13 through 23	116,390.	47,290.		55,321.	
<b>25</b> Contributions, gifts, grants paid	131,545.			131,545.	
<b>26</b> Total expenses and disbursements. Add lines 24 and 25	247,935.	47,290.	0.	186,866.	
<b>27</b> Subtract line 26 from line 12:					
<b>a</b> Excess of revenue over expenses and disbursements	-47,874.				
<b>b</b> Net investment income (if negative, enter -0-)		152,771.			
<b>c</b> Adjusted net income (if negative, enter -0-)			0.		

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8

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		24,006.	26,039.	26,039.	
	2	Savings and temporary cash investments					
	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 sch)					
		Less allowance for doubtful accounts					
	8	Inventories for sale or use					
	9	Prepaid expenses and deferred charges					
	10 a	Investments – U S and state government obligations (attach schedule)					
	b	Investments – corporate stock (attach schedule)					
	c	Investments – corporate bonds (attach schedule)					
	11	Investments – land, buildings, and equipment basis					
	Less accumulated depreciation (attach schedule)						
12	Investments – mortgage loans						
13	Investments – other (attach schedule) STATEMENT 5			3,148,672.	3,098,765.	3,366,889.	
14	Land, buildings, and equipment. basis						
	Less accumulated depreciation (attach schedule)						
15	Other assets (describe SEE STATEMENT 6 )			250.	250.	250.	
16	<b>Total assets</b> (to be completed by all filers – see the instructions Also, see page 1, item I)			3,172,928.	3,125,054.	3,393,178.	
LIABILITIES	17	Accounts payable and accrued expenses					
	18	Grants payable					
	19	Deferred revenue					
	20	Loans from officers, directors, trustees, & other disqualified persons					
	21	Mortgages and other notes payable (attach schedule)					
	22	Other liabilities (describe )					
	23	<b>Total liabilities</b> (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. <input type="checkbox"/>						
	24	Unrestricted					
	25	Temporarily restricted					
	26	Permanently restricted					
	Foundations that do not follow SFAS 117, check here and complete lines 27 through 31. <input checked="" type="checkbox"/>						
	27	Capital stock, trust principal, or current funds					
	28	Paid-in or capital surplus, or land, bldg, and equipment fund					
	29	Retained earnings, accumulated income, endowment, or other funds			3,172,928.	3,125,054.	
	30	<b>Total net assets or fund balances</b> (see instructions)			3,172,928.	3,125,054.	
	31	<b>Total liabilities and net assets/fund balances</b> (see instructions)			3,172,928.	3,125,054.	

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	3,172,928.
2	Enter amount from Part I, line 27a	2	-47,874.
3	Other increases not included in line 2 (itemize)	3	
4	Add lines 1, 2, and 3	4	3,125,054.
5	Decreases not included in line 2 (itemize)	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) – Part II, column (b), line 30	6	3,125,054.

**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 shares MLC Company)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (month, day, year)	(d) Date sold (month, day, year)
1 a	BMO PRIVATE BANK-DETAILS UPON REQUEST	P	VARIOUS	VARIOUS
b	CAPITAL GAIN DIVIDENDS			
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 1,709,430.		1,597,276.	112,154.
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Column (h) gain minus column (k), but not less than -0-) or Losses (from column (h))
(i) Fair Market Value as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of column (i) over column (j), if any	
a			112,154.
b			15,835.
c			
d			
e			

2	Capital gain net income or (net capital loss) <span style="float:right">[ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 ]</span>	2	127,989.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): <span style="float:right">[ If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 ]</span>	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

(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 (column (b) divided by column (c))
2013	219,335.	3,315,255.	0.066159
2012	191,518.	3,240,910.	0.059094
2011	159,078.	3,156,536.	0.050396
2010	144,932.	3,269,880.	0.044323
2009	122,269.	3,024,118.	0.040431

2	Total of line 1, column (d)	2	0.260403
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	0.052081
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	3,435,593.
5	Multiply line 4 by line 3	5	178,929.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,528.
7	Add lines 5 and 6	7	180,457.
8	Enter qualifying distributions from Part XII, line 4	8	186,866.

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)**

1 a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter 'N/A' on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary – see instrs)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	1,528.
c All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, column (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	1,528.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)		4	0.
5 <b>Tax based on investment income.</b> Subtract line 4 from line 3 If zero or less, enter -0-		5	1,528.
6 Credits/Payments			
a 2014 estimated tax pmts and 2013 overpayment credited to 2014	6 a	5,160.	
b Exempt foreign organizations – tax withheld at source	6 b		
c Tax paid with application for extension of time to file (Form 8868)	6 c		
d Backup withholding erroneously withheld	6 d		
7 Total credits and payments Add lines 6a through 6d	7	5,160.	
8 Enter any <b>penalty</b> for underpayment of estimated tax Check here <input type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0.	
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	3,632.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax. <span style="float:right">1,560. Refunded</span>	11	2,072.	

