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For calendar year 2014, or tax year beginning 08-01-2014 , and ending 07-31-2015

Name of foundation WEATHERTOP FOUNDATION F/K/A THOMAS NELSON URBAN JR		A Employer identification number 42-1431036	
Number and street (or P O box number if mail is not delivered to street address) 5320 GRAND AVENUE		B Telephone number (see instructions) (804) 282-2554	
City or town, state or province, country, and ZIP or foreign postal code DES MOINES, IA 50312		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		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"/> \$ 14,634,343		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 checked="" type="checkbox"/> Cash <input 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)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	3,170	3,170		
	4 Dividends and interest from securities.	189,082	189,082		
	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"/>	362,808			
	b Gross sales price for all assets on line 6a _____ 2,092,718				
	7 Capital gain net income (from Part IV, line 2)		342,812		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	<input checked="" type="checkbox"/> 2,159,951	2,153,808		
	12 Total. Add lines 1 through 11	2,715,011	2,688,872		
	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)				
	c Other professional fees (attach schedule)	<input checked="" type="checkbox"/> 7,205	3,603		3,602
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	<input checked="" type="checkbox"/> 25,656			
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings	2,556			2,556
	22 Printing and publications				
	23 Other expenses (attach schedule)	<input checked="" type="checkbox"/> 36,035	36,035		
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	71,452	39,638		6,158
	25 Contributions, gifts, grants paid	728,000			728,000
	26 Total expenses and disbursements. Add lines 24 and 25	799,452	39,638		734,158
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	1,915,559			
	b Net investment income (if negative, enter -0-)		2,649,234		
	c Adjusted net income (if negative, enter -0-)				

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	1,138,363	2,349,634	2,349,634
	2	Savings and temporary cash investments			
	3	Accounts receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	4	Pledges receivable ▶ _____ Less allowance for doubtful accounts ▶ _____			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶ _____ 300,000 Less allowance for doubtful accounts ▶ _____	300,000	300,000	300,000
	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)	5,091,427	6,081,908	8,721,843
	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)	3,441,555	3,132,078	3,262,866
	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)	9,971,345	11,863,620	14,634,343	
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	9,971,345	11,863,620	
	30	Total net assets or fund balances (see instructions)	9,971,345	11,863,620	
31	Total liabilities and net assets/fund balances (see instructions) . . .	9,971,345	11,863,620		

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 9,971,345
2	Enter amount from Part I, line 27a	2 1,915,559
3	Other increases not included in line 2 (itemize) ▶ _____	3
4	Add lines 1, 2, and 3	4 11,886,904
5	Decreases not included in line 2 (itemize) ▶ _____	5 23,284
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6 11,863,620

Part IV

Capital Gains and Losses for Tax on Investment Income

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

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

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	342,812
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	24,095

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	1,151,225	11,979,238	0 096102
2012	442,675	10,039,234	0 044094
2011	420,133	8,840,237	0 047525
2010	505,031	8,454,240	0 059737
2009	332,410	7,453,045	0 044601

2	Total of line 1, column (d).	2	0 292059
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 058412
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5.	4	13,372,700
5	Multiply line 4 by line 3.	5	781,126
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	26,492
7	Add lines 5 and 6.	7	807,618
8	Enter qualifying distributions from Part XII, line 4.	8	734,158

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		1	52,985		
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 <input type="checkbox"/> and enter 1% of Part I, line 27b		2			
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	52,985
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	52,985		
6		Credits/Payments		7			
a		2014 estimated tax payments and 2013 overpayment credited to 2014					
b		Exempt foreign organizations—tax withheld at source					
c		Tax paid with application for extension of time to file (Form 8868)					
d		Backup withholding erroneously withheld		6d			
7		Total credits and payments. Add lines 6a through 6d.		7	70,879		
8		Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached		8	640		
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	17,254		
11		Enter the amount of line 10 to be Credited to 2015 estimated tax 17,254 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)? <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>	1b		No
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? <i>If "Yes," attach a detailed description of the activities.</i>	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? <i>If "Yes," attach a conformed copy of the changes</i>	3		No
4a	Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	Yes	
b	If "Yes," has it filed a tax return on Form 990-T for this year?	4b	Yes	
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>	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? <i>If "Yes," complete Part II, col. (c), and Part XV.</i>	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) IA _____			
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? <i>If "No," attach explanation.</i>	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)? <i>If "Yes," complete Part XIV</i>	9		No
10	Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses.</i>	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 WILLIAM G URBAN Telephone no (804) 282-2554 Located at 29 LIBBIE AVENUE RICHMOND VA ZIP+4 23226			
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?	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? 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		
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?. 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?. 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		
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

1

2

3

4

Part IX-B

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

Amount

1 N/A

2

All other program-related investments See instructions

3

Total. Add lines 1 through 3

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	11,008,093
b	Average of monthly cash balances.	1b	2,568,252
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	13,576,345
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	13,576,345
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	203,645
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	13,372,700
6	Minimum investment return. Enter 5% of line 5.	6	668,635

