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Return of Private Foundation

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

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning SEP 1, 2014, and ending AUG 31, 2015

Name of foundation THE THOMAS P. WATERS FOUNDATION		A Employer identification number 23-7836361
Number and street (or P O box number if mail is not delivered to street address) C/O CHRISTINA ALT, 605 MAIN STREET	Room/suite 212	B Telephone number (856) 733-6608
City or town, state or province, country, and ZIP or foreign postal code RIVERTON, NJ 08077		C If exemption application is pending, check here ☐
G Check all that apply: ☐ Initial return ☐ Initial return of a former public charity ☐ Final return ☐ Amended return ☐ Address change ☐ Name change		D 1. Foreign organizations, check here ☐ 2. Foreign organizations meeting the 85% test, check here and attach computation ☐
H Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here ☐
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 4803830.	J Accounting method: ☒ Cash ☐ Accrual ☐ Other (specify) _____	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received	103862.		N/A	
	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	110418.	110418.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	401298.			
	b Gross sales price for all assets on line 6a 3017095.				
	7 Capital gain net income (from Part IV, line 2)		401298.		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss)					
11 Other income					
12 Total. Add lines 1 through 11	615578.	511716.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	0.	0.		0.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees STMT 2	9967.	0.		9967.
	b Accounting fees STMT 3	2581.	0.		2581.
	c Other professional fees STMT 4	21144.	21144.		0.
	17 Interest				
	18 Taxes STMT 5	1600.	0.		0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings	29649.	8895.		20754.
	22 Printing and publications				
	23 Other expenses STMT 6	1086.	1086.		0.
	24 Total operating and administrative expenses Add lines 13 through 23	66027.	31125.		33302.
	25 Contributions, gifts, grants paid	251500.			251500.
26 Total expenses and disbursements Add lines 24 and 25	317527.	31125.		284802.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	298051.				
b Net investment income (if negative, enter -0-)		480591.			
c Adjusted net income (if negative, enter -0-)			N/A		

951 4

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value		
Assets	1	Cash - non-interest-bearing		166934.	89217.	89217.
	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				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations				
	b	Investments - corporate stock STMT 7	2560415.	3077829.	3613725.	
	c	Investments - corporate bonds STMT 8	806333.	784796.	768215.	
	11	Investments - land, buildings, and equipment: basis ▶				
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other STMT 9	478014.	357905.	332673.		
14	Land, buildings, and equipment: basis ▶					
	Less: accumulated depreciation ▶					
15	Other assets (describe ▶)					
16	Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	4011696.	4309747.	4803830.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	4011696.	4309747.		
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29	Retained earnings, accumulated income, endowment, or other funds	0.	0.			
30	Total net assets or fund balances	4011696.	4309747.			
31	Total liabilities and net assets/fund balances	4011696.	4309747.			

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	4011696.
2	Enter amount from Part I, line 27a	2	298051.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	4309747.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	4309747.

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			
b SEE ATTACHED STATEMENT			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 3017095.		2615797.	401298.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			
b			
c			
d			
e			401298.

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	401298.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

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

☐ Yes ☒ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	212887.	4821303.	.044155
2012	225953.	4475404.	.050488
2011	244719.	4264584.	.057384
2010	217403.	4449509.	.048860
2009	231866.	4100952.	.056540

2 Total of line 1, column (d)	2	.257427
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	.051485
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	5075061.
5 Multiply line 4 by line 3	5	261290.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	4806.
7 Add lines 5 and 6	7	266096.
8 Enter qualifying distributions from Part XII, line 4	8	284802.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here ☐ and enter "N/A" on line 1. Date of ruling or determination letter. _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here ☒ and enter 1% of Part I, line 27b		1	4806.
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	4806.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	4806.
6 Credits/Payments:			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	5120.	
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	5120.	
8 Enter any penalty for underpayment of estimated tax. Check here ☐ if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	314.	
11 Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 314. Refunded ☐	11	0.	

Part VII 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)? 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.		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. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		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?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		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? If "Yes," complete Part II, col. (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>PA</u>		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		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 ► <u>NONE</u>	13	X	
14	The books are in care of ► <u>NACHMIAS MORRIS & ALT PC</u> Telephone no. ► <u>(856) 733-6600</u> Located at ► <u>605 MAIN STREET, SUITE 212, RIVERTON, NJ</u> ZIP+4 ► <u>08077</u>			
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 ► <u>15</u> N/A			
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? 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	N/A	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?		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? If "Yes," list the years ►	☐ Yes ☒ No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No	
b If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		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?		X

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

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

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

▶ ☐

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

N/A

☐ Yes ☐ No

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

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

6b

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

X

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

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

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

N/A

7b

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 10		0.	0.	0.

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

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

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

0

Form 990-PF (2014)

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

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

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

0

Part IX-A Summary of Direct Charitable Activities

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

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

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

	Amount
1 N/A	
2	
All other program-related investments. See instructions.	
3	

Total. Add lines 1 through 3

0.

Form 990-PF (2014)

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	5005460.
b	Average of monthly cash balances	1b	146886.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	5152346.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	5152346.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	77285.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	5075061.
6	Minimum investment return. Enter 5% of line 5	6	253753.

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	253753.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	4806.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	4806.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	248947.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	248947.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	248947.

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	284802.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	284802.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	4806.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	279996.

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				248947.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2014:				
a From 2009	12643.			
b From 2010	217403.			
c From 2011	244719.			
d From 2012	10821.			
e From 2013				
f Total of lines 3a through e	485586.			
4 Qualifying distributions for 2014 from Part XII, line 4: ► \$	284802.			
a Applied to 2013, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2014 distributable amount				248947.
e Remaining amount distributed out of corpus	35855.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	521441.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7	12643.			
9 Excess distributions carryover to 2015 Subtract lines 7 and 8 from line 6a	508798.			
10 Analysis of line 9:				
a Excess from 2010	217403.			
b Excess from 2011	244719.			
c Excess from 2012	10821.			
d Excess from 2013				
e Excess from 2014	35855.			

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

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

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

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:

(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

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

c Any submission deadlines:

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

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution * *	Amount
a Paid during the year				
100 CLUB OF ARIZONA 5033 NORTH 19TH AVENUE, STE 123 PHOENIX, AZ 85015	NONE	PUBLIC	GENERAL	3000.
ALL HANDS VOLUNTEERS INC. P.O. BOX 546 CARLISE, MA 01741	NONE	PUBLIC	GENERAL	2000.
APPALACHIAN SUSTAINABLE AGRICULTURE PROJECT 306 W HAYWOOD STREET ASHEVILLE, NC 28801	NONE	PUBLIC	TO SUPPORT THE GROWING MINDS PROGRAM	5500.
BOULDER VALLEY WOMEN'S HEALTH CENTER 2855 VALMONT ROAD BOULDER, CO 80301	NONE	PUBLIC	GENERAL (\$5,000), CHAMPIONS OF CHOICE (\$1,000) AND REF (\$3,000)	9000.
CAROLINA CREEK CHRISTIAN CAMP 18 LAKESHORE DRIVE HUNTSVILLE, TX 77320	NONE	PUBLIC	GENERAL	2000.
Total	SEE CONTINUATION SHEET(S)			251500.
b Approved for future payment				
NONE				
Total				0.

▶ 3a

▶ 3b

0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
		(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount	
1 Program service revenue:						
a						
b						
c						
d						
e						
f						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments						
4 Dividends and interest from securities				14	110418.	
5 Net rental income or (loss) from real estate:						
a	Debt-financed property					
b	Not debt-financed property					
6 Net rental income or (loss) from personal property						
7 Other investment income						
8 Gain or (loss) from sales of assets other than inventory				18	401298.	
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a						
b						
c						
d						
e						
12 Subtotal. Add columns (b), (d), and (e)			0.		511716.	0.
13 Total. Add line 12, columns (b), (d), and (e)					13 511716.	

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

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

[illegible]

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service**Schedule of Contributors**

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

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

OMB No 1545-0047

2014

Name of the organization

Employer identification number

THE THOMAS P. WATERS FOUNDATION

23-7836361

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).