**Part VII-A Statements Regarding Activities**

	Yes	No
1 a 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 <b>Form 1120-POL</b> 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 $\rightarrow$ \$ 0. (2) On foundation managers $\rightarrow$ \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers $\rightarrow$ \$ 0.		
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
4 a 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 <b>Form 990-T</b> 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, column (c), and Part XV</i>	X	
8 a Enter the states to which the foundation reports or with which it is registered (see instructions) CA		
b If the answer is 'Yes' to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by <i>General Instruction G</i> ? <i>If 'No,' attach explanation</i>	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? <i>If 'Yes,' complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If 'Yes,' attach a schedule listing their names and addresses</i>		X

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Form 990-PF (2014)

**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)			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)			X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address		X	
				N/A
14	The books are in care of ▶ JEAN PETTITT Telephone no ▶ (805) 845-8861 Located at ▶ 1001 ARBOLADO ROAD SANTA BARBARA CA ZIP + 4 ▶ 93103			
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		N/A	
		▶ 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?		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 ▶	16		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
1 a	During the year did the foundation (either directly or indirectly)		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check 'No' if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is 'Yes' to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/>	1 b	N/A
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?	1 c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If 'Yes,' list the years ▶ 20 __, 20 __, 20 __, 20 __		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer 'No' and attach statement - see instructions)	2 b	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 __		
3 a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If 'Yes,' did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)	3 b	N/A
4 a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4 a	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?	4 b	X

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

**5 a** During the year did the foundation pay or incur any amount to

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?  Yes  No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?  Yes  No

(3) Provide a grant to an individual for travel, study, or other similar purposes?  Yes  No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)  Yes  No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?  Yes  No

**b** If any answer is 'Yes' to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?  Yes  No

Organizations relying on a current notice regarding disaster assistance check here

**c** If the answer is 'Yes' to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?  Yes  No

If 'Yes,' attach the statement required by Regulations section 53.4945-5(d) N/A

**6 a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?  Yes  No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?  Yes  No

If 'Yes' to 6b, file Form 8870

**7 a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?  Yes  No

**b** If 'Yes,' did the foundation receive any proceeds or have any net income attributable to the transaction?  Yes  No

	<b>5 b</b>	N/A
	<b>6 b</b>	X
	<b>7 b</b>	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
SEE STATEMENT 7		50,000.	0.	0.
-----				
-----				
-----				
-----				
-----				
-----				
-----				
-----				

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

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

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

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

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

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

**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** (see instructions)

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 ----- -----		
<b>Total.</b> Add lines 1 through 3		<b>0.</b>

BAA



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

<b>1</b> Fair market value of assets not used (or held for use) directly in carrying out charitable, etc, purposes		
<b>a</b> Average monthly fair market value of securities	<b>1 a</b>	3,437,516.
<b>b</b> Average of monthly cash balances	<b>1 b</b>	50,396.
<b>c</b> Fair market value of all other assets (see instructions)	<b>1 c</b>	
<b>d Total</b> (add lines 1a, b, and c)	<b>1 d</b>	3,487,912.
<b>e</b> Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	<b>1 e</b>	0.
<b>2</b> Acquisition indebtedness applicable to line 1 assets	<b>2</b>	0.
<b>3</b> Subtract line 2 from line 1d	<b>3</b>	3,487,912.
<b>4</b> Cash deemed held for charitable activities Enter 1-1/2% of line 3 (for greater amount, see instructions)	<b>4</b>	52,319.
<b>5 Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4	<b>5</b>	3,435,593.
<b>6 Minimum investment return.</b> Enter 5% of line 5	<b>6</b>	171,780.

**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.)

<b>1</b> Minimum investment return from Part X, line 6	<b>1</b>	171,780.
<b>2 a</b> Tax on investment income for 2014 from Part VI, line 5	<b>2 a</b>	1,528.
<b>b</b> Income tax for 2014 (This does not include the tax from Part VI)	<b>2 b</b>	
<b>c</b> Add lines 2a and 2b	<b>2 c</b>	1,528.
<b>3</b> Distributable amount before adjustments Subtract line 2c from line 1	<b>3</b>	170,252.
<b>4</b> Recoveries of amounts treated as qualifying distributions	<b>4</b>	
<b>5</b> Add lines 3 and 4	<b>5</b>	170,252.
<b>6</b> Deduction from distributable amount (see instructions)	<b>6</b>	
<b>7 Distributable amount</b> as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	<b>7</b>	170,252.

**Part XII** Qualifying Distributions (see instructions)

<b>1</b> Amounts paid (including administrative expenses) to accomplish charitable, etc, purposes:		
<b>a</b> Expenses, contributions, gifts, etc – total from Part I, column (d), line 26	<b>1 a</b>	186,866.
<b>b</b> Program-related investments – total from Part IX-B	<b>1 b</b>	
<b>2</b> Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc, purposes	<b>2</b>	
<b>3</b> Amounts set aside for specific charitable projects that satisfy the		
<b>a</b> Suitability test (prior IRS approval required)	<b>3 a</b>	
<b>b</b> Cash distribution test (attach the required schedule)	<b>3 b</b>	
<b>4 Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	186,866.
<b>5</b> 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)	<b>5</b>	1,528.
<b>6 Adjusted qualifying distributions.</b> Subtract line 5 from line 4	<b>6</b>	185,338.

**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				170,252.
2 Undistributed income, if any, as of the end of 2014.				
a Enter amount for 2013 only			0.	
b Total for prior years 20 __, 20 __, 20 __		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009				
b From 2010				
c From 2011	3,901.			
d From 2012	33,764.			
e From 2013	63,884.			
f Total of lines 3a through e	101,549.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 186,866.				
a Applied to 2013, but not more than line 2a			0.	
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				170,252.
e Remaining amount distributed out of corpus	16,614.			
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	118,163.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b Taxable amount – see instructions		0.		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount – see instructions			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required – see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions)	0.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	118,163.			
10 Analysis of line 9				
a Excess from 2010				
b Excess from 2011	3,901.			
c Excess from 2012	33,764.			
d Excess from 2013	63,884.			
e Excess from 2014	16,614.			