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	668,635
2a	Tax on investment income for 2014 from Part VI, line 5.	2a	52,985
b	Income tax for 2014 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	52,985
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	615,650
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	615,650
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	615,650

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	734,158
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	734,158
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions).	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	734,158

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				615,650
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.				
b From 2010.	56,784			
c From 2011.				
d From 2012.				
e From 2013.	587,765			
f Total of lines 3a through e.	644,549			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 734,158				
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.				615,650
e Remaining amount distributed out of corpus	118,508			
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	763,057			
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) . . .				
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	763,057			
10 Analysis of line 9				
a Excess from 2010. . . .	56,784			
b Excess from 2011. . . .				
c Excess from 2012. . . .				
d Excess from 2013. . . .	587,765			
e Excess from 2014. . . .	118,508			

Part XIVPrivate Operating Foundations (see instructions and Part VII-A, question 9)

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)

☐ 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	Tax year	Prior 3 years			(e) Total
		(a) 2014	(b) 2013	(c) 2012	(d) 2011	
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 XVSupplementary 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 2a, 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	728,000
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)

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?

(1) Cash.

(2) Other assets.

b Other transactions

(1) Sales of assets to a noncharitable exempt organization.

(2) Purchases of assets from a noncharitable exempt organization.

(3) Rental of facilities, equipment, or other assets. . . .

(4) Reimbursement arrangements:

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

d. Sharing of facilities, equipment, mailing lists, other assets, or paid employees

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.

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations

described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes ☐ No ☒

b If "Yes," complete the following schedule

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.

Sign Here	*****	2016-01-27	*****	May the IRS discuss this return with the preparer shown below (see instr)? <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
	Signature of officer or trustee	Date	Title	

Form **990-PF** (2014)

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
JM SMUCKER COMPANY	P	2014-02-10	2014-09-29
INVESCO, LTD	P	2013-02-12	2014-11-19
PENN NATIONAL GAMING, INC	P	2013-03-05	2015-06-25
LOEWS CORP	P	2011-02-25	2015-03-03
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2007-11-08	2015-02-11
DIGITAL REALTY TRUST, INC	P	2013-07-30	2014-11-24
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2007-12-20	2015-07-10
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2014-04-02	2015-07-10
FASTENAL COMPANY	P	2014-01-23	2014-09-29
INVESCO, LTD	P	2013-03-05	2014-11-19

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
49,179		46,864	2,315
9,875		6,907	2,968
1,816		1,152	664
18,004		18,907	-903
32,459		45,164	-12,705
20,635		17,190	3,445
13,631		9,678	3,953
4,135		3,767	368
31,585		33,250	-1,665
9,875		6,930	2,945

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			2,315
			2,968
			664
			-903
			-12,705
			3,445
			3,953
			368
			-1,665
			2,945

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PENN NATIONAL GAMING, INC	P	2013-08-13	2015-06-25
LOEWS CORP	P	2011-05-12	2015-03-03
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2008-11-06	2015-02-11
AVALONBAY COMMUNITIES INC	P	1998-06-09	2014-12-03
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2008-07-21	2015-07-10
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2014-07-02	2015-07-10
FASTENAL COMPANY	P	2014-02-26	2014-09-29
KLX INC	P	2012-02-13	2014-12-24
PENN NATIONAL GAMING, INC	P	2013-11-18	2015-06-25
PLUM CREEK TIMBER	P	2013-12-16	2015-06-15

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,997		1,963	1,034
20,459		21,008	-549
13,596		18,918	-5,322
20,017		2,125	17,892
323		200	123
4,431		4,227	204
16,244		16,650	-406
21		13	8
15,166		2,837	12,329
32,525		35,982	-3,457

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			1,034
			-549
			-5,322
			17,892
			123
			204
			-406
			8
			12,329
			-3,457

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2008-11-06	2015-02-11
EQUITY RESIDENTIAL	P	1997-12-24	2014-12-03
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2008-12-19	2015-07-10
CASH FROM MERGER-DIREVTV	P	2012-01-01	2015-01-01
CABELAS INCORPORATED	P	2014-01-03	2014-10-27
M&T BANK CORPORATION	P	2008-01-14	2015-02-09
UNIVERSAL HEALTH SERVICES CL B	P	2010-08-05	2015-07-02
PLUM CREEK TIMBER	P	2014-03-18	2015-06-15
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2008-12-30	2015-02-11
BOSTON PROPERTIES	P	2010-11-02	2014-12-08

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
11,683		16,257	-4,574
21,191		5,663	15,528
23,593		10,349	13,244
19,950			19,950
14,637		19,692	-5,055
10,290		7,985	2,305
57,331		15,500	41,831
20,328		21,177	-849
2,078		2,891	-813
13,151		8,693	4,458

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-4,574
			15,528
			13,244
			19,950
			-5,055
			2,305
			41,831
			-849
			-813
			4,458

