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

OMB No 1545-0052

2014

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

For calendar year 2014 or tax year beginning 8/1/2014, and ending 7/31/2015

Name of foundation PARKER FAMILY FOUNDATION			A Employer identification number 04-3542674	
Number and street (or P O box number if mail is not delivered to street address) P O BOX 1501, NJ2-130-03-31		Room/suite	B Telephone number (see instructions) 609-274-6834	
City or town PENNINGTON	State NJ	ZIP code 08534-1501		
Foreign country name		Foreign province/state/county	Foreign postal code	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change ☐ Initial return of a former public charity ☐ Amended return ☐ Name change			C If exemption application is pending, check here ☐	
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation			D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 12,361,291		J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis)		
F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐				

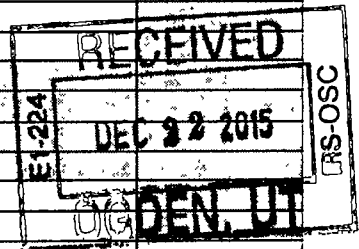
Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	808,661			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	202,252	196,924		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	916,225			
	b Gross sales price for all assets on line 6a 4,948,501				
	7 Capital gain net income (from Part IV, line 2)		916,225		
	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	1,927,138	1,113,149	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	1,500			1,500
	c Other professional fees (attach schedule)	101,937	61,162		40,775
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	44,422	4,415		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	4,225	4,100		125
	24 Total operating and administrative expenses. Add lines 13 through 23	152,084	69,677	0	42,400
	25 Contributions, gifts, grants paid	915,000			915,000
26 Total expenses and disbursements. Add lines 24 and 25	1,067,084	69,677	0	957,400	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	860,054				
b Net investment income (if negative, enter -0-)		1,043,472			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)		
		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	4,590	2,711	2,711
	2 Savings and temporary cash investments	597,406	863,644	863,644
	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)	1,111,277	1,089,057	1,103,818
	b Investments—corporate stock (attach schedule)	7,361,925	7,650,550	10,391,118
	c Investments—corporate bonds (attach schedule)			
Liabilities	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)			
	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)	9,075,198	9,605,962	12,361,291
	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	0	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☒			
	27 Capital stock, trust principal, or current funds	9,075,198	9,605,962	
	28 Paid-in or capital surplus, or land, bldg, and equipment fund			
	29 Retained earnings, accumulated income, endowment, or other funds			
	30 Total net assets or fund balances (see instructions)	9,075,198	9,605,962	
	31 Total liabilities and net assets/fund balances (see instructions)	9,075,198	9,605,962	

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	9,075,198
2 Enter amount from Part I, line 27a	2	860,054
3 Other increases not included in line 2 (itemize) ▶ PURCHASE OF ACCRUED INTEREST C/O FROM	3	964
4 Add lines 1, 2, and 3	4	9,936,216
5 Decreases not included in line 2 (itemize) ▶ See Attached Statement	5	330,254
6 Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	9,605,962

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Part IV Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0
b			0
c			0
d			0
e			0

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

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	916,225
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8 }	3	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

(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	666,126	10,689,828	0.062314
2012	607,814	9,417,132	0.064543
2011	716,707	8,780,382	0.081626
2010	515,211	8,674,721	0.059392
2009	635,392	7,906,450	0.080364

2 Total of line 1, column (d)	2	0.348239
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	0.069648
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	11,790,268
5 Multiply line 4 by line 3	5	821,169
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	10,435
7 Add lines 5 and 6	7	831,604
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions	8	957,400

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b	1	10,435	
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)			
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0	
3	Add lines 1 and 2	3	10,435	
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4		
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	10,435	
6	Credits/Payments			
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	30,889	
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	30,889	
8	Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	20,454	
11	Enter the amount of line 10 to be Credited to 2015 estimated tax ☐ Refunded ☐	11	20,454	

Part VII-A Statements Regarding Activities

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

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ U S Trust, a division of Bank of America, N A Telephone no ▶ 609-274-6834 Located at ▶ 1300 MERRILL LYNCH DRIVE PENNINGTON NJ ZIP+4 ▶ 08534-1501			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year ▶ 15			
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? 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	Yes	No
				X

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

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

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

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Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors *(continued)***3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		

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

**Part IX-A Summary of Direct Charitable Activities**

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

Expenses

1 NONE	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

Amount

1 NONE	
2	
All other program-related investments See instructions	
3 NONE	

Total. Add lines 1 through 3



0

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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	11,247,799
b	Average of monthly cash balances	1b	722,016
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	11,969,815
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	11,969,815
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	179,547
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	11,790,268
6	Minimum investment return. Enter 5% of line 5	6	589,513

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	589,513
2a	Tax on investment income for 2014 from Part VI, line 5	2a	10,435
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	
c	Add lines 2a and 2b	2c	10,435
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	579,078
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	579,078
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	579,078

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	957,400
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	957,400
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	10,435
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	946,965

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				579,078
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____				
3 Excess distributions carryover, if any, to 2014				
a From 2009	96,280			
b From 2010	100,299			
c From 2011	289,880			
d From 2012	149,652			
e From 2013	153,448			
f Total of lines 3a through e	789,559			
4 Qualifying distributions for 2014 from Part XII, line 4: $\blacktriangleright$ \$ 957,400				
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				579,078
e Remaining amount distributed out of corpus	378,322			
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	1,167,881			
b Prior years' undistributed income Subtract line 4b from line 2b			0	
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount—see instructions				
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				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)	96,280			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	1,071,601			
10 Analysis of line 9				
a Excess from 2010	100,299			
b Excess from 2011	289,880			
c Excess from 2012	149,652			
d Excess from 2013	153,448			
e Excess from 2014	378,322			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)**N/A****1a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling**b** Check box to indicate whether the foundation is a private operating foundation described in section☐ 4942(j)(3) or ☐ 4942(j)(5)**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

Tax year	Prior 3 years			(e) Total
(a) 2014	(b) 2013	(c) 2012	(d) 2011	
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0
				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:****a** List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

NONE

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

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d**a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed**b** The form in which applications should be submitted and information and materials they should include**c** Any submission deadlines**d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a <i>Paid during the year</i> See Attached Statement				
Total			▶ 3a	915,000
b <i>Approved for future payment</i> NONE				
Total			▶ 3b	0