LHA For Paperwork Reduction Act Notice, see the Instructions for Form 990, 990-EZ, or 990-PF. Schedule B (Form 990, 990-EZ, or 990-PF) (2014)

Name of organization

Employer identification number

THE THOMAS P. WATERS FOUNDATION

23-7836361

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	THOMAS P. WATERS, IA UNITRUST - ROSE W. INNES C/O J. ISKRANT, 1600 MARKET ST, #3600 PHILADELPHIA, PA 19103	\$ 103862.	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)

Employer identification number

23-7836361

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

[illegible]

Name of organization

Employer identification number

THE THOMAS P. WATERS FOUNDATION

23-7836361

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

Use duplicate copies of Part III if additional space is needed

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

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	U.S. COMMODITY INDEX - SECTION 1256 LOSS		VARIOUS	12/31/14
b	U.S. COMMODITY INDEX - SECTION 1256 LOSS		VARIOUS	12/31/14
c	SEE ATTACHED SCHEDULE - PAGES 29 TO 40	P	VARIOUS	12/31/14
d	SEE ATTACHED SCHEDULE - PAGES 29 TO 40	P	VARIOUS	12/31/14
e	SEE ATTACHED SCHEDULE - PAGES 29 TO 40	P	VARIOUS	12/31/14
f	SEE ATTACHED SCHEDULE - PAGES 29 TO 40	P	VARIOUS	12/31/14
g	SEE ATTACHED SCHEDULE - PAGES 29 TO 40	P	VARIOUS	12/31/14
h	SEE ATTACHED SCHEDULE - PAGES 29 TO 40	P	VARIOUS	12/31/14
i	CORRECTION OF BASIS ON SALE OF DOVER CORP	P	VARIOUS	12/31/14
j	CAPITAL GAINS DIVIDENDS			
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		1987.	-1987.
b		2981.	-2981.
c	31887.	29304.	2583.
d	1420306.	1417120.	3186.
e	7280.	7258.	22.
f	57651.	32929.	24722.
g	25000.	25315.	-315.
h	1448906.	1097215.	351691.
i		1688.	-1688.
j	26065.		26065.
k			
l			
m			
n			
o			

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

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			-1987.
b			-2981.
c			2583.
d			3186.
e			22.
f			24722.
g			-315.
h			351691.
i			-1688.
j			26065.
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	401298.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
CHILDREN'S HEALTHCARE OF ATLANTA 1687 TULLIE CIRCLE N.E. ATLANTA, GA 30329	NONE	PUBLIC	LAURA SNITZER BOOZER FUND - PEDIATRIC ONCOLOGY NURSING SCHOLARSHIP	5000.
DOCTORS WITHOUT BORDERS USA 333 7TH AVENUE, 2ND FLOOR NEW YORK, NY 10001-5004	NONE	PUBLIC	GENERAL	3000.
DUKE UNIVERSITY SCHOOL OF ENGINEERING BOX 90271 DURHAM, NC 27708	NONE	PUBLIC	TO SUPPORT THE DUKE ENGINEERS FOR INTERNATIONAL DEVELOPMENT - DEID EL SALVADOR PROJECT	1000.
EMERGENCY FAMILY ASSISTANCE ASSOCIATION 1575 YARMOUTH AVENUE BOULDER, CO 80304	NONE	PUBLIC	GENERAL	8000.
ENGINEERS WITHOUT BORDERS USA 1031 33RD STREET, SUITE 210 DENVER, CO 80205	NONE	PUBLIC	GENERAL	1000.
EVERYDAY MINISTRY INC 3900 S. SEQUOIA AVENUE BROKEN ARROW, OK 74011	NONE	PUBLIC	GENERAL	10000.
FOOTHILLS KIWANIS FOUNDATION 4650 SHAWNEE PLACE BOULDER, CO 80303	NONE	PUBLIC	TO SUPPORT THE SERVICE DOGS FOR KIDS PROJECT	6000.
FRIENDS OF THE BOULDER COMMUNITY SCHOOL OF INTEGRATED STUDIES 3995 EAST AURORA AVENUE BOULDER, CO 80303	NONE	PUBLIC	TO SUPPORT THE COMMUNITY GROWTH CAMPAIGN	1000.
HOMEWARD BOUND OF ASHEVILLE P.O. BOX 1166 ASHEVILLE, NC 28802	NONE	PUBLIC	TO SUPPORT THE PATHWAYS PROGRAM	5500.
HOPEKIDS INC. P.O. BOX 672 CAVE CREEK, AZ 85327-0672	NONE	PUBLIC	GENERAL	10000.
Total from continuation sheets				230000.

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
IGNATIAN LAY VOLUNTEER CORPS 801 S. PAUL STREET BALTIMORE, MD 21202	NONE	PUBLIC	GENERAL	1000.
MANNA FOOD BANK 627 SWANNANOA RIVER ROAD ASHEVILLE, NC 28805	NONE	PUBLIC	TO SUPPORT MANNA PACKS PROGRAM	5500.
NORTH TEXAS FOOD BANK 4500 S. COCKRELL HILL ROAD DALLAS, TX 75236	NONE	PUBLIC	GENERAL	10000.
OKLAHOMA YOUTH FORESTRY AND WILDLIFE CAMP P.O. BOX 157 BROKEN BOW, OK 74728-0157	NONE	PUBLIC	GENERAL	5000.
PROJECT HEALING WATERS FLY FISHING INC. P.O. BOX 695 LA PLATA, MD 20646	NONE	PUBLIC	GENERAL	5000.
RED FEATHER DEVELOPMENT GROUP P.O. BOX 907 BOZEMAN, MT 59771-0907	NONE	PUBLIC	GENERAL	4000.
RED RIVER MINISTRIES INC. 3112 WINDSOR ROAD, SUITE A112 AUSTIN, TX 78703	NONE	PUBLIC	GENERAL	2000.
REEL RECOVERY INC 160 BROOKSIDE ROAD NEEDHAM, MA 02492	NONE	PUBLIC	TO SUPPORT THE TEXAS CHAPTER TO DEFRAY THE COST OF RETREATS	5000.
RON & VICKI SANTO DIABETIC ALERT DOGS FOUNDATION 5416 EAST FELLARS SCOTTSDALE, AZ 85254	NONE	PUBLIC	GENERAL	10000.
SALVATION ARMY 1370 PENNSYLVANIA STREET DENVER, CO 80203	NONE	PUBLIC	GENERAL	1000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SHINING MOUNTAIN WALDORF SCHOOL 999 VIOLET AVENUE BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT THE SHINING MOUNTAIN WALDORF SCHOOL ANNUAL FUND	1000.
SISTER CARMEN COMMUNITY CENTER INC. 655 ASPEN RIDGE DRIVE LAFAYETTE, CO 80026	NONE	PUBLIC	GENERAL	5000.
ST. JEANNE BAPTISTE HIGH SCHOOL 173 EAST 75TH STREET NEW YORK, NY 10021	NONE	PUBLIC	TO SUPPORT THE DOROTHY WALSH WATERS '34 MEMORIAL FUND	7500.
ST. VINCENT COLLEGE ANNUAL FUND 300 FRASER PURCHASE ROAD LATROBE, PA 15650	NONE	PUBLIC	GENERAL	500.
STAR HOUSE FOUNDATION INC. 890-F ATLANTA STREET, #138 ROSWELL, GA 30075	NONE	PUBLIC	GENERAL	5500.
STEVE MACKO SCHOLARSHIP FUND P.O. BOX 121914 ARLINGTON, TX 76012	NONE	PUBLIC	GENERAL	2000.
THE SPCA OF NORTH TEXAS 2400 LONE STAR DRIVE DALLAS, TX 75212	NONE	PUBLIC	GENERAL	2000.
THORNE ECOLOGICAL INSTITUTE P.O. BOX 19107 BOULDER, CO 80308-2107	NONE	PUBLIC	TO SUPPORT PROGRAMS FOR CHILDREN REQUIRING FINANCIAL ASSISTANCE	2000.
WHISPERING HOPE RANCH FOUNDATION 9045 E PIMA CENTER PKWY SCOTTSDALE, AZ 85258	NONE	PUBLIC	GENERAL	10000.
WOMEN'S VOICES FOR THE EARTH 114 W. PINE STREET MISSOULA, MT 59807	NONE	PUBLIC	GENERAL	4000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
WORLD WILDLIFE FUND 1250 24TH STREET, NW WASHINGTON, DC 20090	NONE	PUBLIC	GENERAL	2000.
THE CAMPUS KITCHENS PROJECT 19 EYE STREET NW WASHINGTON, DC 20001	NONE	PUBLIC	THESE FUNDS ARE FOR AUBURN UNIVERSITY, TO GO TOWARDS SUPPLIES FOR THE WEEKLY PACKING SHIFT AND THE PURCHASE	5500.
CONSCIOUS ALLIANCE 2525 ARAPAHOE AVE, STE E4-182 BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT THE GROWING MINDS PROGRAM	5500.
AMERICAN HEART ASSOCIATION 40 OAK HOLLOW DRIVE, STE 220 SOUTHFIELD, MI 48033	NONE	PUBLIC	TO SUPPORT HEART WALK	2000.
GROWING GARDENS OF BOULDER COUNTY INC. 3198 NORTH BROADWAY BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT THE FRESH FOOD FAMILIES AND FITNESS PROGRAM	1000.
UNIVERSITY OF ARIZONA, SCHOOL OF ANTHROPOLOGY P.O. BOX 210028 TUCSON, AZ 85721	NONE	PUBLIC	MADAGASCAR VILLAGE ELECTRICITY, TECOT PROJECT	8000.
COLORADO HAITI PROJECT 2980 17TH STREET BOULDER, CO 80304	NONE	PUBLIC	GENERAL	6000.
MESA 1333 IRIS AVENUE BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT THE MEN STANDING UP PROGRAM	1000.
LOWER MOUNTAIN FORK RIVER FOUNDATION 17 OAK LEAF LANE BROKEN BOW, OK 74728-0157	NONE	PUBLIC	GENERAL	5000.
PET FOOD BANK INC. P.O. BOX 471277 FORT WORTH, TX 76147	NONE	PUBLIC	TO SUPPORT THE GENERAL OPERATING FUND FOR DAY TO DAY OPERATING NEEDS OF DON'T FORGET TO FEED ME	1000.
Total from continuation sheets				