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2009-07-27	2015-07-10
LEGACY BUSINESS GROUP	P	2012-08-02	2014-05-15
ABIOMED, INC	P	2014-05-27	2015-04-13
M&T BANK CORPORATION	P	2008-04-28	2015-02-09
SUN COMMUNITIES, INC	P	2013-10-21	2015-07-06
COCA-COLA	P	2008-11-19	2015-07-16
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2010-09-24	2015-02-11
SUN COMMUNITIES, INC	P	2012-02-10	2014-12-19
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2009-12-18	2015-07-10
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2014-11-12	2015-02-12

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
776		372	404
		10,891	-10,891
68,028		21,340	46,688
10,343		6,820	3,523
25,876		17,880	7,996
24,854		13,086	11,768
18,284		25,440	-7,156
6,185		4,032	2,153
15,058		8,132	6,926
3,429		4,710	-1,281

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			404
			-10,891
			46,688
			3,523
			7,996
			11,768
			-7,156
			2,153
			6,926
			-1,281

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
M&T BANK CORPORATION	P	2008-07-21	2015-02-09
MORGAN STANLEY CHINA A SHARES FUND	P	2013-12-24	2015-07-06
COCA-COLA	P	2008-12-12	2015-07-16
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2010-09-24	2015-02-12
SUN COMMUNITIES, INC	P	2013-01-07	2014-12-19
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2010-07-26	2015-07-10
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2014-11-12	2015-02-12
CARMAX, INC	P	2007-05-07	2015-02-09
PENN NATIONAL GAMING, INC	P	2013-11-18	2015-07-15
COCA-COLA	P	2014-03-24	2015-07-16

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
10,343		4,215	6,128
6,447		4,700	1,747
16,569		8,700	7,869
10,711		14,712	-4,001
12,370		8,283	4,087
630		338	292
26,084		35,830	-9,746
6,780		2,703	4,077
11,771		9,243	2,528
20,712		19,223	1,489

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			6,128
			1,747
			7,869
			-4,001
			4,087
			292
			-9,746
			4,077
			2,528
			1,489

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2010-12-29	2015-02-12
MACERICH COMPANY	P	1995-04-26	2015-01-06
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2010-12-20	2015-07-10
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2014-12-30	2015-02-12
CARMAX, INC	P	2007-09-26	2015-02-09
AKAMAI TECHNOLOGIES INC	P	2013-04-22	2015-07-29
DIRECTV COMPANY	P	2013-06-28	2015-07-27
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2011-11-08	2015-02-12
MACERICH COMPANY	P	2009-06-23	2015-01-06
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2011-07-25	2015-07-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
5,128		7,044	-1,916
17,116		4,116	13,000
14,047		8,505	5,542
18,592		25,539	-6,947
9,594		3,103	6,491
9,502		4,802	4,700
24,665		24,665	
3,873		5,320	-1,447
4,067		960	3,107
421		278	143

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-1,916
			13,000
			5,542
			-6,947
			6,491
			4,700
			-1,447
			3,107
			143

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2014-10-02	2015-07-10
CARMAX, INC	P	2009-05-01	2015-02-09
AKAMAI TECHNOLOGIES INC	P	2013-06-06	2015-07-29
DIRECTV COMPANY	P	2013-09-05	2015-07-27
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2011-12-29	2015-02-12
VORNADO REALTY TRUST	P	2010-11-02	2015-01-06
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2011-12-16	2015-07-10
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2014-12-12	2015-07-10
CARMAX, INC	P	2009-08-05	2015-02-09
AKAMAI TECHNOLOGIES INC	P	2013-06-07	2015-07-29

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
4,375		4,200	175
6,396		1,251	5,145
7,466		4,898	2,568
17,718		17,718	
7,675		10,543	-2,868
5,986		4,106	1,880
16,549		9,756	6,793
4,632		4,563	69
19,188		4,989	14,199
6,787		4,496	2,291

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			175
			5,145
			2,568
			-2,868
			1,880
			6,793
			69
			14,199
			2,291

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
AT&T INC	P	2013-06-28	2015-07-27
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2012-11-08	2015-02-12
VORNADO REALTY TRUST	P	2012-01-26	2015-01-06
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2012-07-23	2015-07-10
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2015-04-02	2015-07-10
CARMAX, INC	P	2011-05-10	2015-02-09
INTERNATIONAL BUSINESS MACHINE	P	2012-04-20	2014-11-26
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2007-09-21	2015-02-05
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2012-12-28	2015-02-12
DUKE REALTY CORPORATION	P	1995-04-26	2015-01-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14		13	1
4,349		5,974	-1,625
11,972		8,247	3,725
256		173	83
3,780		3,808	-28
19,955		9,999	9,956
22,594		27,985	-5,391
100,000		137,950	-37,950
7,530		10,344	-2,814
18,403		12,150	6,253

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			1
			-1,625
			3,725
			83
			-28
			9,956
			-5,391
			-37,950
			-2,814
			6,253

