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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 07-01-2014, and ending 06-30-2015

Name of foundation TOM & GLORY SULLIVAN FOUNDATION		A Employer identification number 52-1905859	
Number and street (or P O box number if mail is not delivered to street address) 11216 RIVER VIEW DRIVE		B Telephone number (see instructions) (904) 285-7666	
City or town, state or province, country, and ZIP or foreign postal code POTOMAC, MD 20854		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 3,026,341		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
J Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)	89,283			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	4,683	4,683	4,683	
	4 Dividends and interest from securities.	72,118	72,118	72,118	
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10 <input checked="" type="checkbox"/>	179,702			
	b Gross sales price for all assets on line 6a <u>266,760</u>				
	7 Capital gain net income (from Part IV, line 2)				
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	345,786	76,801	76,801	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	3,000			
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) <input checked="" type="checkbox"/>	4,800	4,800		
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions) <input checked="" type="checkbox"/>	2,209	2,209		
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule) <input checked="" type="checkbox"/>	1,226	1,226		
	24 Total operating and administrative expenses. Add lines 13 through 23	11,235	8,235		0
	25 Contributions, gifts, grants paid	459,414			459,414
	26 Total expenses and disbursements. Add lines 24 and 25	470,649	8,235		459,414
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-124,863			
	b Net investment income (if negative, enter -0-)		68,566		
	c Adjusted net income (if negative, enter -0-)			76,801	

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	1,708,844	1,185,026	1,185,026
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ Less allowance for doubtful accounts ▶ _____			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)	1,279,882	1,678,837	1,841,315
	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)			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	2,988,726	2,863,863	3,026,341	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22)		0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds	2,988,726	2,863,863	
	30	Total net assets or fund balances (see instructions)	2,988,726	2,863,863	
31	Total liabilities and net assets/fund balances (see instructions)	2,988,726	2,863,863		

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 2,988,726
2	Enter amount from Part I, line 27a	2 -124,863
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 2,863,863
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 2,863,863

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				
(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				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))	
(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				
b				
c				
d				
e				
2	Capital gain net income or (net capital loss) <div>If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7</div>		2	
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) <div>If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8</div>		3	

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 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	541,793	2,182,219	0 248276	
2012	391,378	2,514,054	0 155676	
2011	593,389	4,549,545	0 130428	
2010	699,196	3,752,873	0 186310	
2009	617,598	3,788,723	0 163010	
2	Total of line 1, column (d).		2	0 883700
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 176740
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.		4	2,408,638
5	Multiply line 4 by line 3.		5	425,703
6	Enter 1% of net investment income (1% of Part I, line 27b).		6	686
7	Add lines 5 and 6.		7	426,389
8	Enter qualifying distributions from Part XII, line 4.		8	459,414
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 page 18 of the instructions)

1a		Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1			
Date of ruling or determination letter		1995-10-31 (attach copy of letter if necessary—see instructions)			
b		Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		1	686
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	
3		Add lines 1 and 2.		3	686
4		Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-).		4	
5		Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-.		5	686
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	953	
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	953
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed.		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid.		10	267
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 267 Refunded		11	

Part VII-A

Statements Regarding Activities

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	Yes	No
b		Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?		1b		No
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		No
d		Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation \$ (2) On foundation managers \$				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		2		No
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		No
4a		Did the foundation have unrelated business gross income of \$1,000 or more during the year?		4a		No
b		If "Yes," has it filed a tax return on Form 990-T for this year?		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		No
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	Yes	
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	Yes	
8a		Enter the states to which the foundation reports or with which it is registered (see instructions)				
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	Yes	
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		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses.		10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address ▶N/A				
14	The books are in care of ▶THOMAS F SULLIVAN Telephone no ▶(904) 285-7666 Located at ▶905 PONTE VEDRA BLVD PONTE VEDRA BEACH FL ZIP +4 ▶32082			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here ▶ <input type="checkbox"/> and enter the amount of tax-exempt interest received or accrued during the year ▶	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶				

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			Yes	No
1a	During the year did the foundation (either directly or indirectly) (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input 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)? 1b Organizations relying on a current notice regarding disaster assistance check here. ▶ <input type="checkbox"/>			
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			
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____			
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions). 2b			
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?. <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No			
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i>). 3b			
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
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		No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a

During the year did the foundation pay or incur any amount to

(1)

Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?

Yes

No

(2)

Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?

Yes

No

(3)

Provide a grant to an individual for travel, study, or other similar purposes?