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

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

OMB No 1545-0047

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

PARKER FAMILY FOUNDATION

Employer identification number

04-3542674

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

Form 990 or 990-EZ

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

Form 990-PF

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

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

Special Rules

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

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

Name of organization
PARKER FAMILY FOUNDATION

Employer identification number
04-3542674

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

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	MR. AND MRS. GLENN PARKER 186 SPRING STREET LEXINGTON MA 02421 Foreign State or Province Foreign Country	\$ 269,000	Person ☒ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
2	MR. AND MRS. GLENN PARKER 186 SPRING STREET LEXINGTON MA 02421 Foreign State or Province Foreign Country	\$ 539,661	Person ☒ Payroll ☐ Noncash ☒ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)
			Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Page **3**

Name of organization
PARKER FAMILY FOUNDATION

Employer identification number
04-3542674

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
2	ALLERGAN INC CUSIP - 018490102	\$ 136,048	12/22/2014
2	CELGENE CORP COM CUSIP - 151020104	\$ 69,593	12/22/2014
2	DISNEY (WALT) CO COM STK CUSIP - 254687106	\$ 58,357	12/22/2014
2	EOG RESOURCES INC CUSIP - 26875P101	\$ 10,550	12/22/2014
2	INTERCONTINENTAL EXCHANGE INC CUSIP - 45866F104	\$ 31,564	12/22/2014
2	MASTERCARD INC CUSIP - 57636Q104	\$ 114,101	12/22/2014

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

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

Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization PARKER FAMILY FOUNDATION	Employer identification number 04-3542674
--	--

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

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

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

PARKER FAMILY FOUNDATION

04-3542674 Page 1 of 3

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

Recipient(s) paid during the year

Name

De Cordova and Dana Museum and Park

Street

51 Sandy Pond Road

City

Lincoln

State

MA

Zip Code

01773

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

25,000

Name

De Cordova and Dana Museum and Park

Street

51 Sandy Pond Road

City

Lincoln

State

MA

Zip Code

01773

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

100,000

Name

Actors Shakespeare Project

Street

191 Highland Ave , Suite 2B

City

Somerville

State

MA

Zip Code

02143

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

100,000

Name

Stand For Children Leadership Center

Street

516 S E Morrison St Ste 420

City

Portland

State

OR

Zip Code

97214-2344

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

50,000

Name

Doctors Without Borders USA, Inc

Street

333 7th Avenue, 2nd Floor

City

New York

State

NY

Zip Code

10001-5004

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

60,000

Name

People for the American Way Foundation

Street

2000 M Street, NW, Suite 400

City

Washington

State

DC

Zip Code

20036

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

30,000

PARKER FAMILY FOUNDATION

04-3542674 Page 2 of 3

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

Recipient(s) paid during the year

Name

Theater Offensive Inc

Street

29 Elm Street, # 2

City

Cambridge

State

MA

Zip Code

02139-0000

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

23,000

Name

Alzheimers Disease and Related Disorders Association

Street

480 Pleasant St

City

Watertown

State

MA

Zip Code

02472

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

90,000

Name

De Cordova and Dana Museum and Park

Street

51 Sandy Pond Road

City

Lincoln

State

MA

Zip Code

01773

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

210,000

Name

Summer Search Foundation

Street

3840 Washington St

City

Jamaica Plain

State

MA

Zip Code

02130

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

67,000

Name

Massachusetts Budget And Policy Center Inc

Street

15 Court Sq, Ste 700

City

Boston

State

MA

Zip Code

02108-2532

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

50,000

Name

EdVestors, Inc

Street

140 Clarendon Street, Suite 305

City

Boston

State

MA

Zip Code

02116

Foreign Country**Relationship**

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

60,000

PARKER FAMILY FOUNDATION

04-3542674 Page 3 of 3

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

Recipient(s) paid during the year

Name

De Cordova And Dana Museum And Park

Street

51 Sandy Pond Road

City

Lincoln

State

MA

Zip Code

01773

Foreign Country

Relationship

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

25,000

Name

Actors Shakespeare Project

Street

191 Highland Ave , Suite 2B

City

Somerville

State

MA

Zip Code

02143

Foreign Country

Relationship

None

Foundation Status

PC

Purpose of grant/contribution

General Operating

Amount

25,000

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

Name

Street

City

State

Zip Code

Foreign Country

Relationship

Foundation Status

Purpose of grant/contribution

Amount

[illegible]