Part XV Supplementary Information**3 Grants and Contributions Paid During the Year (Continuation)**

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
SPAY NEUTER INJECT PROJECT SAN ANTONIO P.O. BOX 90325 SAN ANTONIO, TX 78209	NONE	PUBLIC	GENERAL	2000.
NORTHERN STAR CHARITIES 3970 BROADWAY, STE 201E BOULDER, CO 80304	NONE	PUBLIC	TO SUPPORT REALITIES FOR CHILDREN BOULDER COUNTY	14000.
CROSS CHURCH INC. 3484 W. WEDINGTON DRIVE FAYETTEVILLE, AR 72704	NONE	PUBLIC	TO SUPPORT THE BLESSING BASKETS (\$3,000) AND LOTTIE MOON OFFERING (\$2,000)	5000.
INTERNATIONAL RESEARCH FOUNDATION FOR ENERGY MEDICINE 10 STOUTS VALLEY ROAD EASTON, PA 18042	NONE	PUBLIC	GENERAL	17000.
BLACK MOUNTAIN HOME FOR CHILDREN, YOUTH & FAMILIES 80 LAKE EDEN ROAD BLACK MOUNTAIN, NC 28711	NONE	PUBLIC	TO SUPPORT THE EVERYDAY FUND	5500.
HELPMATE INC. P.O. BOX 2263 ASHEVILLE, NC 28802	NONE	PUBLIC	GENERAL	5500.
OPEN DOORS OF ASHEVILLE P.O. BOX 8726 ASHEVILLE, NC 28814	NONE	PUBLIC	TO SUPPORT BRIDGING THE LANGUAGE GAP PROGRAM	5500.
Total from continuation sheets				

Part XV **Supplementary Information**

3a Grants and Contributions Paid During the Year Continuation of Purpose of Grant or Contribution

NAME OF RECIPIENT - THE CAMPUS KITCHENS PROJECT

THESE FUNDS ARE FOR AUBURN UNIVERSITY, TO GO TOWARDS SUPPLIES FOR THE
WEEKLY PACKING SHIFT AND THE PURCHASE OF A REFRIGERATOR FOR THE LOCAL
COMMUNITY MARKET

FORM 990-PF

DIVIDENDS AND INTEREST FROM SECURITIES

STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
GLENMEDE TRUST - CUSTODY ACCOUNT	136429.	26065.	110364.	110364.	
U.S. COMMODITY INDEX LP	54.	0.	54.	54.	
TO PART I, LINE 4	136483.	26065.	110418.	110418.	

FORM 990-PF

LEGAL FEES

STATEMENT 2

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
NACHMIAS MORRIS & ALT PC - LEGAL	9597.	0.		9597.
SCHNADER HARRISON - LEGAL	370.	0.		370.
TO FM 990-PF, PG 1, LN 16A	9967.	0.		9967.

FORM 990-PF

ACCOUNTING FEES

STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FARLEY DRAIN & CO PC - ACCOUNTING	2581.	0.		2581.
TO FORM 990-PF, PG 1, LN 16B	2581.	0.		2581.

FORM 990-PF	OTHER PROFESSIONAL FEES	STATEMENT	4
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
GLENMEDE TRUST COMPANY - COMMISSIONS	21144.	21144.		0.
TO FORM 990-PF, PG 1, LN 16C	21144.	21144.		0.

FORM 990-PF	TAXES	STATEMENT	5
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FORM 990-PF ESTIMATED TAX 8/31/2015	1600.	0.		0.
TO FORM 990-PF, PG 1, LN 18	1600.	0.		0.

FORM 990-PF	OTHER EXPENSES	STATEMENT	6
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FROM US COMMODITY INDEX K-1	1086.	1086.		0.
TO FORM 990-PF, PG 1, LN 23	1086.	1086.		0.

FORM 990-PF	CORPORATE STOCK	STATEMENT	7
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - PAGES 41 TO 50	3077829.	3613725.
TOTAL TO FORM 990-PF, PART II, LINE 10B	3077829.	3613725.

FORM 990-PF	CORPORATE BONDS	STATEMENT	8
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DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - PAGES 41 TO 50	784796.	768215.
TOTAL TO FORM 990-PF, PART II, LINE 10C	784796.	768215.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED SCHEDULE - PAGES 41 TO 50	COST	357905.	332673.
TOTAL TO FORM 990-PF, PART II, LINE 13		357905.	332673.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 10

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
ROBERT T. WATERS 1727 15TH STREET, SUITE 300 BOULDER, CO 80302	TRUSTEE 1.00	0.	0.	0.
KENNETH M. WATERS 4606 HIGHWAY 56, #415 BELLS, TX 75414-2574	TRUSTEE 1.00	0.	0.	0.
DR. T. PATRICK WATERS III 3229 RANKIN AVENUE DALLAS, TX 75205	TRUSTEE 1.00	0.	0.	0.
JAMES A. WATERS 2125 DOUBLE CREEK LANE ALPHARETTA, GA 30201	TRUSTEE 1.00	0.	0.	0.
CHRISTINA G. ALT 605 MAIN STREET, SUITE 212 RIVERTON, NJ 08077	TRUSTEE 0.50	0.	0.	0.
DAMON C. WATERS 1865 NORWOOD AVENUE BOULDER, CO 80304	TRUSTEE 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		0.	0.	0.

ACCOUNT. 0676-40-4/5

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: corporate action						
ACTION TYPE: merger						
243	MYLAN LABORATORIES INC.	04/03/14	03/02/15	14,022.32	12,068.89	1,953.43
20	MYLAN LABORATORIES INC.	10/21/14	03/02/15	1,154.10	1,039.20	114.90
9	ALLERGAN INC	10/21/14	03/17/15	2,179.34	1,664.55	514.79
157	ROCK-TENN COMPANY -CL A	12/05/14	07/02/15	9,232.48	9,232.48	0.00
90	ROCK-TENN COMPANY -CL A	12/05/14	07/02/15	5,299.03	5,299.03	0.00
Total for disposal method: corporate action				31,887.27	29,304.15	2,583.12
Disposal method: sale						
122	ALASKA AIR GROUP	04/03/14	09/08/14	5,771.75	5,759.25	12.50
16	EXXON MOBIL CORPORATION	02/07/14	09/08/14	1,561.68	1,438.82	122.86
200	HEWLETT PACKARD CORP.	01/08/14	09/08/14	7,430.75	5,512.02	1,918.73
12	HONEYWELL INTERNATIONAL INC	01/08/14	09/08/14	1,141.30	1,085.28	56.02
99	VENTAS INC	07/09/14	09/08/14	6,470.52	6,341.98	128.54
35	ELI LILLY & CO.	12/09/13	09/08/14	2,271.58	1,782.05	489.53
208	SONOCO PRODUCTS CO	09/09/13	09/08/14	8,519.20	8,036.02	483.18
156	CONOCOPHILLIPS	06/05/14	10/10/14	11,177.54	12,476.27	1,298.73-
205	GENERAL MOTORS CO	07/09/14	10/10/14	6,301.99	7,744.31	1,442.32-
100	INGERSOLL-RAND PLC	08/07/14	10/10/14	5,560.11	5,982.80	422.69-
203	OMEGA HEALTHCARE INVESTORS	05/09/14	10/10/14	7,444.83	7,321.21	123.62
253	PAYCHEX INC	06/05/14	10/10/14	11,072.07	10,386.81	685.26
52	PAYCHEX INC	06/06/14	10/10/14	2,275.68	2,152.98	122.70
176	PETSMART INC	02/07/14	10/10/14	11,548.97	11,340.93	208.04
209	SCOTTS MIRACLE-GRO	06/05/14	10/10/14	11,588.64	12,570.74	982.10-
10.3333	CDK GLOBAL INC	11/05/13	10/10/14	268.25	291.40	23.15-
9	CDK GLOBAL INC	07/09/14	10/10/14	233.63	270.68	37.05-
136	OMEGA HEALTHCARE INVESTORS	05/09/14	10/10/14	4,938.36	4,904.85	33.51
88	EXELON CORPORATION	07/09/14	10/10/14	3,092.97	3,021.91	71.06
17	BORG WARNER AUTOMOTIVE	10/21/14	11/07/14	977.24	956.93	20.31
249	COMERICA INC.	03/07/14	11/07/14	12,066.97	12,325.30	258.33-
20	COMERICA INC.	10/21/14	11/07/14	969.23	895.40	73.83