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

**SEE STATEMENT 8**

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

**SEE STATEMENT FOR LINE 2A**

**c** Any submission deadlines

**SEE STATEMENT FOR LINE 2A**

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

**SEE STATEMENT FOR LINE 2A**

**Part XV Supplementary Information** (continued)

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

Recipient	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
Name and address (home or business)				
<i>a Paid during the year</i>				
<b>Total</b>				<b>▶ 3 a</b>
<i>b Approved for future payment</i>				
<b>Total</b>				<b>▶ 3 b</b>

Part XVI-A Analysis of Income-Producing Activities

Table with 5 main columns: (a) Business code, (b) Amount, (c) Exclusion code, (d) Amount, and (e) Related or exempt function income. Rows include: 1 Program service revenue (a-f), g Fees and contracts from government agencies, 2 Membership dues and assessments, 3 Interest on savings and temporary cash investments (14, 13), 4 Dividends and interest from securities (14, 72,059), 5 Net rental income or (loss) from real estate (a, b), 6 Net rental income or (loss) from personal property, 7 Other investment income, 8 Gain or (loss) from sales of assets other than inventory (127,989), 9 Net income or (loss) from special events, 10 Gross profit or (loss) from sales of inventory, 11 Other revenue (a-e), 12 Subtotal (72,072, 127,989), 13 Total (13, 200,061).

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

Table with 2 columns: Line No. and Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.). Row 1: N/A

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

**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
- (2)** Other assets

**b** Other transactions

- (1)** Sales of assets to a noncharitable exempt organization
- (2)** Purchases of assets from a noncharitable exempt organization
- (3)** Rental of facilities, equipment, or other assets
- (4)** Reimbursement arrangements
- (5)** Loans or loan guarantees
- (6)** Performance of services or membership or fundraising solicitations

**c** Sharing of facilities, equipment, mailing lists, other assets, or paid employees

	Yes	No
<b>1 a (1)</b>		X
<b>1 a (2)</b>		X
<b>1 b (1)</b>		X
<b>1 b (2)</b>		X
<b>1 b (3)</b>		X
<b>1 b (4)</b>		X
<b>1 b (5)</b>		X
<b>1 b (6)</b>		X
<b>1 c</b>		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			

**2 a** 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.

*DAVID R. ALVARADO* 8/18/15 President

Signature of officer or trustee      Date      Title

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

**Paid Preparer Use Only**

Print/Type preparer's name: **DAVID R. ALVARADO**      Preparer's signature: *DAVID R. ALVARADO*      Date: *8/24/15*      Check  if self-employed      PTIN: **P00146534**

Firm's name ▶ **PERI & ALVARADO CPAS, INC.**      Firm's EIN ▶ **77-0052443**

Firm's address ▶ **360 S. HOPE AVENUE, SUITE C300**      Phone no **(805) 563-1049**

**SANTA BARBARA, CA 93105**

TEEA0503L 06/17/14

THE WHARTON FOUNDATION, INC.

36-6130748

**STATEMENT 1**  
**FORM 990-PF, PART I, LINE 16B**  
**ACCOUNTING FEES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING AND TAX PREPARATION	\$ 7,305.	\$ 1,461.		\$ 5,844.
TOTAL	<u>\$ 7,305.</u>	<u>\$ 1,461.</u>	<u>\$ 0.</u>	<u>\$ 5,844.</u>

**STATEMENT 2**  
**FORM 990-PF, PART I, LINE 18**  
**TAXES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
CA FILING FEES	\$ 110.			
FEDERAL EXCISE TAX	8,156.	\$ 8,156.		
PAYROLL TAX	3,986.	398.		\$ 2,591.
TOTAL	<u>\$ 12,252.</u>	<u>\$ 8,554.</u>	<u>\$ 0.</u>	<u>\$ 2,591.</u>

**STATEMENT 3**  
**FORM 990-PF, PART I, LINE 23**  
**OTHER EXPENSES**

	(A) EXPENSES PER BOOKS	(B) NET INVESTMENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
BOARD MEETINGS	\$ 10,258.	\$ 2,052.		\$ 8,206.
CLIENT EXPENSE	1,491.			1,491.
DUES AND SUBSCRIPTIONS	1,000.	200.		800.
GRANTS RESCIND - 6/30/13	-1,025.			-1,025.
INSURANCE	1,491.			1,491.
INVESTMENT FEES	29,954.	29,954.		
OFFICE SUPPLIES, INTERNET	633.			633.
PAYROLL PROCESSING	689.	69.		448.
POSTAGE AND DELIVERY	93.			93.
PROGRAM DEVELOPMENT	77.			77.
SITE VISITS	2,172.			2,172.
TOTAL	<u>\$ 46,833.</u>	<u>\$ 32,275.</u>	<u>\$ 0.</u>	<u>\$ 14,386.</u>

**STATEMENT 4**  
**FORM 990-PF, PART I, LINE 25**  
**CONTRIBUTIONS, GIFTS, AND GRANTS**

**CASH GRANTS AND ALLOCATIONS**

CLASS OF ACTIVITY:	SEE STATEMENT A, 4 PAGES
DONEE'S NAME:	SEE STATEMENT A, 4 PAGES
DONEE'S ADDRESS:	SEE STATEMENT A, 4 PAGES
RELATIONSHIP OF DONEE:	SEE STATEMENT A, 4 PAGES

THE WHARTON FOUNDATION, INC.