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

Check "X" to include in Part IV	Description	CUSIP #	Purchaser	Check "X" if Purchaser is a Business	Date Acquired	Acquisition Method	Date Sold	Totals			Cost, Other Basis and Expenses			Net Gain or Loss	
								Gross Sales Price	Gross Sales	Valuation Method	Expense of Sale and Cost of Improvements	Depreciation	Adjustments		
553	BANCO DO BRASIL SA-SPON	09578104			7/18/2014		3/18/2015	6,838	11,969					-5,131	
554	BARD C R INC	097383109			9/4/2012		5/14/2015	2,912	1,870					1,042	
555	BECTON DICKINSON CO	075987109			9/4/2012		2/17/2015	2,012	1,068					944	
556	BECTON DICKINSON CO	075987109			9/4/2012		5/27/2015	1,695	916					779	
557	BERKSHIRE HATHAWAY INC	084870702			3/8/2010		9/5/2014	967	582					385	
558	BERKSHIRE HATHAWAY INC	084870702			3/8/2010		10/3/2014	1,392	831					561	
559	BIOMED INC	09082X103			5/29/2013		9/5/2014	987	723					264	
560	BIOMED INC	09082X103			5/29/2013		10/3/2014	7,241	5,239					1,942	
561	BIOMED INC	09082X103			5/29/2013		10/13/2014	23,080	18,307					4,773	
562	BIOMED INC	09082X103			2/28/2014		12/23/2014	11,204	11,917					-713	
563	BIOMED INC	09082X103			5/29/2013		12/23/2014	22,408	16,380					6,028	
564	BIOMED INC	09082X103			4/16/2014		12/24/2014	27,711	23,813					3,898	
565	BIOMED INC	09082X103			2/28/2014		12/24/2014	10,814	11,216					-402	
566	BROCADE COMMUNICATIONS	111621306			5/29/2014		9/5/2014	1,466	1,509					157	
567	BROCADE COMMUNICATIONS	111621306			5/29/2014		10/3/2014	1,820	1,557					263	
568	BROCADE COMMUNICATIONS	111621306			5/29/2014		7/9/2015	6,288	6,749					1,539	
569	BROOKFIELD ASSET MGMT	112585104			9/4/2012		1/27/2015	3,840	2,541					1,299	
570	BROOKFIELD ASSET MGMT	112585104			9/4/2012		2/5/2015	4,173	2,713					1,460	
571	TJX COS INC NEW	872540109			9/4/2012		11/12/2014	4,195	3,029					1,166	
572	TJX COS INC NEW	872540109			9/4/2012		1/8/2015	549	367					182	
573	TJX COS INC NEW	872540109			9/4/2012		4/20/2015	1,635	1,147					488	
574	TJX COS INC NEW	872540109			9/4/2012		5/14/2015	1,848	1,147					501	
575	TJX COS INC NEW	872540109			9/4/2012		6/10/2015	8,839	6,241					2,598	
576	TJX COS INC NEW	872540109			9/4/2012		7/13/2015	5,974	3,992					1,982	
577	TJX COS INC NEW	872540109			9/4/2012		7/23/2015	5,549	3,717					1,832	
578	TRW AUTOMOTIVE HDGS CF	87264S106			4/23/2013		9/23/2014	21,825	11,913					9,912	
579	TRW AUTOMOTIVE HDGS CF	87264S106			4/23/2013		10/3/2014	1,015	559					456	
580	TRW AUTOMOTIVE HDGS CF	87264S106			4/23/2013		10/13/2014	48,288	26,622					21,666	
581	TAIWAN S MANUFACTURING AD	874039100			7/8/2010		3/26/2015	16,432	7,040					9,392	
582	TATA MOTORS LTD RIGHTS	876588122			4/15/2015		4/15/2015	0	0					0	
583	TATA MOTORS LTD RIGHTS	876588122			4/10/2015		4/16/2015	226	0					226	
584	TEVA PHARMACTCL INDS AD	881624209			7/11/2014		9/5/2014	1,559	1,618					-59	
585	TEVA PHARMACTCL INDS AD	881624209			7/11/2014		10/3/2014	881	963					18	
586	TRW AUTOMOTIVE HDGS CF	87264S106			4/23/2013		9/5/2014	1,809	1,007					802	
587	TEVA PHARMACTCL INDS AD	881624209			12/5/2014		6/22/2015	18,750	18,240					510	
588	TEVA PHARMACTCL INDS AD	881624209			2/5/2015		8/22/2015	12,778	12,333					445	
589	3M COMPANY	88579Y101			6/25/2012		9/5/2014	2,450	1,481					969	
590	3M COMPANY	88579Y101			6/25/2012		10/3/2014	1,809	1,117					692	
591	TRAVELERS COS INC	89417E109			6/4/2012		9/5/2014	1,224	1,090					134	
592	TRAVELERS COS INC	89417E109			1/23/2012		10/3/2014	1,975	1,761					214	
593	US BANCORP (NEW)	902973304			7/23/2012		9/5/2014	1,853	1,500					353	
594	US BANCORP (NEW)	902973304			7/23/2012		10/3/2014	3,998	3,200					798	
595	UNILEVER PLC NEW - ADR	904767704			1/16/2014		4/1/2015	12,442	12,019					423	
596	UNILEVER PLC NEW - ADR	904767704			1/17/2014		4/1/2015	2,164	2,085					79	
597	UNION PACIFIC CORP	907818108			10/27/2014		6/10/2015	42,213	48,502					-6,289	
598	U S TREASURY BOND	912810RG5			9/19/2012		12/9/2014	10,464	10,249					215	
599	U S TREASURY BOND	912810RG5			12/9/2012		7/29/2015	10,756	10,992					236	
600	U S TREASURY NOTE	912828NV8			11/6/2012		10/16/2014	26,260	26,198					62	
601	U S TREASURY NOTE	912828NV8			9/4/2013		10/18/2014	10,100	10,068					32	
602	U S TREASURY NOTE	912828NV8			9/4/2013		10/3/2014	12,111	12,077					34	
603	U S TREASURY NOTE	912828NV8			10/1/2013		5/15/2015	22,078	22,059					17	
604	U S TREASURY NOTE	912828NV8			9/4/2013		5/15/2015	1,003	1,002					1	
605	U S TREASURY NOTE	912828NV8			10/1/2013		5/18/2015	1,003	1,003					0	
606	U S TREASURY NOTE	912828NV8			10/8/2013		5/18/2015	23,077	23,058					19	
607	U S TREASURY NOTE	912828TG5			6/24/2014		9/9/2014	23,634	23,638					-4	
608	U S TREASURY NOTE	912828TG5			7/2/2014		9/9/2014	10,832	10,835					-3	
609	U S TREASURY NOTE	912828TG5			7/2/2014		1/16/2015	11,865	11,842					43	
610	U S TREASURY NOTE	912828TG5			7/3/2014		2/27/2015	22,823	22,705					118	
611	U S TREASURY NOTE	912828TG5			7/2/2014		2/27/2015	992	988					4	
612	U S TREASURY NOTE	912828TH3			2/6/2013		8/12/2014	13,484	13,887				203	0	
613	U S TREASURY NOTE	912828TH3			4/30/2013		8/12/2014	9,631	9,961				330	0	
614	U S TREASURY NOTE	912828TH3			3/6/2013		10/16/2014	13,672	13,632				0	40	
615	U S TREASURY NOTE	912828TH3			4/30/2013		10/15/2014	1,953	1,952				0	-39	
616	U S TREASURY NOTE	912828TH3			5/28/2013		10/16/2014	9,768	9,914				-148	0	
617	U S TREASURY NOTE	912828TH3			6/4/2013		10/16/2014	10,742	10,742				0	0	
618	U S TREASURY NOTE	912828TH3			6/4/2013		12/9/2014	11,627	11,870				-43	0	
619	U S TREASURY NOTE	912828TH3			6/4/2013		1/30/2015	989	980				0	9	
620	U S TREASURY NOTE	912828TH3			1/14/2014		11/8/2015	11,873	11,495				0	378	
621	U S TREASURY NOTE	912828TH3			1/14/2014		3/31/2015	11,803	11,512				0	291	