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2012-12-19	2015-07-10
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2015-07-02	2015-07-10
SUN COMMUNITIES, INC	P	2013-10-21	2015-02-25
INTERNATIONAL BUSINESS MACHINE	P	2012-09-14	2014-11-26
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2007-09-21	2015-02-06
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2013-12-30	2015-02-12
MEDICAL PROPERTIES TRUST, INC	P	2013-09-10	2015-01-06
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2013-04-19	2015-07-10
CABELAS INCORPORATED	P	2013-10-10	2014-10-27
MORGAN STANLEY CHINA A SHARES FUND	P	2013-12-24	2015-03-23

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
17,703		12,316	5,387
4,504		4,528	-24
13,438		8,940	4,498
11,297		14,513	-3,216
100,000		138,743	-38,743
1,239		1,701	-462
18,497		15,669	2,828
5,456		4,118	1,338
14,637		18,588	-3,951
9,873		7,050	2,823

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			5,387
			-24
			4,498
			-3,216
			-38,743
			-462
			2,828
			1,338
			-3,951
			2,823

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
INTERNATIONAL BUSINESS MACHINE	P	2013-04-19	2014-11-26
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2007-09-21	2015-02-09
EDGE INTEGRATION SYSTEMS, INC	P	2006-02-08	2015-01-02
PROLOGIS	P	2010-11-02	2015-01-06
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2013-07-02	2015-07-10
INVESCO, LTD	P	2010-09-15	2014-11-19
WILLIAMS SONOMA, INC	P	2013-07-08	2015-06-05
INTERNATIONAL BUSINESS MACHINE	P	2013-10-23	2014-11-26
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2007-09-21	2015-02-11
EDGE INTEGRATION SYSTEMS, INC	P	2007-03-12	2015-01-02

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
14,525		17,299	-2,774
100,000		139,645	-39,645
		75,000	-75,000
17,326		11,460	5,866
3,914		3,057	857
22,910		12,023	10,887
58,176		42,981	15,195
16,138		17,542	-1,404
21,568		30,010	-8,442
		32,258	-32,258

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			-2,774
			-39,645
			-75,000
			5,866
			857
			10,887
			15,195
			-1,404
			-8,442
			-32,258

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
DU PONT E I DE NEMOURS	P	1999-10-07	2015-06-29
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2013-10-02	2015-07-10
INVESCO, LTD	P	2012-11-06	2014-11-19
PENN NATIONAL GAMING, INC	P	2013-02-26	2015-06-25
M&T BANK CORPORATION	P	2011-10-21	2015-02-05
LONGLEAF PARTNERS INTERNATIONAL FUND	P	2007-11-08	2015-02-11
EDGE INTEGRATION SYSTEMS, INC	P	2007-11-07	2015-01-02
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2001-11-29	2015-07-10
BLACKROCK S&P 500 STOCK FUND INVESTO	P	2013-12-13	2015-07-10

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
1,854		1,854	
4,311		3,526	785
8,690		5,425	3,265
3,632		2,231	1,401
40,542		25,138	15,404
333		463	-130
		50,000	-50,000
25,974		14,555	11,419
4,284		3,711	573


Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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) 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	
			785
			3,265
			1,401
			15,404
			-130
			-50,000
			11,419
			573


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 NELSON URBAN JR	PRESIDENT 1 00	0	0	0
5320 GRAND AVENUE DES MOINES,IA 50312				
MARY BRIGHT URBAN	VICE-PRESIDE 1 00	0	0	0
5320 GRAND AVENUE DES MOINES,IA 50312				
WILLIAM GORING URBAN	TREASURER 1 00	0	0	0
29 LIBBIE AVENUE RICHMOND,VA 23226				
VICTORIA URBAN BROER	SECRETARY 1 00	0	0	0
12611 LAKESHORE BLVD BRATENAH,OH 44108				
CORNELIA URBAN SAWCZUK	DIRECTOR 1 00	0	0	0
1402 EAST CAPITAL STREE NE WASHINGTON,DC 20003				
THOMAS NELSON URBAN III	DIRECTOR 1 00	0	0	0
1775 WEST 40TH AVENUE VANCOUVER,BRITISH COLUMBIA V6M 1W3 CA				