36-6130748

**STATEMENT 4 (CONTINUED)**  
**FORM 990-PF, PART I, LINE 25**  
**CONTRIBUTIONS, GIFTS, AND GRANTS**

ORGANIZATIONAL STATUS OF DONEE: SEE STATEMENT A, 4 PAGES  
 AMOUNT GIVEN: \$ 131,545.  
 TOTAL \$ 131,545.

**STATEMENT 5**  
**FORM 990-PF, PART II, LINE 13**  
**INVESTMENTS - OTHER**

	<u>VALUATION METHOD</u>	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
<u>OTHER PUBLICLY TRADED SECURITIES</u>			
SEE STATEMENT B PAGE 8 OF 8	COST	\$ 3,098,765.	\$ 3,366,889.
	TOTAL	<u>\$ 3,098,765.</u>	<u>\$ 3,366,889.</u>

**STATEMENT 6**  
**FORM 990-PF, PART II, LINE 15**  
**OTHER ASSETS**

	<u>BOOK VALUE</u>	<u>FAIR MARKET VALUE</u>
DUE FROM CA GOVT	\$ 250.	\$ 250.
	TOTAL	<u>\$ 250.</u>

**STATEMENT 7**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

<u>NAME AND ADDRESS</u>	<u>TITLE AND AVERAGE HOURS PER WEEK DEVOTED</u>	<u>COMPEN- SATION</u>	<u>CONTRI- BUTION TO EBP &amp; DC</u>	<u>EXPENSE ACCOUNT/ OTHER</u>
J.W. PETTITT C/O 1001 ARBOLADO ROAD SANTA BARBARA, CA 93103	PRESIDENT 30.00	\$ 50,000.	\$ 0.	\$ 0.
S.D. PETTITT C/O 1001 ARBOLADO RD. SANTA BARBARA, CA 93103	DIRECTOR 2.00		0.	0.
K. SCHAFER C/O 1001 ARBOLADO RD. SANTA BARBARA, CA 93103	VICE PRESIDENT 2.00		0.	0.



THE WHARTON FOUNDATION, INC.

36-6130748

**STATEMENT 7 (CONTINUED)**  
**FORM 990-PF, PART VIII, LINE 1**  
**LIST OF OFFICERS, DIRECTORS, TRUSTEES, AND KEY EMPLOYEES**

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED	COMPEN- SATION	CONTRI- BUTION TO EBP & DC	EXPENSE ACCOUNT/ OTHER
J. EDWARDS C/O 1001 ARBOLADO RD. SANTA BARBARA, CA 93103	TREASURER 5.00	\$ 0.	\$ 0.	\$ 0.
E.W. PETERSON C/O 1001 ARBOLADO RD. SANTA BARBARA, CA 93103	DIRECTOR 2.00	0.	0.	0.
J. MEISEL C/O 1001 ARBOLADO RD. SANTA BARBARA, CA 93103	SECRETARY 3.00	0.	0.	0.
W. PETTITT C/O 1001 ARBOLADO RD. SANTA BARBARA, CA 93103	DIRECTOR 2.00	0.	0.	0.
<b>TOTAL</b>		<u>\$ 50,000.</u>	<u>\$ 0.</u>	<u>\$ 0.</u>

**STATEMENT 8**  
**FORM 990-PF, PART XV, LINE 2A-D**  
**APPLICATION SUBMISSION INFORMATION**

NAME OF GRANT PROGRAM: THE WHARTON FOUNDATION, INC.  
NAME: MS. JEAN PETTITT  
CARE OF: 1001 ARBOLADO ROAD  
STREET ADDRESS: SANTA BARBARA, CA 93103  
CITY, STATE, ZIP CODE: (805) 845-8861  
TELEPHONE: WHARTONFOUNDATION@GMAIL.COM  
E-MAIL ADDRESS: LETTER, VIA MAIL, FAX OR EMAIL, DESCRIBING THE PROJECT AND  
FORM AND CONTENT: IT'S COST, AMOUNT OF FUNDS REQUESTED, GENERAL BACKGROUND  
OF THE ORGANIZATION AND THE PURPOSE AND OBJECTIVES OF THE  
PROJECT TO BE FUNDED. COPY OF MOST RECENT IRS LETTER OF  
TAX EXEMPT STATUS MUST BE INCLUDED.

SUBMISSION DEADLINES: JANUARY  
RESTRICTIONS ON AWARDS: NONE

**THE WHARTON FOUNDATION**  
**2015 GRANTS**

THE WHARTON FOUNDATION  
FORM 990-PF  
FOR FISCAL YEAR ENDING JUNE 30, 2015  
CONTRIBUTIONS, GIFTS, GRANTS, AND SIMILAR AMOUNTS PAID

**GRANTS**

CLASS OF ACTIVITY:	BOARD DESIGNATED FUND	
DONEE'S NAME:	ADELANTE CHARTER SCHOOL	
	MATHEMATICS PROJECT	
DONEE'S CITY, STATE	SANTA BARBARA, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 12,000.

CLASS OF ACTIVITY:	BOARD DESIGNATED FUND	
DONEE'S NAME:	FOUNDATION FOR SANTA	
	BARBARA CITY COLLEGE	
	RUNNING START	
DONEE'S CITY, STATE	SANTA BARBARA, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 10,000.