	Amount
Long Term CG Distributions	866
Short Term CG Distributions	

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

		1,500	0	0	1,500
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	TAX PREP FEES	1,500			1,500

Part I, Line 16c (990-PF) - Other Professional Fees

		101,937	61,162	0	40,775
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	US TRUST FEES AS AGENT	101,937	61,162		40,775

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

		44,422	4,415	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAX WITHHELD	4,415	4,415		
2	PY EXCISE TAX DUE	9,118			
3	ESTIMATED EXCISE PAYMENTS	30,889			

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

		4,225	4,100	0	125
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	STATE AG FEES	125			125
2	MISC INVESTMENT FEES	4,100	4,100		
3					
4					

Part II, Line 10a (990-PF) - Investments - U.S. and State Government Obligations

		Federal		State/Local		Federal		State/Local	
		1,111,277		0		1,089,057		0	
		0		0		0		1,103,818	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year	State/Local Obligation		
1				0					
2	FHLMC G0 8477 03 50%2042		0	21,660		21,908			
3	FHLMC G0 8558 04%2043		0	2,180		2,221			
4	FHLMC G0 5936 04%2040		0	29,411		30,140			
5	FHLMC G0 7230 03%2042		0	31,394		30,185			
6	FHLMC G0 7551 03%2043		0	10,448		11,028			
7	FHLMC G0 1309 07%2031		0	97		116			
8	FHLMC G0 1311 07%2031		0	798		945			
9	FHLMC C0 3743 03 50%2042		0	10,523		10,580			
10	FHLMC A9 3748 04%2040		0	15,137		15,513			
11	FHLMC A9 7294 04%2041		0	30,651		33,415			
12	FHLMC A9 7474 04%2041		0	15,902		17,293			
13	FHLMC Q0 4087 03 50%2041		0	30,858		31,870			
14	FHLMC Q0 7465 03 50%2042		0	5,727		5,696			
15	FHLMC Q0 8999 03 50%2042		0	10,473		10,396			
16	FHLMC Q1 3477 03%2042		0	30,735		29,492			
17	FHLMC Q2 2754 03 50%2043		0	14,752		15,128			
18	FHLMC Q1 5162 03%2043		0	884		918			
19	FEDERAL NATL MTG ASSOC		0	23,998		24,275			
20	FEDERAL NATL MTG ASSN M/T/N		0	34,076		37,431			
21	FEDERAL NATL MTG ASSOC		0	89,757		89,745			
22	FEDERAL HOME LN MTG CORP		0	22,975		23,468			
23	FNMA PAH6783 04%2041		0	15,656		16,332			
24	FNMA PAL5369 04 50%2044		0	51,485		51,507			
25	FNMA PAS2793 03%2029		0	35,045		34,752			
26	FNMA PAS4168 04%2044		0	52,092		52,229			
27	FNMA PAV0663 04 50%2043		0	20,406		20,435			
28	FNMA PAV8842 04%2044		0	21,498		21,628			
29	FNMA PAY2980 03 50%2045		0	12,529		12,446			
30	FNMA PAX2936 04%2044		0	16,515		16,700			
31	FNMA PAB3267 04%2041		0	3,957		4,054			
32	FNMA PMA2352 03 50%2045		0	35,174		35,317			
33	FNMA PAE0725 04 50%2041		0	17,199		17,513			
34	FNMA PAE6118 03 50%2040		0	23,422		23,663			
35	U S TREASURY BOND		0	117,304		121,693			
36	U S TREASURY BOND		0	24,727		21,736			
37	U S TREASURY NOTE		0	10,008		10,009			
38	U S TREASURY NOTE		0	46,614		46,831			
39	U S TREASURY NOTE		0	152,990		155,210			

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value		Book Value Beg of Year		Book Value End of Year		FMV Beg of Year		FMV End of Year	
1											
2	BAIDU.COM ADR	0	0			10,835				21,582	
3	BRISTOL MYERS SQUIBB CO COM	0	0			29,256				40,172	
4	CVS CORP	0	0			17,898				41,726	
5	CISCO SYS INC	0	0			40,839				45,358	
6	CITIGROUP INC COM NEW	0	0			32,759				58,577	
7	COMPASS GROUP PLC SHS	0	0			40,481				35,888	
8	CONTINENTAL AG SPONSORED ADR	0	0			36,466				42,848	
9	DAIWA HOUSE IND LTD ADR	0	0			40,372				53,051	
10	DAVIDE CAMPARI MILANO AD	0	0			26,900				28,132	
11	EMC CORP(MASS) USD 0 01	0	0			30,813				35,011	
12	EOG RES INC	0	0			30,360				23,389	
13	GOOGLE INC	0	0			36,213				57,860	
14	GOOGLE INC SHS CL C	0	0			27,644				44,418	
15	HALLIBURTON COMPANY COM	0	0			47,210				37,402	
16	HARLEY DAVIDSON INC	0	0			28,953				29,150	
17	HARTFORD FINL SVCS GROUP INC COM	0	0			37,363				49,690	
18	HONEYWELL INTL INC	0	0			34,912				72,379	
19	INTERCONTINENTALEXCHANGE	0	0			29,558				37,627	
20	IRELAND BK	0	0			16,479				16,968	
21	KASKORNBANK PCL-UNSPON	0	0			19,697				19,370	
22	KDDI CORP SHS	0	0			41,244				44,035	
23	KELLOGG COMPANY COMMON	0	0			13,154				13,565	
24	MASTERCARD INC	0	0			20,726				35,356	
25	MC GRAW-HILL COMPANIES INC	0	0			26,083				25,743	
26	MCKESSON CORPORATION	0	0			12,855				31,762	
27	MOLSON COOR BREW CO CL B	0	0			11,653				16,931	
28	MONSANTO CO NEW	0	0			30,988				29,344	
29	NOVARTIS AG SPNSRD ADR	0	0			49,088				71,795	
30	NOVO NORDISK A/S ADR	0	0			23,169				33,725	
31	PROVIDENT FINL PLC ADR	0	0			38,877				40,066	
32	PRUDENTIAL PLC ADR	0	0			49,764				46,929	
33	QUALCOMM INC	0	0			35,392				35,028	
34	QUINTILES TRANSNATIONAL	0	0			30,964				42,886	
35	REYNOLDS AMERN INC	0	0			47,313				53,190	
36	ROCKWELL INTL CORP NEW	0	0			24,692				25,341	
37	SAMPO PLC SHS	0	0			18,316				34,809	
38	SANLAM LTD SP ADR	0	0			35,776				30,324	
39	SCHLUMBERGER LIMITED COM	0	0			37,901				40,085	
40	SCHWAB CHARLES CORP NEW	0	0			16,299				23,056	
41	SERVICEMASTER GLOBAL	0	0			21,918				26,724	
42	SHIRE PHARMACEUTICALS GROUP	0	0			38,023				53,095	
43	SMUCKER J M CO	0	0			24,101				25,130	
44	SPRINGLEAF HLDGS INC	0	0			26,085				26,265	
45	SUMITOMO MITSUI TR HLDGS	0	0			37,428				32,327	
46	SYMRISE AG ADR	0	0			32,714				41,185	