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>				
1708 GALLERY 319 WEST BROAD STREET RICHMOND,VA 23220	N/A	CHARITY	GENERAL OPERATIONS	1,000
ALLIANCE THEATRE 1280 PEACHTREE STREET NE ATLANTA,GA 30309	N/A	CHARITY	GENERAL OPERATION	10,000
ART 180 0 E 4TH STREET STUDIO1 RICHMOND,VA 23224	N/A	CHARITY	GENERAL OPERATIONS	1,000
BIDDEFORD POOL COMMUNITY CLUB PO BOX 123 BIDDEFORD POOL,ME 04006	N/A	CHARITY	GENERAL OPERATIONS	1,000
BRENTON ARBORETUM 25141 260TH STREET DALLAS CENTER,IA 50063	N/A	CHARITY	GENERAL OPERATIONS	2,500
CATHEDRAL OF THE SACRED HEART FOUNDATION 800 SOUTH CATHEDRAL PLACE RICHMOND,VA 23220	N/A	CHARITY	GENERAL OPERATIONS	41,000
CHILDREN'S MIRACLE NETWORK 205 WEST 700 SOUTH SALT LAKE CITY,UT 84101	N/A	CHARITY	HOSPITAL SUPPORT	10,000
CLAREMONT MCKENNA COLLEGE 400 N CLAREMONT BLVD CLAREMONT,CA 917114015	N/A	CHARITY	GENERAL OPERATIONS	250
CLEVELAND BOTANICAL GARDEN 11030 EAST BLVD CLEVELAND,OH 44106	N/A	CHARITY	GENERAL OPERATIONS	73,350
COMMUNITY FOUNDATION-GREATER DSM 1915 GRAND AVENUE DES MOINES,IA 50309	N/A	CHARITY	GENERAL OPERATIONS	10,000
CONCORD ACADEMY 166 MAIN STREET CONCORD,MA 017429956	N/A	CHARITY	REUNION FUND-CLASS OF 1980	26,000
CRANBROOK SCHOOLS PO BOX 801 BLOOMFIELD HILLS,MI 48303	N/A	CHARITY	ANNUAL FUND	500
CYSTIC FIBROSIS FOUNDATION 6931 ARLINGTON ROAD BETHESDA,MD 20814	N/A	CHARITY	GENERAL OPERATIONS	1,000
DES MOINES COMMUNITY PLAYHOUSE 831 42ND STREET DES MOINES,IA 50312	N/A	CHARITY	GENERAL OPERATIONS	1,000
DES MOINES METRO OPERA 106 WEST BOSTON AVENUE INDIANOLA,IA 501251836	N/A	CHARITY	GENERAL OPERATIONS	1,000
Total  3a				728,000


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>				
DUKE UNIVERSITY SCHOOL OF BUSINESS BOX 90118 DURHAM,NC 277080118	N/A	CHARITY	ANNUAL FUND	5,000
FRIENDS OF INDEPENDENT SCHOOLS & BETTER EDUCATION 811 KARL JOHAN AVE NORTH TACOMA,WA 984061047	N/A	CHARITY	INDEPENDENT SCHOOL OPERATIONS	10,000
FRIENDS OF VANCOUVER ART GALLERY 750 HORNBY STREET VANCOUVER,BRITISH COLUMBIA V6Z 2H7 CA	N/A	CHARITY	GENERAL OPERATIONS	5,000
FUND FOR OUR ECONOMIC FUTURE 1360 EAST NINTH STREET SUITE 210 CLEVELAND,OH 44114	N/A	CHARITY	GENERAL OPERATIONS	5,000
GEORGIA RESEARCH ALLIANCE 50 HURT PLAZA SUITE 1220 ATLANTA,GA 30303	N/A	CHARITY	GENERAL OPERATIONS	15,000
GRAND FOUNDATION PO BOX 1342 WINTER PARK,CO 80482	N/A	CHARITY	GENERAL OPERATIONS	15,000
GREATER DSM BOTANICAL GARDEN 909 ROBERT D RAY DRIVE DES MOINES,IA 50309	N/A	CHARITY	GENERAL OPERATIONS	120,000
HARVARD BUSINESS SCHOOL FUND SOLDIERS FIELD ROAD BOSTON,MA 02163	N/A	CHARITY	ANNUAL FUND	10,000
HARVARD COLLEGE FUND 124 MOUNT AUBURN ST CAMBRIDGE,MA 021385762	N/A	PUBLIC	REUNION FUND CLASS OF 1990	6,000
JOHN HOPKINS UNIVERSITY 3400 NORTH CHARLES STREET BALTIMORE,MD 21218	N/A	CHARITY	ANNUAL FUND	5,000
LEWIS GINTER BOTANICAL GARDEN 1800 LAKESIDE AVENUE RICHMOND,VA 23228	N/A	CHARITY	CHILDREN'S GARDEN	1,000
MIDDLEBURY COLLEGE MIDDLEBURY COLLEGE MIDDLEBURY,VT 05753	N/A	CHARITY	ANNUAL FUND	5,000
MONTESSORI DEVELOPMENT PARTNERSHIPS 11025 MAGNOLIA DRIVE CLEVELAND,OH 44106	N/A	CHARITY	GENERAL OPERATIONS	19,150
MONTESSORI SCHOOL OF WOOSTER 1170 AKRON ROAD WOOSTER,OH 44691	N/A	CHARITY	GENERAL OPERATIONS	2,000
NATIONAL MULTIPLE SCLEROSIS SOCIETY 733 THIRD AVENUE NEW YORK,NY 10017	N/A	CHARITY	GENERAL OPERATIONS	5,000
Total  3a				728,000