Yes

No

(4)

Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions).

Yes

No

(5)

Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?

Yes

No

b

If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

5b

Organizations relying on a current notice regarding disaster assistance check here.

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

Yes

No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

Yes

No

b

Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

Yes

No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

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 (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 Additional Data Table				

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.

Part VIII

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

NONE

Total number of others receiving over \$50,000 for professional services. ▶

Part IX-A

Expenses

1

Part IX-B

Amount

1 N/A

Total. Add lines 1 through 3

Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	1,792,633
b	Average of monthly cash balances.	1b	1,626,309
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	3,418,942
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	
2	Acquisition indebtedness applicable to line 1 assets.	2	
3	Subtract line 2 from line 1d.	3	3,418,942
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,010,304
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,408,638
6	Minimum investment return. Enter 5% of line 5.	6	120,432

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	120,432
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	686
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	686
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	119,746
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	119,746
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1. . . .	7	119,746

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	459,414
b	Program-related investments—total from Part IX-B.	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	459,414
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	686
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	458,728

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				119,746
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009.				330,249
b From 2010.				513,861
c From 2011.				356,514
d From 2012.				266,412
e From 2013.				434,416
f Total of lines 3a through e.	1,901,452			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 459,414				
a Applied to 2013, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).				
d Applied to 2014 distributable amount.				119,746
e Remaining amount distributed out of corpus	339,668			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	2,241,120			
b Prior years' undistributed income Subtract line 4b from line 2b.				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions				
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)				
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	330,249			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,910,871			
10 Analysis of line 9				
a Excess from 2010. . . .				513,861
b Excess from 2011. . . .				356,514
c Excess from 2012. . . .				266,412
d Excess from 2013. . . .				434,416
e Excess from 2014. . . .				339,668

Part XIV

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
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 organization 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))

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

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 2 a, b, c, and d.

a The name, address, and telephone number or email 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	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)				
a Paid during the year See Additional Data Table				
Total			3a	459,414
b Approved for future payment				
Total			3b	

Enter gross amounts unless otherwise indicated

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

Form **990-PF** (2014)

Part XVII

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)	No
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(2) Other assets.	1a(2)	No
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b Other transactions

(1) Sales of assets to a noncharitable exempt organization.	1b(1)	No
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(2) Purchases of assets from a noncharitable exempt organization.	1b(2)	No
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(3) Rental of facilities, equipment, or other assets.	1b(3)	No
---	-------	----

(4) Reimbursement arrangements.	1b(4)	No
--	--------------	-----------

(5) Loans or loan guarantees.	1b(5)	No
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(6) Performance of services or membership or fundraising solicitations.	1b(6)	No
--	--------------	-----------

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	1c	No
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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

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?

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

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.


<p>*****</p> <p>_____ Signature of officer or trustee</p>	<p>2015-12-21</p> <p>_____ Date</p>	<p>*****</p> <p>_____ Title</p>
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Paid Preparer Use Only	Print/Type preparer's name FRANCIS A TETI CPA	Preparer's Signature	Date 2015-12-21	Check if self-employed <input checked="" type="checkbox"/>	PTIN P00289041
	Firm's name <input checked="" type="checkbox"/> TETI & CARSWELL			Firm's EIN <input checked="" type="checkbox"/> 52-1790778	
	Firm's address <input checked="" type="checkbox"/> 451 HUNGERFORD DR STE 735 ROCKVILLE, MD 20850			Phone no (301) 251-8711	

Form 990PF Part VIII Line 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
THOMAS FP SULLIVAN	PRES-DIR 6 00	0	0	0
905 PONTE VEDRA BLVD PONTE VEDRA BE,FL 32082				
GLORY L SULLIVAN	SEC-TRES 4 00	0	0	0
905 PONTE VEDRA BLVD PONTE VEDRA BE,FL 32082				
COLLEEN M OPACK	DIRECTOR 1 00	0	0	0
12708 ALTICE CT DARNESTOWN,MD 20878				
KATHLEEN A KEENER	DIRECTOR 1 00	0	0	1,000
7470 AUGUSTA DR BOULDER,CO 80301				
THOMAS F SULLIVAN II	DIRECTOR 1 00	0	0	0
8315 SNUG HILL CT POTOMAC,MD 20854				
REV MARK KNESTOUT	DIRECTOR 1 00	1,500	0	0
ST BARTHOLOMEW CATHOLIC CHURCH 6902 RIVER RD BETHESDA,MD 20817				
BISHOP BARRY C KNESTOUT	DIRECTOR 1 00	1,500	0	0
3125 THIRTY-NINTH ST NW WASHINGTON,DC 20016				