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
47	TAIWAN SEMICONDUCTOR ADR	0		18,337		24,542
48	TATA MTRS LTD	0		25,413		15,809
49	TELENOR ASA ADR	0		44,736		43,937
50	THERMO ELECTRON CORP	0		25,651		28,604
51	TOPDANMARK A/S SHS	0		23,418		22,284
52	TWITTER INC	0		13,257		11,381
53	UNILEVER PLC AMER SHS ADR NEW	0		32,653		36,627
54	UNION PACIFIC CORP	0		26,649		24,105
55	UNITED TECHNOLOGIES CORP	0		21,872		23,473
56	VERTEX PHARMACEUTICALS INC	0		16,717		27,675
57	VIACOM INC NEW CL B	0		21,480		21,888
58	VISA INC CL A SHRS	0		25,533		45,807
59	VOYA FINL INC SHS	0		25,478		28,733
60	WOLTERS KLUWER N V SPONSORED ADR	0		26,256		28,303
61	XEROX CORPORATION COM	0		24,708		23,098
62	ZOETIS INC	0		24,082		37,813
63	MOHAWK INDS INC	0		17,008		42,939
64	MOODYS CORP	0		40,782		94,639
65	MOTOROLA SOLUTIONS INC	0		24,192		28,877
66	O'REILLY AUTOMOTIVE INC	0		31,751		89,876
67	PLATFORM SPECIALTY	0		18,825		17,685
68	PROGRESSIVE CORP OHIO	0		10,955		16,836
69	RESTAURANT BRANDS INTL	0		44,812		53,401
70	ROBERT HALF INTL INC	0		8,257		13,537
71	ROCKWELL COLLINS INC	0		15,750		18,109
72	ROPER INDS INC NEW	0		49,085		50,181
73	ROSS STORES INC	0		27,589		36,096
74	SBA COMMUNICATIONS CORP CL A	0		55,916		63,499
75	SCHWAB CHARLES CORP NEW	0		11,646		22,079
76	TJX COS INC NEW	0		29,788		45,383
77	TRANSDIGM GROUP INC	0		24,346		32,135
78	VALEANT PHARMACEUTICALS	0		25,595		89,105
79	VERISIGN INC	0		34,646		51,290
80	VERISK ANALYTICS INC	0		28,191		35,774
81	WYNDHAM WORLDWIDE CORP W	0		20,498		22,858
82	ZOETIS INC	0		50,965		55,690
83	AETNA INC	0		70,914		115,794
84	ALTRIA GROUP INC	0		69,811		74,174
85	AMERICAN INTERNATIONAL	0		66,614		112,466
86	AMGEN INC	0		26,117		84,940
87	APPLE COMPUTER INC COM	0		69,937		98,981
88	ASTRAZENECA PLC SPONS ADR	0		75,253		69,540
89	BP P L C SPONS ADR	0		74,057		55,973
90	BERKSHIRE HATHAWAY INC	0		26,826		46,390
91	BROCADE COMMUNICATIONS	0		41,235		45,780
92	CIGNA CORP COM	0		62,182		67,852

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
93	CVS CORP	0	71,804	71,804	0	10,391,118
94	CARNIVAL CORP	0	84,789	84,789		171,292
95	CISCO SYS INC	0	97,126	97,126		98,320
96	CITIGROUP INC COM NEW	0	71,307	71,307		103,591
97	COGNIZANT TECHNOLOGY SOLUTIONS	0	88,127	88,127		151,236
98	COMCAST CORP NEW CL A	0	57,143	57,143		87,583
99	DISNEY (WALT) COMPANY HOLDING CO	0	31,400	31,400		156,462
100	DISCOVER FINL SVCS	0	45,277	45,277		75,600
101	DOW CHEMICAL COMPANY COMMON	0	56,195	56,195		78,692
102	EMC CORP(MASS) USD 0 01	0	56,199	56,199		63,813
103	EXXON MOBIL CORP	0	48,646	48,646		57,706
104	FACEBOOK INC	0	77,713	77,713		46,100
105	FEDEX CORPORATION	0	80,329	80,329		106,513
106	GOLDMAN SACHS GROUP INC	0	50,276	50,276		81,082
107	GOOGLE INC	0	47,903	47,903		86,334
108	GOOGLE INC SHS CL C	0	34,990	34,990		111,118
109	HOME DEPOT INC USD 0 05	0	58,236	58,236		69,443
110	HUMANA INC COM	0	50,363	50,363		75,952
111	INTEL CORPORATION	0	71,027	71,027		62,457
112	J P MORGAN CHASE & CO	0	112,887	112,887		59,261
113	LABORATORY CORP AMER HLDGS	0	54,314	54,314		192,706
114	LEAR CORP SHS	0	52,680	52,680		64,027
115	LOWES COMPANIES INC COM	0	85,069	85,069		47,144
116	MARATHON PETROLEUM CORP	0	38,276	38,276		145,933
117	MASTERCARD INC	0	67,207	67,207		111,199
118	MCKESSON CORPORATION	0	25,357	25,357		131,685
119	MICROSOFT CORP COM	0	77,369	77,369		70,582
120	MOLSON COOR BREW CO CL B	0	47,206	47,206		98,864
121	ORACLE CORPORATION	0	64,425	64,425		51,221
122	PPG INDUSTRIES INC	0	39,476	39,476		73,250
123	PARKER HANNIFIN CORP	0	44,914	44,914		68,496
124	PFIZER INC COM	0	43,773	43,773		42,845
125	PUBLIC SERVICE ENTERPRISE GROUP IN	0	64,881	64,881		66,386
126	QUALCOMM INC	0	58,765	58,765		65,589
127	RAYTHEON CO	0	65,692	65,692		49,065
128	ROSS STORES INC	0	40,347	40,347		70,581
129	SCHLUMBERGER LIMITED COM	0	102,541	102,541		71,766
130	SOUTHWEST AIRLINES CO	0	34,162	34,162		91,102
131	SUNCOR ENERGY INC NEW	0	72,290	72,290		44,598
132	SUNTRUST BANKS INC	0	31,521	31,521		59,333
133	TEVA PHARMACEUTICAL INDS ADR	0	73,942	73,942		49,616
134	3M CO	0	67,392	67,392		94,212
135	AMDOCS LIMITED	0	46,805	46,805		111,689
136	AON PLC	0	44,512	44,512		60,644
137	ARCH CAP GROUP LTD	0	9,647	9,647		71,345
138	LIBERTY GLOBAL PLC CL A	0	18,138	18,138		17,126
						33,417