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>				
NATIONAL TROPICAL BOTANICAL GARDEN 3530 PAPALINA ROAD KALAHEO,HI 96741	N/A	CHARITY	GENERAL OPERATIONS	3,000
NORTHWESTERN UNIVERSITY - KELLOGG 2001 SHERIDAN ROAD EVANSTON,IL 60208	N/A	CHARITY	ANNUAL FUND	500
PRINCETON UNIVERSITY 330 ALEXANDER STREET PRINCETON,NJ 08540	N/A	CHARITY	ANNUAL FUND	1,000
RICHMOND BALLET 407 EAST CANAL ST RICHMOND,VA 23219	N/A	CHARITY	ANNUAL FUND/GENERAL OPERATIONS	1,500
RICHMOND SYMPHONY 612 E GRACE ST STE 401 RICHMOND,VA 23219	N/A	CHARITY	ANNUAL FUND/GENERAL OPERATIONS	10,000
RIDLEY COLLEGE FUND USA INC 55 BEDFORD AVE BUFFALO,NY 14216	N/A	CHARITY	GENERAL OPERATIONS	10,000
SALISBURY HOUSE FOUNDATION 4025 TONAWANDA DRIVE DES MOINES,IA 50312	N/A	CHARITY	GNERAL OPERATIONS	1,000
SHAKER LAKES GARDEN CLUB C/O MRS PETER WBROER 2665 LEIGHTON ROAD SHAKER HEIGHTS,OH 44120	N/A	CHARITY	GENERAL OPERATIONS	500
SHAW FESTIVAL FOUNDATION PO BOX 628 LEWISTON,NY 140929819	N/A	CHARITY	GENERAL OPERATIONS	1,000
SIMPSON COLLEGE 701 NORTH C STREET INDIANOLA,IA 50125	N/A	CHARITY	ANNUAL FUND	10,000
SOCIETY OF THE FOUR ARTS 2 FOUR ARTS PLAZA PALM BEACH,FL 33480	N/A	CHARITY	PAVILLION/SCULPTURE GARDEN	1,000
ST ANDREW'S SCHOOLS 350 NOXONTOWN ROAD MIDDLETOWN,DE 19709	N/A	CHARITY	ANNUAL FUND	500
ST BRENDAN'S CHAPEL 271 MAIN STREET SACO,ME 04072	N/A	CHARITY	HAROLD CARROLL FUND	250
ST CATHERINE'S SCHOOL 6001 GROVE AVENUE RICHMOND,VA 23226	N/A	CHARITY	GENERAL OPERATIONS	1,250
ST PAUL'S CATHEDRAL 815 HIGH STREET DES MOINES,IA 503092714	N/A	CHARITY	GENERAL OPERATIONS	5,000
Total  3a				728,000

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 PAUL'S CHURCH 2747 FAIRMOUNT BLVD CLEVELAND HEIGHTS, OH 44106	N/A	CHARITY	CAPITAL CAMPAIGN	5,000
ST PAUL'S SCHOOL 325 PLEASANT STREET CONCORD, NH 033019966	N/A	CHARITY	ANNUAL FUND	250
STANFORD UNIVERSITY - BUSINESS 655 KNIGHT WAY STANFORD, CA 94305	N/A	CHARITY	GENERAL OPERATIONS	1,000
STUDIO TWO THREE 3300 WEST CLAY STREET RICHMOND, VA 23230	N/A	CHARITY	GENERAL OPERATIONS	1,000
THAT CAN BE ME INC 19513 SHAKER BOULEVARD CLEVELAND, OH 44122	N/A	CHARITY	GENERAL OPERATIONS	500
UNITED WAY OF CENTRAL IOWA 1111 NINTH ST STE 300 DES MOINES, IA 50309	N/A	CHARITY	GENERAL OPERATIONS	7,500
UNIVERSITY CIRCLE INC 10831 MAGNOLIA DRIVE CLEVELAND, OH 44106	N/A	CHARITY	GENERAL OPERATIONS	1,000
UNIVERSITY OF CHICAGO - HUMANITIES 1115 E 58TH STREET CHICAGO, IL 60637	N/A	CHARITY	ANNUAL FUND	500
UNIVERSITY OF CHICAGO - BOOTH 5807 SOUTH WOODLAWN AVE CHICAGO, IL 60637	N/A	CHARITY	ANNUAL FUND	500
UNIVERSITY OF CHICAGO - HARRIS 1155 E 60TH ST STE 111 CHICAGO, IL 60637	N/A	CHARITY	ANNUAL FUND	500
VIRGINIA MUSEUM OF FINE ARTS 200 NORTH BOULEVARD RICHMOND, VA 23220	N/A	CHARITY	GENERAL OPERATIONS	1,000
WILLOWBANK FOUNDATION USA 45 BYANT WOODS NORTH AMHERST, NY 14228	N/A	CHARITY	GENERAL OPERATIONS	255,000
Total  3a				728,000

Form 990PF Part XVI-A Line 11 - Other revenue:

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See the instructions)
11 Other revenue	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
a FEDERAL TAX REFUND			41	4,751	
b MERIT ENERGY PARTNERSHIP			15	2,154,726	
c MERIT ENERGY PARTNERS I, LP			15	-7	
d BRAZIL TEAK INVESTORS			14	-911	
e CHENIERE ENERGY PARTNERS, L	211110	-2,419	15		
f ORDINARY GAIN FROM SALE	211110	3,811			

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: WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Name	Date Acquired	How Acquired	Date Sold	Purchaser Name	Gross Sales Price	Basis	Basis Method	Sales Expenses	Total (net)	Accumulated Depreciation
CHENIERE ENERGY PARTNERS, LP	2013-02	PURCHASE	2014-09		45,478	25,482			19,996	

TY 2014 Investments Corporate
Stock Schedule

Name: WEATHERTOP FOUNDATION
F/K/A THOMAS NELSON URBAN JR
EIN: 42-1431036

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ABIOMED, INC.	27,742	100,698
AKAMAI TECHNOLOGIES INC.	12,348	27,616
ALBEMARLE CORPORATION	49,091	46,612
ALIBABA GROUP HOLDING LTD	41,546	39,170
ALIGN TECHNOLOGY, INC.	39,897	47,025
AMERICAN EXPRESS CO.	32,471	60,848
AMERICAN TOWER CORPORATION	86,047	104,621
AMTRUST FINANCIAL SERVICES, INC.	40,332	82,717
ANNALY CAPITAL MANAGEMENT	123,461	85,570
APPLE, INC.	31,665	67,928
AT&T	42,370	45,996
AVALONBAY COMMUNITIES INC.	10,625	107,713
BABCOCK & WILCOX COMPANY	8,733	11,615
BE AEROSPACE, INC.	20,733	42,232
BECTON DICKINSON CO.	53,573	109,548
BENEFITFOCUS INC	50,151	44,688
BERKSHIRE HATHAWAY CLASS B	49,962	114,192
BIOTECH & GENOME POWERSHARES ETF	20,950	59,477
BLACKROCK S&P 500 STOCK FUND INVESTO	523,368	958,345
BLACKROCK SMALL CAP INDEX A	319,426	501,247
BOSTON PROPERTIES	69,541	98,624
BROWN FORMAN CORP B	13,053	45,532
BWX TECHNOLOGIES INC.	23,408	28,932
CABELAS INCORPORATED	43,305	32,078
CANADIAN NATIONAL RAILWAY COMPANY	27,016	64,927
CHEMOURS CO	94	2,621
CARMAX, INC.		
COCA-COLA		
COLGATE-PALMOLIVE	24,550	50,335
CORE LABORATORIES INC.	41,507	49,334

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEERE & CO.	46,560	71,873
DIAGEO, P.L.C. ADR	25,775	42,678
DIGITAL REALTY TRUST, INC.	81,251	93,192
DIRECTV COMPANY		
DISCOVERY COMMUNICATIONS INC	40,804	42,420
DU PONT E I DE NEMOURS	1,760	66,912
DUKE REALTY CORPORATION	62,183	98,833
EQUITY RESIDENTIAL	26,425	104,734
EXXONMOBIL	38,617	47,526
FASTENAL COMPANY	40,754	41,860
GAMING & LEISURE PROPERTIES, INC.	93,286	83,938
GENMARK DIAGNOSTICS INC	46,157	34,000
GOOGLE, INC CLASS A	9,498	26,300
GOOGLE, INC. CLASS C	9,498	25,024
HARRIS CORPORATION	34,737	68,260
HEALTHCARE SERVICES GROUP	32,267	45,383
HEINEKEN NV ADR	39,011	60,799
HEXCEL CORPORATION	22,862	62,268
IMPRIVATA, INC	30,345	30,400
INTERNATIONAL BUSINESS MACHINE		
INTERSECT ENT INC	43,929	44,505
INVENTURE FOODS, INC	30,330	29,490
INVESCO, LTD.		
ISHARES EMERGING MARKET INDEX FUND	218,841	185,600
IVY INTERNATIONAL CORE EQUITY FUND	500,072	521,966
JM SMUCKER COMPANY	21,649	44,676
K2M GROUP HOLDINGS	44,827	77,792
KIMCO REALTY CORPORATION	75,797	101,311
KITE REALITY GROUP TRUST	96,849	87,120
KLX INC	8,151	17,008