Form 990PF Part XV Line 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)				
a Paid during the year				
FOCUS UCLA PO BOX 33656 DENVER,CO 80233		501(C)(3)	TO SUPPORT CHARITY	10,000
ARCHDIOCESE OF WA PO BOX 29260 WASHINGTON,DC 200170260		501(C)(3)	TO SUPPORT CHARITY	50,000
HOLY SPIRIT CONGREGATION 6230 BRUSH RUN RD BETHEL PARK,PA 15102		501(C)(3)	TO SUPPORT CHARITY	9,570
TOGO MISSIONS INC PO BOX 130 GAITHERSBURG,MD 20884		501(C)(3)	TO SUPPORT CHARITY	10,000
ARCH OF KINGSTON PO BOX 43 KINGSTON,JAMAICA JM		501(C)(3)	TO SUPPORT CHARITY	9,575
NATL CONF OF BURMESE-AM CATHOLICS 9448 FORLA LN APT 305 DALLAS,TX 75243		501(C)(3)	TO SUPPORT CHARITY	30,000
CATHOLIC CHARITIES OF WASHINGTON DC 924 G STREET NW WASHINGTON,DC 20001		501(C)(3)	TO SUPPORT CHARITY	5,000
ST ANDREW APOSTLE CATHOLIC CHURCH 11600 KEMP MILL RD SILVER SPRING,MD 20902		501(C)(3)	TO SUPPORT CHARITY	10,000
HOLY NAME CATHOLIC CHURCH 920 ELEVENTH STREET WASHINGTON,DC 20002		501(C)(3)	TO SUPPORT CHARITY	5,000
ST THOMAS AQUINAS CATHOLIC CENTER 904 14TH STREET BOULDER,CO 80302		501(C)(3)	TO SUPPORT CHARITY	20,000
GOOD SHEPHERD SISTERS 7654 NATURAL BRIDGE RD ST LOUIS,MO 63121		501(C)(3)	TO SUPPORT CHARITY	30,000
ST MARY'S CATHOLIC CHURCH 7401 BUCHANAN ST LANDOVER,MD 20784		501(C)(3)	TO SUPPORT CHARITY	10,000
ST BARTHOLOMEW CATHOLIC CHURCH 6902 RIVER ROAD BETHESDA,MD 20817		501(C)(3)	TO SUPPORT CHARITY	10,000
ELIZABETH SETON HIGH SCHO 5715 EMERSON ST BLADENSBURG,MD 20710		501(C)(3)	TO SUPPORT CHARITY	5,000
RESURRECTION CATHOLIC CHURCH 5710 JACK ROAD JACKSONVILLE,FL 32277		501(C)(3)	TO SUPPORT CHARITY	10,000
Total  3a				459,414

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
INSTITUTE OF THE INCARNATE WORD 5706 SARGENT RD CHILLUM,MD 20782		501(C)(3)	TO SUPPORT CHARITY	5,000
CATHOLICS COME HOME PO BOX 1802 ROSWELL,GA 30077		501(C)(3)	TO SUPPORT CHARITY	5,000
VIRTUE MEDIA 560 WCROSSVILLE RD 101 ROSWELL,GA 30075		501(C)(3)	TO SUPPORT CHARITY	5,000
REDEMPTORIST MATER SEMINARY 4900 LASALLE RD CHILLUM,MD 20782		501(C)(3)	TO SUPPORT CHARITY	5,000
CATHOLIC LEADERS INSTITUTE 440 EAST SWEDESFORD ROAD SUITE 3040 WAYNE,PA 19087		501(C)(3)	TO SUPPORT CHARITY	5,000
ST MARGARET OF SCOTLAND 3854 FLAD AVE ST LOUIS,MO 63110		501(C)(3)	TO SUPPORT CHARITY	10,000
CHURCH OF THE ASSUMP OF THE BMV 3401 MARTIN LUTHER KING JR AVE SE WASHINGTON,DC 20032		501(C)(3)	TO SUPPORT CHARITY	10,000
EPIPHANY CATHOLIC CHURCH 2712 DUMBARTON ST NW WASHINGTON,DC 20007		501(C)(3)	TO SUPPORT CHARITY	8,500
SERVANTS OF THE LORD 226 EAST 113TH STREET NEW YORK,NY 10029		501(C)(3)	TO SUPPORT CHARITY	10,000
GEORGE WASHINGTON UNIVERSITY CATH GEORGE WASHINGTON UNIVERSITY 2210 F STREET NW WASHINGTON,DC 20037		501(C)(3)	TO SUPPORT CHARITY	10,000
DYNAMIC CATHOLIC INSTITUTE 2200 ARBOR TECH DRIVE HEBRON,KY 41048		501(C)(3)	TO SUPPORT CHARITY	10,000
LATIN AMERICAN APOSTOLATE 20 ARCHBISHOP MAY DRIVE ST LOUIS,MO 631195004		501(C)(3)	TO SUPPORT CHARITY	10,200
ASIAN RELIEF INC 180 ADMIRAL COCHRANE DR ANNAPOLIS,MD 21401		501(C)(3)	TO SUPPORT CHARITY	31,128
ST MICHAELS CATHOLIC SCHO 16566 THREE NOTCH ROAD RIDGE,MD 206800429		501(C)(3)	TO SUPPORT CHARITY	5,000
ST RAPHAELS CATHOLIC CHUR 1592 KIMBLEWICK ROAD ROCKVILLE,MD 20854		501(C)(3)	TO SUPPORT CHARITY	48,000
Total  3a				459,414