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ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
17	DISCOVER FINANCIAL SERVICES	10/21/14	11/07/14	1,121.21	1,091.94	29.27
111	INGERSOLL-RAND PLC	08/07/14	11/07/14	7,059.61	6,640.91	418.70
9	INGERSOLL-RAND PLC	10/21/14	11/07/14	572.40	524.97	47.43
243	UNUMPROVIDENT CORP	04/03/14	11/07/14	8,133.64	8,609.10	475.46-
111	UNUMPROVIDENT CORP	06/05/14	11/07/14	3,715.36	3,888.26	172.90-
29	UNUMPROVIDENT CORP	10/21/14	11/07/14	970.68	976.26	5.58-
73	WALGREEN CO.	04/03/14	11/07/14	4,874.83	4,891.10	16.27-
365	UGI CORP.	10/10/14	11/07/14	14,029.93	12,505.01	1,524.92
30	UGI CORP.	10/21/14	11/07/14	1,153.14	1,076.70	76.44
10	NORTHROP GRUMMAN CORP	10/21/14	11/07/14	1,360.41	1,260.40	100.01
25	TERADATA CORP	10/21/14	11/07/14	1,070.66	1,033.06	37.60
7	TERADATA CORP	10/10/14	11/07/14	299.79	286.03	13.76
217	TERADATA CORP	10/10/14	11/07/14	9,278.54	8,867.06	411.48
76	TERADATA CORP	10/10/14	11/10/14	3,252.80	3,105.51	147.29
19	ABBVIE INC COM	10/21/14	12/05/14	1,325.52	1,066.38	259.14
92	ABBVIE INC COM	08/07/14	12/05/14	6,418.29	4,789.07	1,629.22
167	AMEREN CORP	08/07/14	12/05/14	7,164.78	6,264.69	900.09
14	AMEREN CORP	10/21/14	12/05/14	600.64	567.14	33.50
18	BAKER HUGHES INC.	10/21/14	12/05/14	1,022.51	974.16	48.35
196	FACEBOOK INC -A	07/09/14	12/05/14	14,934.53	12,462.19	2,472.34
16	FACEBOOK INC -A	10/21/14	12/05/14	1,219.15	1,252.96	33.81-
64	HOME DEPOT INC.	02/07/14	12/05/14	6,353.65	4,869.04	1,484.61
6	HOME DEPOT INC.	10/21/14	12/05/14	595.65	565.14	30.51
110	KRAFT FOODS GROUP INC COM	10/10/14	12/05/14	6,600.31	6,214.67	385.64
9	KRAFT FOODS GROUP INC COM	10/21/14	12/05/14	540.03	508.06	31.97
16	OMNICOM GROUP	10/21/14	12/05/14	1,250.88	1,102.72	148.16
76	OMNICOM GROUP	10/10/14	12/05/14	5,941.68	5,039.60	902.08
113	WALGREEN CO.	04/03/14	12/05/14	7,727.24	7,571.16	156.08
15	WALGREEN CO.	10/21/14	12/05/14	1,025.74	925.35	100.39
38	GREAT PLAINS ENERGY INC.	10/21/14	12/05/14	1,000.78	984.96	15.82
281	AMTRUST FINANCIAL SERVICES	11/07/14	01/09/15	14,547.27	14,170.89	376.38
8	HUMANA INC.	10/21/14	01/09/15	1,181.97	1,066.08	115.89
22	HUMANA INC.	07/09/14	01/09/15	3,250.43	2,817.49	432.94
125	LAZARD LTD - CL A	07/09/14	01/09/15	5,986.51	6,336.90	350.39-
10	LAZARD LTD - CL A	10/21/14	01/09/15	478.92	491.10	12.18-
106	EDGEWELL PERS CARE CO	07/09/14	01/09/15	13,991.45	12,978.93	1,012.52
8	EDGEWELL PERS CARE CO	10/21/14	01/09/15	1,055.96	951.28	104.68

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ACCOUNT: 0676-40-4/5 (cont.)

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	ACQUIRED	DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
57	HARMAN INTERNATIONAL INDS INC	09/08/14	01/09/15	5,766.85	6,498.37	731.52-
11	HARMAN INTERNATIONAL INDS INC	10/21/14	01/09/15	1,112.90	1,060.28	52.62
4	HARMAN INTERNATIONAL INDS INC	10/10/14	01/09/15	404.69	369.85	34.84
17	OMNICARE INC	10/21/14	01/09/15	1,269.91	1,094.63	175.28
129	PRINCIPAL FINANCIAL GROUP	06/05/14	01/09/15	6,581.14	6,209.54	371.60
117	PRINCIPAL FINANCIAL GROUP	08/07/14	01/09/15	5,968.94	5,879.03	89.91
20	PRINCIPAL FINANCIAL GROUP	10/21/14	01/09/15	1,020.33	1,011.20	9.13
128	SCHLUMBERGER LTD.	02/07/14	01/09/15	10,390.38	11,339.32	948.94-
11	SCHLUMBERGER LTD.	10/21/14	01/09/15	892.92	1,073.49	180.57-
92	QUALCOMM CORP.	09/08/14	01/09/15	6,823.47	6,985.93	162.46-
14	QUALCOMM CORP.	10/21/14	01/09/15	1,038.35	1,049.40	11.05-
18	JPMORGAN CHASE & CO	10/21/14	01/09/15	1,072.33	1,042.20	30.13
35	JPMORGAN CHASE & CO	08/07/14	01/09/15	2,085.08	1,973.98	111.10
185	JPMORGAN CHASE & CO	08/07/14	01/09/15	11,018.91	10,433.91	585.00
400	JPMORGAN CHASE & CO	04/30/14	01/23/15	23,011.49	22,328.00	683.49
5,000	VANGUARD FTSE ALL-WORLD EX-U	10/29/14	01/23/15	237,394.75	240,992.50	3,597.75-
739.826	GLENMEDE FUND INC - US EMERGING GROWTH	12/11/14	01/23/15	6,969.16	6,850.79	118.37
11	DOVER CORP.	10/21/14	02/06/15	792.08	841.61	49.53-
104	BEST BUY CO. INC.	11/07/14	02/06/15	3,877.23	3,695.05	182.18
52	CAPITAL ONE FINL CORP.	10/10/14	02/06/15	3,960.65	4,252.82	292.17-
91	MANPOWER INC	05/09/14	02/06/15	6,790.21	7,377.40	587.19-
100	MANPOWER INC	10/10/14	02/06/15	7,461.77	6,347.71	1,114.06
16	MANPOWER INC	10/21/14	02/06/15	1,193.88	1,008.98	184.90
78	ROYAL CARIBBEAN CRUISES LTD	09/08/14	02/06/15	5,903.78	5,165.94	737.84
26	MICROSOFT CORP.	10/21/14	02/06/15	1,099.39	1,165.06	65.67-
304	HUDSON CITY BANCORP INC	01/09/15	02/06/15	2,925.36	2,929.80	4.44-
434	HUDSON CITY BANCORP INC	01/09/15	02/06/15	4,176.33	4,175.77	0.56
43	C R BARD INC.	09/08/14	02/09/15	7,327.35	6,417.03	910.32
4	C R BARD INC.	10/21/14	02/09/15	681.61	597.16	84.45
218	BEST BUY CO. INC.	11/07/14	02/09/15	8,051.50	7,745.38	306.12
15	HALLIBURTON CO	10/21/14	02/09/15	656.38	834.25	177.87-
22	KROGER CO.	10/21/14	02/09/15	1,567.17	1,180.74	386.43
27	RAYTHEON COMPANY	10/21/14	02/09/15	2,883.64	2,646.27	237.37

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ACCOUNT: 0676-40-4/5 (cont.)