CLASS OF ACTIVITY:	BOARD DESIGNATED FUND	
DONEE'S NAME:	FOUNDATION ROUNDTABLE	
	PARTNERSHIP FOR EXCELLENCE	
DONEE'S CITY, STATE	SANTA BARBARA, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 1,000.

CLASS OF ACTIVITY:	BOARD DESIGNATED FUND	
DONEE'S NAME:	FUTURE LEADERS OF AMERICA	
DONEE'S CITY, STATE	SANTA BARBARA, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 10,495.

CLASS OF ACTIVITY:	BOARD DESIGNATED FUND	
DONEE'S NAME:	JUST COMMUNITIES	
	EDUCATION PROGRAMS	
DONEE'S CITY, STATE	SANTA BARBARA, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 10,000

CLASS OF ACTIVITY: BOARD DESIGNATED FUND  
DONEE'S NAME: SANTA BARBARA SCHOOL DISTRICT'S  
SCIENCE INITIATIVE  
DONEE'S CITY, STATE: SANTA BARBARA, CA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 42,000

CLASS OF ACTIVITY: BOARD DESIGNATED FUND  
DONEE'S NAME: UNITED WAY OF TREASURE  
VALLEY  
TREASURE VALLEY EDUCATION  
PARTNERSHIP  
DONEE'S CITY, STATE: BOISE, ID  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 25,000.

CLASS OF ACTIVITY: JUNIOR TRUSTEE FUND  
DONEE'S NAME: GIRAFFELAUGH EARLY LEARNING  
CENTER  
EARLY CHILDHOOD EDUCATION  
DONEE'S CITY, STATE: BOISE, ID  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 6,000

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: CHILDREN'S SCHOOL OF  
SCIENCE  
DONEE'S CITY, STATE: WOODS HOLE, MA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,000.

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: GRAND CANYON YOUTH  
DONEE'S CITY, STATE: FLAGSTAFF, AZ  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,000.

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: LOG CABIN LITERARY CENTER  
DONEE'S CITY, STATE: BOISE, ID  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,000.

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: RAINIER SCHOLARS  
DONEE'S CITY, STATE: SEATTLE, WA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 500.

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: SANTA BARBARA VILLAGE  
DONEE'S CITY, STATE: SANTA BARBARA, CA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,000.

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: UNIVERSITY OF NEBRASKA  
DONEE'S CITY, STATE: SCHOLARSHIP FUND  
LINCOLN, NE  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,000

CLASS OF ACTIVITY: TRUSTEE FUND  
DONEE'S NAME: UNIVERSITY OF THE PACIFIC  
DONEE'S CITY, STATE: PACIFIC FUND  
SANTA CLARA, CA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 500

CLASS OF ACTIVITY: MATCHING FUND  
DONEE'S NAME: NATIONAL MS SOCIETY  
DONEE'S CITY, STATE: GREATER WASHINGTON  
SEATTLE, WA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 2,250.

CLASS OF ACTIVITY: MATCHING FUND  
DONEE'S NAME: ROMANIA LEADERSHIP MINISTRIES  
DONEE'S CITY, STATE: WHEATON, IL  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,400.

CLASS OF ACTIVITY: MATCHING FUND  
DONEE'S NAME: SANTA BARBARA  
DONEE'S CITY, STATE: GENEALOGY SOCIETY  
SANTA BARBARA, CA  
ORGANIZATIONAL STATUS OF DONEE: PUBLIC CHARITY  
AMOUNT GIVEN: \$ 1,000.

THE WHARTON FOUNDATION, INC.  
FORM 990-PF  
FEIN 36-6130748  
FYE 6/30/15

CLASS OF ACTIVITY:	MATCHING FUND	
DONEE'S NAME:	SANTA BARBARA MUSEUM OF NATURAL HISTORY'S	
DONEE'S CITY, STATE:	SANTA BARBARA, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 3,000.

CLASS OF ACTIVITY:	MATCHING FUND	
DONEE'S NAME:	SCHOOL OF LOST BORDERS	
DONEE'S CITY, STATE:	BIG PINE, CA	
ORGANIZATIONAL STATUS OF DONEE:	PUBLIC CHARITY	
AMOUNT GIVEN:		\$ 1,400.

<b>TOTAL:</b>		<b>\$131,545</b>
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THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



WHARTON FOUNDATION INC IMA

Account 000001342789 / Page 7 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD					
<b>CASH &amp; SHORT-TERM</b>															
GOLDMAN SACHS FINANCIAL SQUARE FUNDS MONEY MARKET FUND	32,616	780	1	0000	32,616	78	32,616	78	0	00	34	44	0	11%	
<b>TOTAL CASH &amp; SHORT-TERM</b>					<b>\$32,616</b>	<b>78</b>		<b>\$32,616</b>	<b>78</b>	<b>\$0</b>	<b>00</b>	<b>\$34</b>	<b>44</b>	<b>11%</b>	
<b>FIXED INCOME/LOW VOLATILITY</b>															
<b>U S government bonds</b>															
FEDL NATL MTGE ASSN POOL #535982 30 YR GTD SINGLE FAMILY MORTGAGE DTD 05/01/2001 7 500% 05/01/2031 NON CALLABLE MOODYS N/A S&P N/A	150	670	119	5100	180	07	0	00 *	180	07	11	30	6	27%	
<b>Total U.S government bonds</b>					<b>\$180</b>	<b>07</b>		<b>\$0.00</b>	<b>\$180.07</b>		<b>\$11</b>	<b>30</b>	<b>6</b>	<b>28%</b>	
<b>Corporate and other taxable</b>															
Corporate															
LOWE'S COMPANIES INC DTD 09/11/2007 6 100% 09/15/2017 NON CALLABLE MOODYS A3 S&P A-	50,000	000	110	3950	55,197	50	51,020	50	4,177	00	3,050	00	5	53%	
Taxable funds															
BAIRD CORE PLUS BOND FUND	BCOIX	18,198	362	11	0200	200,545	95	200,545	95	0	00	5,677	89	2	83%
DODGE & COX INCOME FUND MUTUAL FUND	DODIX	12,067	540	13	6000	164,118	54	166,290.	71	-2,172	17	4,428	79	2	70%
VANGUARD SHORT-TERM INVESTMENT GRADE FUND	VFSUX	25,788	638	10	6600	274,906	88	276,841	02	-1,934	14	5,338	25	1	94%
<b>Total Corporate and other taxable</b>					<b>\$694,768.87</b>		<b>\$694,698</b>	<b>18</b>	<b>\$70</b>	<b>69</b>	<b>\$18,494.93</b>		<b>2</b>	<b>66%</b>	