Part II, Line 10b (990-PF) - Investments - Corporate Stock

Description		Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year
139	LIBERTY GLOBAL PLC CL C	0		19,329		34,103
140		0		857		1,326
141	LIBERTY GLOBAL PLC SHS	0		951		1,447
142	SIGNET JEWELERS LTD SHS	0		36,734		33,699
143	WHITE MOUNTAINS INS GROUP INC	0		19,531		26,122
144	WILLIS GROUP HOLDINGS	0		22,694		24,454
145	AERCAP HOLDINGS N V SHS	0		30,278		29,416
146	SENSATA TECH HLDNG BV	0		16,106		26,584
147	ADOBE SYS INC COM	0		15,078		18,202
148	AIR PRODUCTS AND CHEMICALS INC CO	0		53,918		64,130
149	AIRGAS INC	0		29,483		34,585
150	ARMSTRONG WORLD INDS INC	0		14,897		15,502
151	ASHLAND INC NEW	0		14,676		18,520
152	AUTOZONE INC	0		27,533		51,870
153	BARD C R INCORPORATED	0		21,523		42,870
154	BECTON DICKINSON AND COMPANY	0		16,470		32,864
155	BROOKFIELD ASSET MGMT	0		98,932		136,081
156	BROWN & BROWN INC	0		26,046		33,116
157	CBRE GROUP INC	0		15,065		32,123
158	CALPINE CORP WI	0		7,459		7,704
159	CARMAX INC	0		23,519		41,544
160	CIMAREX ENERGY CO	0		14,398		24,156
161	COLFAX CORP	0		56,257		36,843
162	COPART INC	0		18,015		20,105
163	CROWN CASTLE REIT INC	0		26,598		29,078
164	DAVITA INC	0		27,933		26,949
165	DISCOVERY COMMUNICATN	0		43,821		45,632
166	DOLLAR GENERAL CORP	0		26,588		41,792
167	EOG RES INC	0		18,173		25,473
168	ECHOSTAR HLDG CORP	0		11,163		18,661
169	ECOLAB INC COM	0		14,028		20,498
170	FACTSET RESH SYS INC	0		9,968		17,560
171	FASTENAL CO COMMON	0		21,521		19,758
172	FIDELITY NATL INFO SVCS	0		21,515		44,034
173	FID NATIONAL FINL INC	0		25,546		42,374
174	FOREST CITY ENTERPRISES INC CL A	0		19,032		28,697
175	HESS CORP	0		34,139		27,322
176	INTUIT INC COM	0		20,889		37,760
177	KAR AUCTION SERVICES INC	0		22,160		37,490
178	KINDER MORGAN INC DEL	0		6,551		6,547
179	LPL FINANCIAL HOLDINGS	0		5,834		5,847
180	LEUCADIA NATL CORP COM	0		31,491		34,833
181	LIBERTY BROADBAND CORP	0		6,872		9,930
182	LIBERTY BROADBAND CORP	0		19,124		26,123
183	LIBERTY MEDIA HLDG	0		27,931		48,920
184	LIBERTY VENTURES SRS A	0		23,634		38,079

Part II, Line 10b (990-PF) - Investments - Corporate Stock

		7,361,925		7,650,550		0		10,391,118	
	Description	Num Shares/ Face Value	Book Value Beg of Year	Book Value End of Year	FMV Beg of Year	FMV End of Year			
185	LIBERTY SPINCO INC SHS	0		13,382		20,488			
186	LIBERTY MEDIA CORP SHS	0		25,307		40,603			
187	LIBERTY TRIPADVISOR	0		13,942		18,189			
188	LOEWS CORP	0		49,882		46,647			
189	M & T BK CORP	0		23,066		33,968			
190	MSCI INC	0		13,056		21,743			
191	MACQUARIE INFRASTRUCTURE	0		41,750		41,870			
192	MARKEL CORPORATION HOLDING COMP	0		53,145		103,211			
193	MARTIN MARIETTA MATLS INC	0		29,050		48,301			
194	MEAD JOHNSON NUTRTION CO	0		39,103		42,692			
195	MICROCHIP TECHNOLOGY INC	0		21,973		30,245			
196	TRAVELLERS COS INC	0		55,399		70,145			
197	US BANCORP DEL	0		87,611		118,224			
198	UNITED HEALTH GROUP INC	0		90,615		137,789			
199	UNIVERSAL HEALTH SVCS INC CL B	0		45,603		77,843			
200	VALERO ENERGY CORP NEW	0		16,921		58,581			
201	WESTERN DIGITAL CORP	0		67,799		64,803			
202	AON PLC	0		35,484		36,176			
203	CREDICORP LTD	0		26,407		24,665			
204	TYCO INTL PLC SHS	0		31,915		29,480			
205	MYLAN N V	0		16,906		16,181			
206	NXP SEMICONDUCTORS N V	0		26,776		36,953			
207	ACTELION LTD-UNSP	0		26,952		30,303			
208	ADVANCE AUTO PARTS INC	0		26,421		31,009			
209	ALLIANCE GLOBAL	0		16,297		16,260			
210	ANHEUSER-BUSCH INBEV ADR	0		32,948		65,394			
211	APPLE COMPUTER INC COM	0		41,082		61,863			
212	ASSA ABLOY AB ADR	0		27,871		52,298			
213	AUTOZONE INC	0		17,875		32,243			