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
19	ROYAL CARIBBEAN CRUISES LTD	09/08/14	02/09/15	1,419.66	1,258.37	161.29
115	ROYAL CARIBBEAN CRUISES LTD	10/10/14	02/09/15	8,592.70	6,766.85	1,825.85
18	ROYAL CARIBBEAN CRUISES LTD	10/21/14	02/09/15	1,344.95	1,143.18	201.77
37	CHARLES SCHWAB CORP.	10/21/14	02/09/15	1,067.66	979.76	87.90
11	OSHKOSH TRUCK CL B	10/21/14	02/09/15	510.83	484.77	26.06
39	CAPITAL ONE FINL CORP.	10/10/14	02/09/15	2,949.50	3,189.62	240.12-
7	CAPITAL ONE FINL CORP.	10/21/14	02/09/15	529.40	550.34	20.94-
131	OCEANEERING INTL INC	02/06/15	03/09/15	6,928.45	7,300.84	372.39-
146	ABBVIE INC COM	08/07/14	03/09/15	8,117.87	7,600.04	517.83
15	ABBVIE INC COM	02/06/15	03/09/15	834.03	855.18	21.15-
91	ABBVIE INC COM	02/09/15	03/09/15	5,059.77	5,069.91	10.14-
215	RLJ LODGING TR COM	09/08/14	03/09/15	6,495.85	6,515.32	19.47-
205	RLJ LODGING TR COM	10/10/14	03/09/15	6,193.71	6,114.54	79.17
34	RLJ LODGING TR COM	10/21/14	03/09/15	1,027.25	1,038.92	11.67-
16	BALL CORP.	10/21/14	03/09/15	1,122.17	1,085.09	37.08
92	BALL CORP.	09/08/14	03/09/15	6,452.48	6,058.71	393.77
75	WALT DISNEY CO.	04/03/14	03/09/15	7,852.09	6,110.50	1,741.59
7	WALT DISNEY CO.	10/21/14	03/09/15	732.86	612.01	120.85
11	NATIONAL OILWELL VARCO INC	10/21/14	03/09/15	572.11	806.85	234.74-
76	NATIONAL OILWELL VARCO INC	01/09/15	03/09/15	3,952.75	4,727.26	774.51-
152	AON PLC	01/09/15	03/09/15	14,939.66	14,434.41	505.25
126	PARTNERRE HOLDINGS LTD	01/09/15	03/09/15	14,347.11	14,352.44	5.33-
144	ACTIVISION BLIZZARD INC	07/09/14	03/09/15	3,335.56	3,245.24	90.32
46	ACTIVISION BLIZZARD INC	10/21/14	03/09/15	1,065.52	881.86	183.66
1,067	XEROX CORP.	11/07/14	03/09/15	14,025.67	14,413.04	387.37-
284	EXELON CORPORATION	07/09/14	03/09/15	9,035.04	9,752.53	717.49-
23	EXELON CORPORATION	10/21/14	03/09/15	731.71	806.15	74.44-
190	OGE ENERGY CORP	11/07/14	03/09/15	6,021.67	7,155.63	1,133.96-
219	OGE ENERGY CORP	12/05/14	03/09/15	6,940.77	7,709.63	768.86-
44	ALEXANDRIA REAL ESTATE EQUIT	02/06/15	04/13/15	4,183.00	4,146.32	36.68
107	ALEXANDRIA REAL ESTATE EQUIT	02/09/15	04/13/15	10,172.28	10,123.09	49.19
264	AT&T INC	09/08/14	04/13/15	8,693.94	9,240.34	546.40-
48	ORACLE CORP	07/09/14	04/13/15	2,085.86	1,948.21	137.65

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ACCOUNT: 0676-40-4/5 (cont.)

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
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09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/(LOSS)
Gain/loss period is short						
Disposal method: sale						
25	ORACLE CORP	10/21/14	04/13/15	1,086.39	958.75	127.64
70	CIGNA CORP.	12/05/14	04/13/15	9,365.82	7,324.71	2,041.11
182	FMC TECHNOLOGIES INC	12/05/14	04/13/15	7,037.59	8,666.84	1,629.25-
151	FMC TECHNOLOGIES INC	01/09/15	04/13/15	5,838.88	6,388.64	549.76-
17	HARMAN INTERNATIONAL INDS INC	10/10/14	04/13/15	2,337.71	1,571.87	765.84
78	HUMANA INC.	07/09/14	04/13/15	14,019.22	9,989.27	4,029.95
71	MARVELL TECHNOLOGY GROUP LTD	10/21/14	04/13/15	1,084.46	905.25	179.21
38	PATTERSON-UTI ENERGY INC	10/21/14	04/13/15	763.75	995.65	231.90-
600	NETAPP INC	10/20/14	04/21/15	21,617.60	23,052.00	1,434.40-
100	MEDTRONIC PLC SHS	01/27/15	04/21/15	7,711.85	7,559.00	152.85
47	ACCENTURE PLC	02/06/15	05/19/15	4,567.29	4,143.06	424.23
118	ACCENTURE PLC	02/09/15	05/19/15	11,466.81	10,357.51	1,109.30
108	AMERIPRISE FINANCIAL INC	06/05/14	05/19/15	13,911.67	12,505.81	1,405.86
9	AMERIPRISE FINANCIAL INC	10/21/14	05/19/15	1,159.31	1,047.78	111.53
104	BALL CORP.	09/08/14	05/19/15	7,631.78	6,848.97	782.81
182	CENTURYTEL INC	11/07/14	05/19/15	6,170.52	7,125.61	955.09-
107	CENTURYTEL INC	12/05/14	05/19/15	3,627.73	4,261.45	633.72-
68	CENTURYTEL INC	02/06/15	05/19/15	2,305.47	2,623.22	317.75-
23	CENTURYTEL INC	02/09/15	05/19/15	779.79	912.64	132.85-
111	OMNICOM GROUP	10/10/14	05/19/15	8,675.83	7,360.48	1,315.35
63	OMNICOM GROUP	02/06/15	05/19/15	4,924.13	4,712.28	211.85
20	OMNICOM GROUP	02/09/15	05/19/15	1,563.21	1,490.45	72.76
158	PERKINELMER INC	03/09/15	05/19/15	8,325.71	7,334.12	991.59
329	US BANCORP	03/09/15	05/19/15	14,664.94	14,756.83	91.89-
239	CA INC	11/07/14	05/19/15	7,574.32	7,144.02	430.30
224	CA INC	03/09/15	05/19/15	7,098.95	7,138.52	39.57-
7	CUMMINS INC	10/21/14	05/19/15	979.68	943.04	36.64
54	HARMAN INTERNATIONAL INDS INC	10/10/14	05/19/15	6,744.64	4,992.98	1,751.66
111	PARKER-HANNIFIN CORP.	11/07/14	05/19/15	13,484.32	14,218.14	733.82-
62	PHILLIPS 66	10/10/14	05/19/15	4,996.10	4,796.91	199.19
0.515	ALLERGAN PLC SHS	03/17/15	03/17/15	158.37	157.91	0.46
22	COCA-COLA ENTERPRISES	10/21/14	06/15/15	951.65	915.52	36.13
208	HARLEY DAVIDSON INC.	12/05/14	06/15/15	11,320.11	14,608.13	3,288.02-
272	HORMEL CO	05/19/15	06/15/15	15,234.25	15,187.15	47.10
263	MYLAN N V EURO	03/02/15	06/15/15	19,320.22	15,176.42	4,143.80

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09/01/2014 TO 08/31/2015

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is short						
Disposal method: sale						
19	NETAPP INC	10/21/14	06/15/15	635.45	744.99	109.54-
86	UNION PACIFIC CORP.	01/09/15	06/15/15	8,645.44	9,966.17	1,320.73-
86	CME GROUP INC.	01/09/15	06/15/15	8,272.53	7,655.52	617.01
173	ENTERGY CORP. NEW	12/05/14	06/15/15	12,245.64	14,294.19	2,048.55-
12	HESS CORPORATION	10/21/14	06/15/15	809.65	979.56	169.91-
92	JARDEN CORP	02/06/15	06/15/15	4,839.69	4,521.03	318.66
66	JARDEN CORP	02/09/15	06/15/15	3,471.96	3,241.27	230.69
32.485	ALLERGAN PLC SHS	03/17/15	06/15/15	9,650.93	9,960.72	309.79-
0.515	ALLERGAN PLC SHS	03/17/15	06/15/15	153.00	157.91	4.91-
100	YUM BRANDS INC	12/11/14	06/26/15	9,287.27	7,102.00	2,185.27
53.845	TWEEDY BROWNE GLOBAL VALUE FUND	12/29/14	06/30/15	1,423.66	1,409.67	13.99
196.669	TWEEDY BROWNE GLOBAL VALUE FUND	12/29/14	06/30/15	5,199.93	5,148.80	51.13
50	DOLLAR TREE INC	07/24/14	07/10/15	4,027.92	2,744.50	1,283.42
576	CITIZENS FINANCIAL GROUP INC	05/19/15	07/14/15	15,821.61	15,384.96	436.65
16	BED BATH & BEYOND INC	10/21/14	07/14/15	1,098.30	1,047.84	50.46
92	BED BATH & BEYOND INC	08/07/14	07/14/15	6,315.25	5,688.82	626.43
141	CATERPILLAR INC.	11/07/14	07/14/15	11,882.41	14,328.38	2,445.97-
469	INTEL CORP	04/13/15	07/14/15	13,822.15	14,961.24	1,139.09-
175	INTERNATIONAL PAPER CO.	06/15/15	07/14/15	8,354.79	8,873.88	519.09-
54	NVIDIA CORP	10/21/14	07/14/15	1,071.30	985.94	85.36
99	PHILLIPS 66	10/10/14	07/14/15	8,280.53	7,659.58	620.95
13	PHILLIPS 66	10/21/14	07/14/15	1,087.34	997.13	90.21
125	TWENTY FIRST CENTURY FOX INC CL A	02/06/15	07/14/15	4,222.67	4,198.75	23.92
320	TWENTY FIRST CENTURY FOX INC CL A	02/09/15	07/14/15	10,810.04	10,868.16	58.12-
137	AMERICAN ELECTRIC POWER CO. INC.	03/09/15	08/10/15	7,780.67	7,571.89	208.78
38	BIOGEN IDEC INC	06/15/15	08/10/15	11,945.32	14,776.92	2,831.60-
72	CHURCH & DWIGHT INC DEL COM	05/19/15	08/10/15	6,421.45	6,080.45	341.00
107	CHURCH & DWIGHT INC DEL COM	06/15/15	08/10/15	9,542.99	8,817.46	725.53
18	COMPUTER SCIENCES CORP.	10/21/14	08/10/15	1,177.28	1,061.28	116.00

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ACCOUNT: 0676-40-4/5 (cont.)