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THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



WHARTON FOUNDATION INC IMA

Account 000001342789 / Page 8 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	-	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
<b>Alternatives-Low Volatility</b>											
Opportunistic low volatility											
FRANKLIN FLOATING RATE DAILY ACCESS FUND	FDAAX	5,446 623	8 9200		48,583 88		49,999 99		-1,416 11	2,222 22	4 57%
HARTFORD FLOATING RATE FUND	HFLYX	5,561 735	8 7000		48,387 09		50,000 00		-1,612 91	2,174 64	4 49%
<b>Total Alternatives-Low Volatility</b>					<b>\$96,970 97</b>		<b>\$99,999 99</b>		<b>-\$3,029.02</b>	<b>\$4,396 86</b>	<b>4 53%</b>
<b>TOTAL FIXED INCOME/LOW VOLATILITY</b>					<b>\$791,919 91</b>		<b>\$794,698 17</b>		<b>-\$2,778 26</b>	<b>\$22,903 09</b>	<b>2 89%</b>
<b>EQUITY/HIGH VOLATILITY</b>											
<b>U S equity</b>											
AES CORP Utilities	AES	1,555 000	13 2600		20,619 30		22,191 00		-1,571 70	622 00	3 02%
AETNA INC Health care	AET	210 000	127 4600		26,766 80		22,654 17		4,112 43	210 00	0 78%
AMDOCS LTD ORD Information technology	DOX	800 000	54 5900		43,672 00		37,738 93		5,933 07	544 00	1 25%
AMERICAN ELEC PWR INC Utilities	AEP	200 000	52 9700		10,594 00		10,267 98		326 02	424 00	4 00%
AMERIPRISE FINANCIAL INC Financials	AMP	290 000	124 9300		36,229 70		31,380 29		4,849 41	777 20	2 14%
AMGEN INC Health care	AMGN	290 000	153 5200		44,520 80		39,503 35		5,017 45	916 40	2 06%
APPLE INC Information technology	AAPL	815 000	125 4250		102,221 38		29,726 86		72,494 52	1,695 20	1 66%

54

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THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



WHARTON FOUNDATION INC IMA

Account 000001342789 / Page 9 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account (continued)

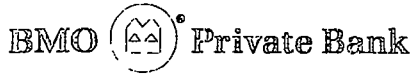
DESCRIPTION OF ASSET		QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	-	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
ARCHER DANIELS MIDLAND CO Consumer staples	ADM	760 000		48 2200		36,647 20		36,495 13		152 07	851 20	2 32%
AVERY DENNISON CORP Materials	AVY	450 000		60 9400		27,423 00		27,863 19		440 19	666 00	2 43%
BOEING CO Industrials	BA	70 000		138 7200		9,710 40		9,905 03		-194 63	254 80	2 62%
CAMERON INTERNATIONAL CORP Energy	CAM	500 000		52 3700		26,185 00		27,279 75		-1,094 75	0 00	0 00%
CAPITAL ONE FINANCIAL CORP Financials	COF	280 000		87 9700		24,631 60		22,855 46		1,776 14	448 00	1 82%
CINTAS CORP Industrials	CTAS	310 000		84 5900		26,222 90		25,392 07		830 83	263 50	1 00%
CISCO SYSTEMS INC Information technology	CSCO	1,040 000		27 4600		28,558 40		23,958 47		4,599 93	873 60	3 06%
CITRIX SYS INC Information technology	CTXS	160 000		70 1600		11,225 60		10,461 92		763 68	0 00	0 00%
COMCAST CORP-CL A CL A COMMON STOCK Consumer discretionary	CMCSA	730 000		60 1400		43,902 20		35,689 63		8,212 57	730 00	1 66%
COSTCO WHOLESALE CORP NEW Consumer staples	COST	90 000		135 0600		12,155 40		6,722 23		5,433 17	144 00	1 18%
CVS HEALTH CORP Consumer staples	CVS	410 000		104 8800		43,000 80		26,138 91		16,861 89	574 00	1 33%
DISCOVER FINL SVCS Financials	DFS	625 000		57 6200		36,012 50		35,143 69		868 81	700 00	1 94%

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THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