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KRISPY KREME DONUT INC.	71,803	74,560
LIBERTY BROADBAND CORP SER A	3,234	4,048
LIBERTY BROADBAND CORP SER C	29,930	31,850
LIBERTY GLOBAL PLC C	52,424	63,882
LIBERTY GLOBAL LILAC CLASS C	2,649	2,767
LIBERTY MEDIA CLASS A	9,817	11,340
LIBERTY MEDIA CLASS C	30,304	33,930
LOEWS CORP.		
M&T BANK CORPORATION		
MACERICH COMPANY	24,450	94,992
MARKEL CORPORATION	97,052	212,650
MASTERCARD, INC.	27,565	97,400
MEDICAL PROPERTIES TRUST, INC.	74,573	95,690
MEDNAX, INC.	39,103	75,330
MORGAN STANLEY CHINA A SHARES FUND	23,500	28,380
MSCI, INC.	34,553	72,999
NESTLE, SA	58,058	75,600
NEWMARKET CORPORATION	15,708	63,236
NOVARTIS AG ADR	48,373	90,263
ON SEMICONDUCTOR CORP	92,639	94,157
PATTERSON-UTI ENERGY INC	46,254	42,861
PENN NATIONAL GAMING, INC.	50,788	59,434
PLUM CREEK TIMBER		
PORTFOLIO RECOVERY ASSOCIATES, INC.		
PRA GROUP INC.	50,754	97,867
PRAXAIR, INC.	48,521	58,211
PRECISION CASTPARTS CORP	62,428	58,476
PROLOGIS	64,437	93,403
QUATERRA RESOURCES, INC.	23,954	3,360
SCHLUMBERGER, LTD.	77,110	82,820

Name of Stock	End of Year Book Value	End of Year Fair Market Value
SIMON PROPERTY GROUP INC	100,391	102,971
SIRONA DENTAL SYSTEMS, INC.	26,331	46,701
SL GREEN REALTY CORP	102,037	97,869
STERICYCLE, INC.	25,108	33,833
SUN COMMUNITIES, INC.	84,412	142,496
SUPERIOR ENERGY SERVICES, INC.	68,477	49,759
SYNCHRONOSS TECHNOLOGIES, INC.	40,212	57,360
TELEFEX, INC.	39,224	51,586
TRANSDIGM GROUP, INC	26,202	33,945
TRIMBLE NAVIGATION LTD.	19,452	24,717
ULTRA PETROLEUM CORPORATION	43,785	16,338
URBAN EDGE PROPERTIES	7,153	9,125
UNIVERSAL HEALTH SERVICES CL B		
VALEANT PHARMACEUTICALS INTL INC	28,732	51,506
VANGUARD FTSE EX US INDEX ETF	212,688	314,665
VANGUARD MID-CAP ETF	249,445	399,652
VENTAS, INC.	74,936	79,320
VERISK ANALYTICS, INC.	28,453	46,866
VORNADO REALTY TRUST	69,795	82,918
W. P. CAREY & COMPANY, LLC	65,191	88,726
WILLIAMS SONOMA, INC.		
ZELTIQ AESTHETICS, INC.	60,703	85,875

TY 2014 Investments - Other Schedule**Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
BRAZIL TEAK INVESTORS, LLC.	AT COST	194,486	194,486
LONGLEAF PARTNERS FUND	AT COST	906,408	977,106
LONGLEAF PARTNERS INTERNATIONAL FUND	AT COST		
LONGLEAF PARTNERS SMALLCAP FUND	AT COST	1,041,205	1,101,295
MERIT ENERGY	AT COST	829,231	829,231
VENTRIA	AT COST	137,000	137,000
REACH SYSTEMS	AT COST		
CHENIERE ENERGY	AT COST		
MERIT ENERGY PARTNERS I, LP	AT COST	23,748	23,748

TY 2014 Other Decreases Schedule

Name: WEATHERTOP FOUNDATION
F/K/A THOMAS NELSON URBAN JR
EIN: 42-1431036

Description	Amount
PRIOR PERIOD ADJUSTMENT	23,284

TY 2014 Other Expenses Schedule**Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
BANK FEES	250	250		
INVESTMENT EXPENSES	35,785	35,785		

TY 2014 Other Income Schedule**Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FEDERAL TAX REFUND	4,751		
MERIT ENERGY PARTNERSHIP	2,154,726	2,154,726	
MERIT ENERGY PARTNERS I, LP	-7	-7	
BRAZIL TEAK INVESTORS	-911	-911	
CHENIERE ENERGY PARTNERS, LP	-2,419		
ORDINARY GAIN FROM SALE	3,811		

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

TY 2014 Other Notes/Loans

Receivable Long Schedule

Name: WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Borrower's Name	Relationship to Insider	Original Amount of Loan	Balance Due	Date of Note	Maturity Date	Repayment Terms	Interest Rate	Security Provided by Borrower	Purpose of Loan	Description of Lender Consideration	Consideration FMV
CLEVELAND BOTANICAL GARDEN 501C3	NONE	300,000	300,000	2013-04	2017-04	ANNUAL INT TO MATURITY	3 00 %	NONE	CHARITABLE AND EDUCATIONAL PURPOSES	NONE	

TY 2014 Other Professional Fees Schedule**Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	7,205	3,603		3,602

TY 2014 Taxes Schedule**Name:** WEATHERTOP FOUNDATION

F/K/A THOMAS NELSON URBAN JR

EIN: 42-1431036

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAX APPLIED	4,751			
FEDERAL TAX PAYMENTS	13,001			
FEDERAL 990-T TAX PAID	5,351			
STATE 1120 TAX PAID	2,553			