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is short						
Disposal method: sale						
197	CONSOLIDATED EDISON INC	04/13/15	08/10/15	12,856.75	11,989.87	866.88
175	EXXON MOBIL CORPORATION	04/13/15	08/10/15	13,721.21	15,031.78	1,310.57-
359	HILTON WORLDWIDE HOLDINGS	05/19/15	08/10/15	9,373.09	10,655.55	1,282.46-
124	KIMBERLY CLARK CORP.	01/09/15	08/10/15	14,503.06	14,407.88	95.18
20	LINCOLN NATIONAL CORP IND	10/21/14	08/10/15	1,148.31	995.80	152.51
142	RAYTHEON COMPANY	05/19/15	08/10/15	15,565.96	15,200.87	365.09
44	SOUTHWEST AIRLINES	10/21/14	08/10/15	1,665.19	1,522.23	142.96
186	WAL MART STORES INC.	04/13/15	08/10/15	13,294.53	15,025.54	1,731.01-
47	CORNING INC.	10/21/14	08/10/15	866.57	870.68	4.11-
200	WESTERN DIGITAL CORP.	04/21/15	08/10/15	17,005.68	19,940.00	2,934.32-
2,147.766	MATTHEWS PACIFIC TIGER FD	06/30/15	08/25/15	50,214.78	61,705.31	11,490.53-
- IS						

Total for disposal method: sale

1,420,306.33 1,417,120.00 3,186.33

Disposal method: tendered

57	PROTECTIVE LIFE CORP.	12/05/14	02/03/15	3,990.00	3,978.38	11.62
47	PROTECTIVE LIFE CORP.	12/05/14	02/03/15	3,290.00	3,279.56	10.44
Total for disposal method: tendered				7,280.00	7,257.94	22.06

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: corporate action						
ACTION TYPE: merger						
500	MEDTRONIC INC.	05/14/13	01/27/15	37,795.00	24,891.65	12,903.35
82	ALLERGAN INC	12/09/13	03/17/15	19,856.22	8,037.30	11,818.92
Total for disposal method: corporate action				57,651.22	32,928.95	24,722.27
Disposal method: redemption						
25,000	BERKSHIRE HATHAWAY FINANCE DTD 1/11/2005 4.85% 1/15/2015	01/15/08	01/15/15	25,000.00	25,314.75	314.75-
Total for disposal method: redemption				25,000.00	25,314.75	314.75-
Disposal method: sale						
110	EXXON MOBIL CORPORATION	07/10/91	09/08/14	10,736.52	1,340.47	9,396.05
565	FIFTH THIRD BANK	05/15/13	09/08/14	11,431.78	10,205.43	1,226.35
100	HOLLYFRONTIER CORP	05/15/13	09/08/14	4,983.51	4,842.00	141.51
151	HOLLYFRONTIER CORP	07/11/13	09/08/14	7,525.10	6,400.00	1,125.10
62	HONEYWELL INTERNATIONAL INC	07/11/13	09/08/14	5,896.73	5,125.07	771.66
9	ELI LILLY & CO.	05/15/13	09/08/14	584.12	509.22	74.90
19	ELI LILLY & CO.	06/07/13	09/08/14	1,233.15	996.47	236.68
216	WADDELL & REED FINANCIAL - A	06/07/13	09/08/14	12,215.85	10,081.67	2,134.18
298	ALTRIA GROUP INC	08/08/13	10/10/14	14,058.05	10,632.34	3,425.71
69	HOME DEPOT INC.	09/09/13	10/10/14	6,437.66	5,076.58	1,361.08
95	MEDTRONIC INC.	08/08/13	10/10/14	6,147.79	5,303.95	843.84
33.6667	CDK GLOBAL INC	06/07/13	10/10/14	873.97	865.26	8.71
400	BAXTER INTL. INC.	04/24/09	10/20/14	27,092.40	19,279.96	7,812.44
75	APPLE INC.	07/06/06	10/20/14	7,468.33	604.07	6,864.26
200	INTEL CORP	07/06/93	10/20/14	6,327.86	665.63	5,662.23
188	AVAGO TECHNOLOGIES LTD	04/20/11	10/20/14	14,654.27	6,119.40	8,534.87
1,500	UNITED STATES COMMODITY INDEX	01/06/11	10/20/14	80,385.17	96,240.00	15,854.83-
800	UNITED STATES COMMODITY INDEX	12/07/12	10/20/14	42,872.09	47,624.00	4,751.91-

36.
78114.00
4661.00
2271.17
15,854.83-
4,751.91-
1211.09

ACCOUNT: 0676-40-4/5 (cont.)

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID. XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: sale						
4,000	ISHARES MSCI ACWI EX US INDX	08/16/12	10/29/14	177,236.08	154,592.00	22,644.08
9,770.115	DUPONT CAPITAL EMG MKTS -I	08/12/11	10/29/14	81,091.96	85,000.00	3,908.04-
2,584.27	DUPONT CAPITAL EMG MKTS -I	08/14/13	10/29/14	21,449.44	23,000.00	1,550.56-
116	BORG WARNER AUTOMOTIVE	07/11/13	11/07/14	6,668.24	5,153.04	1,515.20
100	BORG WARNER AUTOMOTIVE	11/05/13	11/07/14	5,748.48	5,198.17	550.31
230	DISCOVER FINANCIAL SERVICES	05/15/13	11/07/14	15,169.32	10,821.71	4,347.61
135	NORTHROP GRUMMAN CORP	05/15/13	11/07/14	18,365.47	10,706.20	7,659.27
62	BAKER HUGHES INC.	05/15/13	12/05/14	3,521.99	2,833.75	688.24
148	BAKER HUGHES INC.	09/09/13	12/05/14	8,407.32	7,440.95	966.37
16	HOME DEPOT INC.	09/09/13	12/05/14	1,588.41	1,177.18	411.23
115	SKYWORKS SOLUTIONS INC	05/15/13	12/05/14	8,133.80	2,748.76	5,385.04
169	SOUTHWEST AIRLINES	05/15/13	12/05/14	7,060.27	2,409.21	4,651.06
63	RAYTHEON COMPANY	05/15/13	12/05/14	6,776.07	4,138.29	2,637.78
370	GREAT PLAINS ENERGY INC.	05/15/13	12/05/14	9,744.47	9,026.48	717.99
99	GREAT PLAINS ENERGY INC.	11/05/13	12/05/14	2,607.31	2,328.90	278.41
40	RAYTHEON COMPANY	05/15/13	12/05/14	4,295.28	2,627.49	1,667.79
118	KROGER CO.	07/11/13	01/09/15	7,783.29	4,470.78	3,312.51
235	OMNICARE INC	05/15/13	01/09/15	17,554.65	10,728.71	6,825.94
80	QUALCOMM CORP.	01/08/14	01/09/15	5,933.45	5,868.60	64.85
100	COLGATE PALMOLIVE CO.	03/18/05	01/23/15	6,881.84	2,605.20	4,276.64
100	MEDTRONIC INC.	05/14/13	01/23/15	7,560.83	4,978.33	2,582.50
150	INTERNATIONAL BUSINESS MACHINES CORP.	02/19/03	01/23/15	23,241.98	11,871.00	11,370.98
200	BED BATH & BEYOND INC	07/13/12	01/23/15	15,199.66	12,222.00	2,977.66
150	BED BATH & BEYOND INC	08/16/12	01/23/15	11,399.75	9,643.50	1,756.25
50	PROCTER & GAMBLE CO.	11/13/02	01/23/15	4,556.89	2,144.50	2,412.39
50	PROCTER & GAMBLE CO.	01/22/03	01/23/15	4,556.90	2,137.25	2,419.65
200	WELLS FARGO CO	08/17/12	01/23/15	10,723.76	6,818.00	3,905.76
100	ORACLE CORP	09/10/03	01/23/15	4,401.90	1,315.88	3,086.02
100	APPLE INC.	07/06/06	01/23/15	11,228.75	805.42	10,423.33
100	INTEL CORP	07/06/93	01/23/15	3,696.91	332.81	3,364.10
100	PEPSICO INC.	08/21/02	01/23/15	9,832.78	4,406.00	5,426.78
50	3M CO	05/30/03	01/23/15	8,289.31	3,101.50	5,187.81