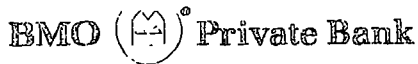
WHARTON FOUNDATION INC IMA

Account 000001342789 / Page 10 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	-	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
DISNEY WALT CO NEW Consumer discretionary	DIS	90 000		114 1400		10,272 60		3,046 51		7,226 09	118 80	1 16%
DR PEPPER SNAPPLE GROUP INC Consumer staples	DPS	275 000		72 9000		20,047 50		14,308 22		5,739 28	528 00	2 63%
EBAY INC Information technology	EBAY	200 000		60 2400		12,048 00		12,383 54		-335 54	0 00	0 00%
EDWARDS LIFESCIENCES CORP Health care	EW	125 000		142 4300		17,803 75		12,737 49		5,066 26	0 00	0 00%
ELECTRONIC ARTS INC information technology	EA	160 000		66 5000		10,640 00		10,085 92		554 08	0 00	0 00%
EVEREST RE GROUP LIMITED Financials	RE	210 000		182 0100		38,222 10		32,947 75		5,274 35	798 00	2 09%
EXXON MOBIL CORPORATION Energy	XOM	285 000		83 2000		23,712 00		21,953 96		1,758 04	832 20	3 51%
FEDEX CORPORATION Industrials	FDX	150 000		170 4000		25,560 00		25,418 68		141 32	150 00	0 59%
FIFTH THIRD BANCORP Financials	FITB	1,735 000		20 8200		36,122 70		36,906 47		-783 77	902 20	2 50%
FOOT LOCKER INC Consumer discretionary	FL	200 000		67 0100		13,402 00		11,449 98		1,952 02	200 00	1 49%
F5 NETWORKS INC Information technology	FFIV	120 000		120 3500		14,442 00		14,364 05		77 95	0 00	0 00%
GENERAL DYNAMICS CORP Industrials	GD	150 000		141 6900		21,253 50		19,990 48		1,263 02	414 00	1 95%

THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FEY 6/30/15



WHARTON FOUNDATION INC IMA

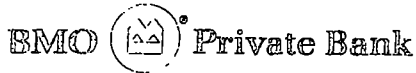
Account 000001342789 / Page 11 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	-	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
GILEAD SCIENCES INC Health care	GILD	340 000	117 0800	=	39,807 20	-	35,390 60	=	4,416 60	584 80	1 47%
GOOGLE INC CLASS C Information technology	GOOG	40 000	520 5100	=	20,820 40	-	10,667 14	=	10,153 26	0 00	0 00%
GOOGLE INC-CL A COMMON STOCK CL A Information technology	GOOGL	40 000	540 0400	=	21,601 60	-	10,668 48	=	10,933 12	0 00	0 00%
HEWLETT PACKARD CO Information technology	HPQ	510 000	30 0100	=	15,305 10	-	16,557 26	=	-1,252 16	359 04	2 35%
HOME DEPOT INC Consumer discretionary	HD	150 000	111 1300	=	16,669 50	-	7,310 83	=	9,358 67	354 00	2 12%
HUNTINGTON INGALLS INDUSTRIES Industrials	HII	155 000	112 5900	=	17,451 45	-	15,283 93	=	2,167 52	248 00	1 42%
JOHNSON & JOHNSON Health care	JNJ	605 000	97 4600	=	58,963 30	-	61,216 61	=	-2 253 31	1,815 00	3 08%
KOHL'S CORP Consumer discretionary	KSS	200 000	62 6100	=	12,522 00	-	15,171 70	=	-2,649 70	360 00	2 88%
KROGER CO Consumer staples	KR	520 000	72 5100	=	37,705 20	-	23,155 55	=	14,549 65	436 80	1 16%
LAM RESEARCH CORP Information technology	LRCX	190 000	81 3500	=	15,456 50	-	14,882 77	=	573 73	228 00	1 47%
LEAR CORP Consumer discretionary	LEA	160 000	112 2600	=	17,961 60	-	18,587 52	=	625 92	160 00	0 89%
MACY'S INC Consumer discretionary	M	715 000	67 4700	=	48,241 05	-	42,171 44	=	6,069 61	1,029 60	2 13%

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THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



WHARTON FOUNDATION INC IMA

Account 000001342789 / Page 12 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account (continued)

DESCRIPTION OF ASSET		QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	-	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
MAGNA INTERNATIONAL INC CLASS A COMMON STOCK CLASS A Consumer discretionary	MGA	260 000		56 0900	=	14,583 40	-	12,687 84	=	1,895 56	228 80	1 57%
MARATHON PETROLEUM CORPROATION Energy	MPC	700 000		52 3100	=	36,617 00	-	31,441 75	=	5,175 25	700 00	1 91%
MICROSOFT CORP Information technology	MSFT	415 000		44 1500	=	18,322 25	-	16,992 26	=	1,329 99	514 60	2 81%
NORTHROP GRUMMAN CORPORATION Industrials	NOC	215 000		158 6300	=	34,105 45	-	25,557 74	=	8,547 71	688 00	2 02%
ORACLE CORPORATION Information technology	ORCL	1,035 000		40 3000	=	41,710 50	-	34,187 86	=	7,522 64	621 00	1 49%
PG & E CORP Utilities	PCG	190 000		49 1000	=	9,329 00	-	9,890 95	=	-561 95	345 80	3 71%
SCHLUMBERGER LTD Energy	SLB	280 000		86 1900	=	24,133 20	-	24,585 76	=	-452 56	560 00	2 32%
SHERWIN WILLIAMS CO Materials	SHW	80 000		275 0200	=	22,001 60	-	22,552 79	=	-551 19	214 40	0 97%
SKYWORKS SOLUTIONS INC Information technology	SWKS	325 000		104 1000	=	33,832 50	-	17,634 47	=	16,198 03	338 00	1 00%
SOUTHWEST AIRLINES CO Industrials	LUV	670 000		33 0900	=	22,170 30	-	15,758 34	=	6,411 96	201 00	0 91%
TRAVELERS COMPANIES INC Financials	TRV	420 000		96 6600	=	40 597 20	-	37 212 77	=	3,384 43	1,024 80	2 52%
UNITEDHEALTH GROUP INC Health care	UNH	290 000		122 0000	=	35,380 00	-	34 178 01	=	1,201 99	580 00	1 64%

THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



WHARTON FOUNDATION INC IMA

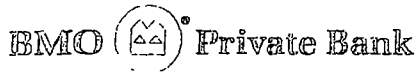
Account 000001342789 / Page 13 of 28  
 June 1, 2015 to June 30, 2015

*Details of assets in your account (continued)*

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
WAL MART STORES INC Consumer staples	140 000		70 9300		9,930 20	10,574 18		-643 98	274 40	2 76%
WELLS FARGO & CO Financials	875 000		56 2400		49,210 00	25,770 13		23,439 87	1,312 50	2 67%
<b>Total U S equity</b>					<b>\$1,568,252 43</b>	<b>\$1,287,049.79</b>		<b>\$281,202.64</b>	<b>\$27,815.64</b>	<b>1.77%</b>
<b>J S equity funds</b>										
HOTCHKIS & WILEY SMALL CAP VALUE FUND Small cap value	161 573		61 6800		9,965 82	10,062 77		-96 95	20 36	0 20%
ISHARES RUSSELL 2000 ETF Small cap diversified equity	205 000		124 8600		25,596 30	23,595 62		2,000 68	326 36	1 27%
<b>Total U S equity funds</b>					<b>\$35,562 12</b>	<b>\$33,658 39</b>		<b>\$1,903 73</b>	<b>\$346 72</b>	<b>97%</b>
<b>International</b>										
ABERDEEN EMERGING MARKETS INSTITUTIONAL FUND Emerging	13,275 840		13 5900		180,418 67	193,929 97		-13,511 30	2,349 82	1 30%
ACADIAN EMERGING MARKETS PORTFOLIO Emerging	7,605 644		18 6200		141,617 09	140,101 55		1,515 54	1,612 40	1 14%
ARTISAN INTERNATIONAL FUND Developed large cap	4,153 555		31 0900		129,134 02	131,999 99		-2,865 97	947 01	0 73%
DELPHI AUTOMOTIVE PLC Consumer discretionary	180 000		85 0900		15,316 20	11,881 89		3,434 31	180 00	1 17%
DEUTSCHE X TRACKERS MSCI EAFE HEDGED EQUITY FUND Developed large cap	3,335 000		28 6200		95,447 70	100,225 09		-4,777 39	5,939 64	6 22%

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THE WHARTON FOUNDATION, INC.  
 FORM 990-PF  
 FEIN 36-6130748  
 FYE 6/30/15



WHARTON FOUNDATION INC IMA

Account 000001342789 / Page 14 of 28  
 June 1, 2015 to June 30, 2015

• Details of assets in your account (continued)

DESCRIPTION OF ASSET	QUANTITY	X	CURRENT UNIT VALUE	=	CURRENT TOTAL MARKET VALUE	-	FEDERAL TAX COST	=	UNREALIZED GAIN/LOSS	ESTIMATED ANNUAL INCOME	YIELD
LYONDELLBASELL INDUSTRIES NV Materials	335 000		103 5200		34,679 20		34,136 54		542 66	1,045 20	3 01%
MEDTRONIC PLC Health care	480 000		74 1000		35,568 00		36,388 51		-820 51	729 60	2 05%
T ROWE PRICE INTERNATIONAL DISCOVERY FUND Developed small cap	883 861		57 0300		50,406 59		49,991 18		415 41	397 74	0 79%
TWEEDY BROWNE GLOBAL VALUE FUND Developed large cap	771 602		26 4400		20,401 16		20,516 90		-115 74	254 63	1 25%
WISDOMTREE INTERNATIONAL SMALLCAP DIVIDEND FUND Developed small cap	585 000		60 3400		35 298 90		37,657 04		-2,358 14	990 99	2 81%
<b>Total International</b>					<b>\$738,287 53</b>		<b>\$756,828 66</b>		<b>-\$18,541 13</b>	<b>\$14,447 03</b>	<b>1.96%</b>
<b>Alternatives-High Volatility</b>											
Hedge funds											
GATEWAY FUND Total return hedge funds	6,722 050		29 7900		200,249 87		193 913 33		6,336 54	4,194 56	2 09%
<b>Total Alternatives-High Volatility</b>					<b>\$200,249 87</b>		<b>\$193,913 33</b>		<b>\$6,336 54</b>	<b>\$4,194.56</b>	<b>2.09%</b>
<b>TOTAL EQUITY/HIGH VOLATILITY</b>					<b>\$2,542,351 95</b>		<b>\$2,271,450 17</b>		<b>\$270,901 78</b>	<b>\$46,803 95</b>	<b>1.84%</b>
<b>TOTAL ASSETS IN YOUR ACCOUNT</b>					<b>\$3,366,888 64</b>		<b>\$3,098,765 12</b>		<b>\$268,123 52</b>	<b>\$69,741 48</b>	<b>2 07%</b>