Form 990PF Part XV Line 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)				
a <i>Paid during the year</i>				
ST JOSEPH ACADEMYST AUGUSTINE FL 155 STATE RD 207 ST AUGUSTINE,FL 32084		501(C)(3)	TO SUPPORT CHARITY	5,000
GEORGETOWN VISITATION HIGH SCHOOL 1524 35TH ST NW WASHINGTON,DC 20007		501(C)(3)	TO SUPPORT CHARITY	4,000
ST JOHN PAUL II SEMINARY 145 TAYLOR STREET NE WASHINGTON,DC 20017		501(C)(3)	TO SUPPORT CHARITY	10,000
ST PATRICK CATHOLIC CHURCH 1429 BROWARD RD JACKSONVILLE,FL 32218		501(C)(3)	TO SUPPORT CHARITY	10,000
THE HEIGHTS SCHOOL 10400 SEVEN LOCKS RD POTOMAC,MD 20854		501(C)(3)	TO SUPPORT CHARITY	6,441
ST PIUS X HIGH SCHOOL 1030 ST PIUS DR FESTUS,MO 63028		501(C)(3)	TO SUPPORT CHARITY	10,000
DON BOSCO CRISTO REY HIGH 1010 LARCH AVE TAKOMA PARK,MD 20912		501(C)(3)	TO SUPPORT CHARITY	12,000
Total  3a				459,414

TY 2014 Accounting Fees Schedule

Name: TOM & GLORY SULLIVAN FOUNDATION

EIN: 52-1905859

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TETI & CARSWELL	4,800	4,800		

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2014 Gain/Loss from Sale of Other Assets Schedule

Name: TOM & GLORY SULLIVAN FOUNDATION

EIN: 52-1905859

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
HALYARD HEALTH INC	2008-07	PURCHASE	2014-11		13,561	6,881			6,680	
CONOCOPHILLIPS CORP	2003-06	PURCHASE	2015-06		253,199	80,177			173,022	

**TY 2014 Investments Corporate
Stock Schedule****Name:** TOM & GLORY SULLIVAN FOUNDATION**EIN:** 52-1905859

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AT&T INC.	338,667	359,900
COCA COLA	169,030	319,680
CONOCOPHILLIPS PETROLEUM		
DIAMOND OFFSHORE DRILLING	148,530	67,000
KIMBERLY CLARK	218,112	374,675
MICROSOFT CORPORATION	144,010	275,040
PENN WEST ENERGY TRUST	192,645	9,025
TELEFONICA DE ESPANA SA	110,123	88,320
HCP INC	118,510	112,875
ROYAL DUTCH SHELL PLC	239,210	234,800

TY 2014 Other Expenses Schedule

Name: TOM & GLORY SULLIVAN FOUNDATION

EIN: 52-1905859

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
FINANCIAL CONSULTANT				
OTHER	1,166	1,166		
ADR FEES	60	60		

TY 2014 Taxes Schedule**Name:** TOM & GLORY SULLIVAN FOUNDATION**EIN:** 52-1905859

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX	920	920		
FOREIGN TAX PAID ON DIVIDENDS	1,289	1,289		