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ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: sale						
6,821.282	GLENMEDE FUND INC - US EMERGING GROWTH	01/25/12	01/23/15	64,256.48	50,000.00	14,256.48
57.018	GLENMEDE FUND INC - US EMERGING GROWTH	12/12/13	01/23/15	537.11	559.35	22.24-
27.232	TWEEDY BROWNE GLOBAL VALUE FUND	12/27/12	02/05/15	721.10	635.06	86.04
44.834	TWEEDY BROWNE GLOBAL VALUE FUND	12/27/13	02/05/15	1,187.20	1,191.25	4.05-
267.912	TWEEDY BROWNE GLOBAL VALUE FUND	12/27/13	02/05/15	7,094.32	7,118.43	24.11-
418.172	TWEEDY BROWNE GLOBAL VALUE FUND	12/27/12	02/05/15	11,073.20	9,751.77	1,321.43
90	HALLIBURTON CO	05/15/13	02/06/15	3,904.66	3,949.20	44.54-
109	OSHKOSH TRUCK CL B	08/08/13	02/06/15	5,036.19	4,957.53	78.66
98	DOVER CORP.	05/15/13	02/06/15	7,056.73	6,216.40	840.33
26	KROGER CO.	07/11/13	02/06/15	1,861.31	985.09	876.22
23	RAYTHEON COMPANY	05/15/13	02/06/15	2,470.09	1,510.80	959.29
101	MICROSOFT CORP.	12/09/13	02/06/15	4,270.71	3,905.14	365.57
147	CHARLES SCHWAB CORP.	01/08/14	02/06/15	4,270.65	3,803.81	466.84
34	ALLERGAN INC	12/09/13	02/09/15	7,638.44	3,332.54	4,305.90
14	HALLIBURTON CO	05/15/13	02/09/15	612.63	614.32	1.69-
37	DOVER CORP.	05/15/13	02/09/15	2,668.23	2,347.01	321.22
127	KROGER CO.	07/11/13	02/09/15	9,046.84	4,811.78	4,235.06
29	RAYTHEON COMPANY	05/15/13	02/09/15	3,097.24	1,904.93	1,192.31
248	CHARLES SCHWAB CORP.	10/04/13	02/09/15	7,156.23	5,359.97	1,796.26
63	CHARLES SCHWAB CORP.	01/08/14	02/09/15	1,817.92	1,630.21	187.71
25	OSHKOSH TRUCK CL B	08/08/13	02/09/15	1,160.98	1,137.05	23.93
47	MICROSOFT CORP.	12/09/13	02/09/15	1,992.04	1,817.25	174.79
173	MICROSOFT CORP.	01/08/14	02/09/15	7,332.38	6,208.97	1,123.41
90	NATIONAL OILWELL VARCO INC	08/17/12	03/09/15	4,680.89	6,350.16	1,669.27-
50	NATIONAL OILWELL VARCO INC	06/12/12	03/09/15	2,600.50	2,985.38	384.88-
422	ACTIVISION BLIZZARD INC	05/15/13	03/09/15	9,775.03	6,291.89	3,483.14
265	ORACLE CORP	09/10/03	04/13/15	11,515.68	3,487.08	8,028.60
915	MARVELL TECHNOLOGY GROUP LTD	05/15/13	04/13/15	13,975.82	10,275.45	3,700.37

ACCOUNT: 0676-40-4/5 (cont.)

THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

09/01/2014 TO 08/31/2015

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: sale						
467	PATTERSON-UTI ENERGY INC	01/08/14	04/13/15	9,386.11	11,832.47	2,446.36-
400	EMERSON ELECTRIC CO.	12/07/12	04/21/15	23,236.57	20,292.00	2,944.57
200	COLGATE PALMOLIVE CO.	03/18/05	05/14/15	13,717.74	5,210.39	8,507.35
190	QUALCOMM CORP.	06/02/11	05/14/15	13,371.95	11,080.80	2,291.15
100	YUM BRANDS INC	09/16/05	05/14/15	9,020.83	2,511.50	6,509.33
100	PROCTER & GAMBLE CO.	01/22/03	05/14/15	8,051.85	4,274.50	3,777.35
100	TJX COS INC	05/14/09	05/14/15	6,564.87	1,344.00	5,220.87
100	WELLS FARGO CO	04/16/12	05/14/15	5,588.89	3,322.00	2,266.89
50	3M CO	05/30/03	05/14/15	8,158.34	3,101.50	5,056.84
150	C R BARD INC.	04/30/14	05/14/15	25,674.02	20,516.49	5,157.53
100	UNITED TECHNOLOGIES CORP	02/19/03	05/14/15	11,916.78	3,090.50	8,826.28
150	AVAGO TECHNOLOGIES LTD	04/20/11	05/14/15	18,764.65	4,882.50	13,882.15
80	CUMMINS INC	05/09/14	05/19/15	11,196.36	12,004.99	808.63-
80	COCA-COLA ENTERPRISES	05/15/13	06/15/15	3,460.55	3,130.70	329.85
185	COCA-COLA ENTERPRISES	11/05/13	06/15/15	8,002.53	7,655.91	346.62
250	NETAPP INC	05/15/13	06/15/15	8,361.17	9,065.50	704.33-
137	HESS CORPORATION	05/09/14	06/15/15	9,243.55	12,041.96	2,798.41-
121	WELLS FARGO CO	08/08/13	06/15/15	6,884.50	5,232.35	1,652.15
26	WELLS FARGO CO	10/04/13	06/15/15	1,479.32	1,073.02	406.30
200	YUM BRANDS INC	09/16/05	06/26/15	18,574.53	5,023.00	13,551.53
419.227	TWEEDY BROWNE GLOBAL VALUE FUND	12/27/12	06/30/15	11,084.36	9,776.38	1,307.98
3,656.82	TWEEDY BROWNE GLOBAL VALUE FUND	04/12/10	06/30/15	96,686.33	81,729.92	14,956.41
100	US BANCORP	05/14/09	07/10/15	4,347.41	1,788.00	2,559.41
50	COLGATE PALMOLIVE CO.	03/18/05	07/10/15	3,334.43	1,302.60	2,031.83
250	NATIONAL OILWELL VARCO INC	06/12/12	07/10/15	11,244.79	14,926.86	3,682.07-
50	PEPSICO INC.	08/21/02	07/10/15	4,783.41	2,203.00	2,580.41
50	OMNICOM GROUP	11/20/07	07/10/15	3,635.43	2,334.00	1,301.43
50	PROCTER & GAMBLE CO.	01/22/03	07/10/15	4,052.92	2,137.25	1,915.67
100	AMERICAN EXPRESS CO.	07/24/08	07/10/15	7,732.85	3,811.80	3,921.05
50	HOME DEPOT INC.	08/30/11	07/10/15	5,671.39	1,676.00	3,995.39
660	NVIDIA CORP	06/05/14	07/14/15	13,093.63	12,500.07	593.56

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09/01/2014 TO 08/31/2015

ACCOUNT: 0676-40-4/5 (cont.)
THE THOMAS P WATERS FDN INV ADV
TAXPAYER ID: XX-XXX6361

ADMINISTRATOR: Melanie Quackenbush
INV OFFICER: Matthew Cross
TAX OFFICER: FastTax OutSource

UNITS	SECURITY	DATE ACQUIRED	DATE DISPOSED	PROCEEDS	BASIS DISPOSED	GAIN/ (LOSS)
Gain/loss period is long						
Disposal method: sale						
220	COMPUTER SCIENCES CORP.	11/05/13	08/10/15	14,388.99	11,210.32	3,178.67
242	LINCOLN NATIONAL CORP IND	05/15/13	08/10/15	13,894.59	8,571.64	5,322.95
376	SOUTHWEST AIRLINES	05/15/13	08/10/15	14,229.83	5,360.15	8,869.68
574	CORNING INC.	07/09/14	08/10/15	10,583.16	12,706.64	2,123.48-
150	AVAGO TECHNOLOGIES LTD	04/20/11	08/10/15	19,046.15	4,882.50	14,163.65
Total for disposal method: sale				1,448,906.29	1,121,304.16	327,602.13
					1,097,215.16	351,691.13