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

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

1 PURCHASE OF ACCRUED INTEREST C/O FROM PY	1	964
2 Total	2	964

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

1 BOND AMORTIZATION	1	5,329
2 EXCESS FMV OVER COST BASIS OF ASSETS CONTRIBUTED	2	309,380
3 ADJUSTMENT	3	15,449
4 PURCHASE OF ACCRUED INTEREST C/O TO NEXT YEAR	4	96
5 Total	5	330,254

[illegible]

DOI	PLING	G1	Z22	03/6/22	31/28/BAAS	8/13/2014	8/13/2014	0	134	0	0	0
4202	PLING	G1	Z22	03/6/22	31/28/BAAS	8/13/2014	8/13/2014	0	134	0	0	0

[illegible]

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

488	NAVIENT CORP SHS	8/7/2014	0	2,595	1,457	0	1,457
489	NAVIENT CORP SHS	11/27/2012	0	0	0	0	0
490	NETAPP INC	8/7/2014	2,026	1,318	708	0	708
491	NETAPP INC	8/8/2013	27,158	29,685	-2,527	0	-2,527
492	NETAPP INC	8/11/2014	6,381	7,056	-675	0	-675
493	NETAPP INC	8/12/2014	9,560	10,499	-939	0	-939
494	NETAPP INC	8/12/2014	1,313	1,242	71	0	71
495	NORFOLK SOUTHERN CORP	9/5/2014	0	0	0	0	0
496	NORFOLK SOUTHERN CORP	7/1/2014	1,678	1,552	126	0	126
497	NORFOLK SOUTHERN CORP	7/1/2014	47,544	47,285	259	0	259
498	NORFOLK SOUTHERN CORP	4/5/2015	0	0	0	0	0
499	CELGENE CORP COM	3/18/2015	16,231	5,684	9,607	0	9,607
500	CELGENE CORP COM	11/3/2013	7,537	3,058	4,479	0	4,479
501	CELGENE CORP COM	11/3/2013	1,807	1,807	0	0	0
502	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
503	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
504	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
505	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
506	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
507	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
508	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
509	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
510	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
511	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
512	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
513	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
514	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
515	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
516	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
517	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
518	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
519	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
520	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
521	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
522	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
523	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
524	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
525	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
526	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
527	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
528	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
529	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
530	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
531	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
532	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
533	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
534	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
535	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
536	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
537	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
538	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
539	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
540	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0
541	CELGENE CORP COM	9/3/2014	1,807	1,807	0	0	0

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

[illegible]

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

Long Term CG Distributions	Short Term CG Distributions	Amount	866										
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F V M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
590 U S TREASURY BOND	88579Y101	6/25/2012	9/5/2014	10/3/2014	2,450	0	0	1,461	989	0	0	0	915,359
590 U S TREASURY BOND	88579Y101	6/25/2012	9/5/2014	10/3/2014	1,809	0	0	1,117	692	0	0	0	915,359
591 TRAVELERS COS INC	89417E109	6/4/2013	9/5/2014	10/3/2014	1,090	0	0	1,090	134	0	0	0	915,359
592 TRAVELERS COS INC	89417E109	6/4/2013	9/5/2014	10/3/2014	1,975	0	0	1,761	214	0	0	0	915,359
593 US BANCORP (NEW)	9029T3304	7/23/2012	9/5/2014	10/3/2014	1,500	0	0	1,500	393	0	0	0	915,359
594 US BANCORP (NEW)	9029T3304	7/23/2012	9/5/2014	10/3/2014	3,999	0	0	3,200	799	0	0	0	915,359
595 UNILEVER PLC NEW ADR	904767T04	1/19/2014	4/1/2015	4/1/2015	12,442	0	0	12,019	423	0	0	0	915,359
596 UNILEVER PLC NEW ADR	904767T04	1/17/2014	4/1/2015	4/1/2015	2,164	0	0	2,065	79	0	0	0	915,359
597 UNION PACIFIC CORP	907818108	10/27/2014	6/10/2015	6/10/2015	42,213	0	0	48,502	-6,289	0	0	0	915,359
598 U S TREASURY BOND	912810F10	9/19/2012	12/9/2014	12/9/2014	10,484	0	0	10,249	215	0	0	0	915,359
599 U S TREASURY BOND	912810F10	12/9/2012	12/9/2014	12/9/2014	10,756	0	0	10,992	0	0	0	0	915,359
600 U S TREASURY BOND	912828N05	11/6/2012	10/16/2014	10/16/2014	26,260	0	0	26,198	62	0	0	0	915,359
601 U S TREASURY NOTE	912828N05	10/16/2012	10/16/2014	10/16/2014	10,100	0	0	10,068	32	0	0	0	915,359
602 U S TREASURY NOTE	912828N05	9/4/2013	10/31/2014	10/31/2014	12,111	0	0	12,077	34	0	0	0	915,359
603 U S TREASURY NOTE	912828N05	10/1/2013	5/15/2015	5/15/2015	22,076	0	0	22,059	17	0	0	0	915,359
604 U S TREASURY NOTE	912828N05	9/4/2013	5/15/2015	5/15/2015	1,003	0	0	1,002	1	0	0	0	915,359
605 U S TREASURY NOTE	912828N05	10/1/2013	5/18/2015	5/18/2015	1,003	0	0	1,003	0	0	0	0	915,359
606 U S TREASURY NOTE	912828N05	10/6/2013	5/18/2015	5/18/2015	23,077	0	0	23,058	19	0	0	0	915,359
607 U S TREASURY NOTE	912828T05	6/24/2014	9/9/2014	9/9/2014	23,634	0	0	23,638	-4	0	0	0	915,359
608 U S TREASURY NOTE	912828T05	7/2/2014	9/9/2014	9/9/2014	10,832	0	0	10,835	-3	0	0	0	915,359
609 U S TREASURY NOTE	912828T05	7/2/2014	11/16/2014	11/16/2014	11,885	0	0	11,842	43	0	0	0	915,359
610 U S TREASURY NOTE	912828T05	7/3/2014	2/7/2015	2/7/2015	22,823	0	0	22,705	118	0	0	0	915,359
611 U S TREASURY NOTE	912828T05	7/2/2014	2/7/2015	2/7/2015	992	0	0	988	4	0	0	0	915,359
612 U S TREASURY NOTE	912828T05	8/1/2014	2/7/2015	2/7/2015	13,484	0	0	13,687	0	0	0	0	915,359
613 U S TREASURY NOTE	912828T05	4/30/2013	8/1/2014	8/1/2014	9,631	0	0	9,961	0	0	0	0	915,359
614 U S TREASURY NOTE	912828T05	3/6/2013	10/16/2014	10/16/2014	13,672	0	0	13,632	40	0	0	0	915,359
615 U S TREASURY NOTE	912828T05	4/30/2013	10/16/2014	10/16/2014	1,953	0	0						

[illegible]

Long Term CG Distributions										866	Amount	
Short Term CG Distributions										0		
Description of Property Sold	CUSIP #	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	F MV as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses
767 AMER EXPRESS COMPANY	025616109		11/19/2012	4/23/2015	5,232		0	3,699	1,533	0	0	1,533
768 AMER EXPRESS COMPANY	025616109		12/18/2012	4/23/2015	7,965		0	5,944	2,021	0	0	2,021
769 AMER EXPRESS COMPANY	025616109		10/20/2014	4/23/2015	5,466		0	5,677	-411	0	0	-411
770 ALLERGAN INC	018490102		12/22/2014	3/17/2015	78,263		0	25,681	52,362	0	0	52,362
761 AMERICAN INTERNATIONAL	0266874784		9/18/2012	9/5/2014	275		0	175	100	0	0	100
762 AMERICAN INTERNATIONAL	0266874784		9/17/2012	9/5/2014	935		0	623	312	0	0	312
763 AMERICAN INTERNATIONAL	0266874784		9/17/2012	9/5/2014	165		0	105	60	0	0	60
764 AMERICAN INTERNATIONAL	0266874784		9/18/2012	10/3/2014	3,462		0	2,280	1,182	0	0	1,182
765 AMGEN INC COM PV \$0.0001	031162100		11/15/2010	10/3/2014	2,497		0	986	1,511	0	0	1,511
766 ASHLAND INC NEW	044209104		4/23/2013	3/30/2015	3,483		0	2,437	1,046	0	0	1,046
767 ASHLAND INC NEW	044209104		4/23/2013	3/30/2015	2,838		0	1,920	918	0	0	918
768 ASHLAND INC NEW	044209104		4/23/2013	4/20/2015	1,905		0	1,354	551	0	0	551
769 ASHLAND INC NEW	044209104		4/23/2013	5/14/2015	1,528		0	1,083	446	0	0	446
770 AMER EXPRESS COMPANY	025616109		7/6/2011	7/17/2015	10,355		0	6,940	3,415	0	0	3,415
771 AMER EXPRESS COMPANY	025616109		8/8/2011	2/17/2015	4,236		0	2,420	1,816	0	0	1,816
772 AMER EXPRESS COMPANY	025616109		5/5/2011	2/17/2015	2,040		0	1,299	741	0	0	741
773 ASHLAND INC NEW	044209104		4/23/2013	6/10/2015	4,079		0	2,889	1,190	0	0	1,190
774 BANCO DO BRASIL SA-SPON	059578104		8/13/2014	3/18/2015	4,292		0	7,461	-3,169	0	0	-3,169
775 MICROSOFT CORP	594918104		7/11/2011	9/23/2014	18,854		0	10,780	8,074	0	0	8,074
776 MICROSOFT CORP	594918104		8/9/2010	9/23/2014	42,293		0	23,231	19,062	0	0	19,062
777 MICROSOFT CORP	594918104		8/10/2010	9/23/2014	24,936		0	13,416	11,520	0	0	11,520
778 MICROSOFT CORP	594918104		7/11/2011	10/3/2014	2,126		0	722	514	0	0	514
779 MICROSOFT CORP	594918104		3/18/2014	3/13/2015	21,154		0	18,952	1,202	0	0	1,202
780 MICROSOFT CORP	594918104		8/12/2014	3/13/2015	6,404		0	6,830	-426	0	0	-426
781 MICROSOFT CORP	594918104		3/13/2014	3/13/2015	11,870		0	11,789	81	0	0	81
782 MICROSOFT CORP	594918104		3/18/2014	3/13/2015	4,695		0	4,766	107	0	0	107
783 MICROSOFT CORP	594918104		8/12/2014	7/10/2015	28,153		0	27,362	793	0	0	793
784 MICROCHIP TECHNOLOGY INC	595017104		9/4/2012	4/20/2015	1,366		0	993	395	0	0	395
785 AUTOGONE INC NEVADA COM	053332102		9/4/2012	12/23/2014	1,871		0	1,070	801	0	0	801
786 AUTOGONE INC NEVADA COM	053332102		1/8/2012	5/14/2015	1,385		0	714	651	0	0	651
787 PLO SPON ADR	058622104		1/8/2014	9/5/2014	3,315		0	3,512	-197	0	0	-197
788 PLO SPON ADR	058622104</											

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

	Name	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week	Compensation	Benefits	Expense Account
1	GLENN P PARKER		186 SPRING STREET	LEXINGTON	MA	02420		TRUSTEE	1 00			
2	FAITH K PARKER		186 SPRING STREET	LEXINGTON	MA	02420		TRUSTEE	2 00			

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

	Date	Amount
1 Credit from prior year return .		0
2 First quarter estimated tax payment	12/12/2014	4,712
3 Second quarter estimated tax payment	1/14/2015	7,250
4 Third quarter estimated tax payment	4/4/2015	6,022
5 Fourth quarter estimated tax payment	7/14/2015	12,905
6 Other payments		
7 Total		30,889