08/01/2015 - 08/31/2015

HOLDINGS LIST

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
■ Cash										
CASH	-			1.00	2.42	1.00	2.42	-	-	0.0%
GLENMEDE FUND INC-GOVT CASH PORTFOLIO DTD 1/1/1988	84,690.00	GTGXX		1.00	84,690.00	1.00	84,690.00	-	0.08	0.0%
Cash Total					84,692.42		84,692.42	-	0.08	0.0%
■ Fixed Income										
Taxable										
GLENMEDE FUND INC-CORE FIXED INCOME PORT	49,416.02	GTCGX		11.45	565,598.63	11.15	550,988.67	(14,609.96)	12,452.84	2.3% +
Taxable Total					565,598.63		550,988.67	(14,609.96)	12,452.84	2.3%
International										
BLACKROCK STRATEGIC INCOME OPP DTD 11/1/2013	21,700.95	BSIIX		10.10	219,197.57	10.01	217,226.49	(1,971.08)	4,780.28	2.2% +
International Total					219,197.57		217,226.49	(1,971.08)	4,780.28	2.2%
Fixed Income Total					784,796.20		768,215.16	(16,581.04)	17,233.12	2.2%
■ Equity										
Large Cap										
Consumer Discretionary										
DOLLAR TREE INC	350.00	DLTR		54.89	19,211.50	76.26	26,691.00	7,479.50	-	0.0%
HOME DEPOT INC	250.00	HD		33.52	8,380.00	116.46	29,115.00	20,735.00	590.00	2.0%
OMNICOM GROUP	300.00	OMC		40.89	12,267.99	66.98	20,094.00	7,826.01	600.00	3.0%
SCRIPPS NETWORKS INTERAC	300.00	SNI		66.98	20,092.92	53.09	15,927.00	(4,165.92)	276.00	1.7%
TJX COS INC	400.00	TJX		13.44	5,376.00	70.32	28,128.00	22,752.00	336.00	1.2%



Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Consumer Staples										
CAMPBELL SOUP CO.	250.00	CPB		46.49	11,622.50	47.99	11,997.50	375.00	312.00	2.6%
COLGATE PALMOLIVE CO	250.00	CL		26.05	6,512.98	62.81	15,702.50	9,189.52	380.00	2.4%
PEPSICO INC	250.00	PEP		41.05	10,263.00	92.93	23,232.50	12,969.50	702.50	3.0% +
PROCTER & GAMBLE CO	200.00	PG		42.21	8,441.00	70.67	14,134.00	5,693.00	530.40	3.8%
WAL MART STORES INC.	300.00	WMT		75.15	22,545.00	64.73	19,419.00	(3,126.00)	588.00	3.0%
Energy										
CHEVRON CORP	250.00	CVX		16.96	4,240.62	80.99	20,247.50	16,006.88	1,070.00	5.3%
EXXON MOBIL CORPORATION	250.00	XOM		12.19	3,046.52	75.24	18,810.00	15,763.48	730.00	3.9% +
SCHLUMBERGER LTD.	300.00	SLB		55.55	16,665.21	77.37	23,211.00	6,545.79	600.00	2.6%
Financials										
AMERICAN EXPRESS CO	300.00	AXP		38.12	11,435.40	76.72	23,016.00	11,580.60	348.00	1.5%
FRANKLIN RESOURCES INC.	525.00	BEN		33.90	17,798.67	40.58	21,304.50	3,505.83	315.00	1.5%
NORTHERN TRUST CORP	150.00	NTRS		74.96	11,244.00	69.84	10,476.00	(768.00)	216.00	2.1%
PNC FINANCIAL SERVICES GROUP	300.00	PNC		92.48	27,745.00	91.12	27,336.00	(409.00)	612.00	2.2% +
T ROWE PRICE GROUP INC	250.00	TROW		79.82	19,954.00	71.88	17,970.00	(1,984.00)	520.00	2.9% +
US BANCORP	700.00	USB		17.88	12,516.00	42.35	29,645.00	17,129.00	714.00	2.4%
WELLS FARGO CO	600.00	WFC		33.22	19,932.00	53.33	31,998.00	12,066.00	900.00	2.8%
Health Care										
ABBOTT LABORATORIES	600.00	ABT		22.04	13,221.07	45.29	27,174.00	13,952.93	576.00	2.1% +
BAXALTA INC	400.00	BXLT		33.54	13,417.49	35.15	14,060.00	642.51	112.00	0.8% +
BAXTER INTL. INC.	300.00	BAX		37.43	11,227.51	38.45	11,535.00	307.49	138.00	1.2%
JOHNSON & JOHNSON	300.00	JNJ		10.89	3,266.25	93.98	28,194.00	24,927.75	900.00	3.2%
LABORATORY CORP OF AMERICA HOLDINGS	200.00	LH		98.84	19,767.00	117.81	23,562.00	3,795.00	-	0.0%
MEDTRONIC PLC SHS	400.00	MDT		75.59	30,236.00	72.29	28,916.00	(1,320.00)	608.00	2.1%

08/01/2015 - 08/31/2015

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
PATTERSON COS INC	500.00	PDCO		41.56	20,778.59	45.83	22,915.00	2,136.41	440.00	1.9% +
Industrials										
3M CO	150.00	MMM		62.03	9,304.50	142.14	21,321.00	12,016.50	615.00	2.9%
BOEING CO	200.00	BA		124.41	24,882.00	130.68	26,136.00	1,254.00	728.00	2.8%
DANAHER CORP	250.00	DHR		85.22	21,305.00	87.02	21,755.00	450.00	135.00	0.6%
PARKER-HANNIFIN CORP	200.00	PH		67.71	13,542.00	107.66	21,532.00	7,990.00	504.00	2.3%
RAYTHEON COMPANY	200.00	RTN		107.85	21,569.36	102.56	20,512.00	(1,057.36)	536.00	2.6%
UNITED TECHNOLOGIES CORP	200.00	UTX		30.91	6,181.00	91.61	18,322.00	12,141.00	512.00	2.8%
Information Technology										
APPLE INC.	350.00	AAPL		8.05	2,818.98	112.76	39,466.00	36,647.02	728.00	1.8%
CISCO SYSTEMS	1,000.00	CSCO		22.93	22,927.50	25.88	25,880.00	2,952.50	840.00	3.2%
INTEL CORP	1,000.00	INTC		3.33	3,328.12	28.54	28,540.00	25,211.88	960.00	3.4% +
MICROSOFT CORP.	600.00	MSFT		24.77	14,862.00	43.52	26,112.00	11,250.00	744.00	2.8%
ORACLE CORP	800.00	ORCL		12.81	10,247.64	37.09	29,672.00	19,424.36	480.00	1.6% +
QUALCOMM CORP	300.00	QCOM		55.40	16,620.20	56.58	16,974.00	353.80	576.00	3.4% +
Telecommunication Services										
AT&T INC	500.00	T		27.91	13,955.00	33.20	16,600.00	2,645.00	940.00	5.7%
Mutual Funds										
GLENMEDE FUND INC-LARGE CAP GROWTH PORT	4,180.60	GTLX		23.92	100,000.00	23.26	97,240.80	(2,759.20)	560.20	0.6%
Separately Managed Accounts⁽¹⁾										
Glenmede Large Cap Equity					1,324,246.84		1,398,627.52	74,380.68	28,127.12	2.0%
Large Cap Total					1,986,994.36		2,393,500.82	406,506.46	50,099.22	2.1%



08/01/2015 - 08/31/2015

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
Small Cap										
Mutual Funds										
GLENMEIDE FUND INC - ADVISOR SMALL CAP	8,565.87	GTCX		16.97	145,371.77	25.67	219,885.93	74,514.16	162.75	0.1%
VANGUARD SMALL CAP INDEX-ADM	2,117.03	VSMAX		28.68	60,709.73	54.65	115,695.63	54,985.90	1,738.08	1.5%
Small Cap Total					206,081.50		335,581.56	129,500.06	1,900.83	0.6%
International										
Mutual Funds										
DODGE & COX INTL STOCK FUND	7,061.00	DODFX		43.48	307,033.19	39.48	278,768.12	(28,265.07)	6,849.17	2.5%
GLENMEIDE FUND INC-INTERNATIONAL PORT	21,804.84	GTCIX		13.30	290,000.00	13.26	289,132.20	(867.80)	3,248.92	1.1%
MATTHEWS PACIFIC TIGER FD - IS	7,704.91	MIPIX		23.59	181,758.59	24.44	188,308.02	6,549.43	1,379.18	0.7%
TWEEDY BROWNE GLOBAL VALUE FUND	5,163.48	TBGVX		21.40	110,486.18	25.75	132,959.64	22,473.46	1,703.95	1.3%
International Total					889,277.96		889,167.98	(109.98)	13,181.22	1.5%
Equity Total					3,082,353.82		3,618,250.36	535,896.54	65,181.27	1.8%
Alternative Assets										
Real Estate										
DREYFUS GLOBAL REAL ESTATE SECURITIES FD	10,961.42	DRLIX		8.25	90,448.50	8.59	94,158.61	3,710.11	2,575.93	2.7%
Real Estate Total					90,448.50		94,158.61	3,710.11	2,575.93	2.7%
Absolute Return										
AQR RISK PARITY FUND -I	5,975.76	AQRIX		11.75	70,217.92	9.59	57,307.54	(12,910.38)	2,599.46	4.5%
AQR STYLE PREMIA ALTERNATIVE FUND	6,298.45	QSPIX		10.32	65,000.00	9.88	62,228.69	(2,771.31)	7,986.43	12.8%

Alternative Assets

Real Estate

DREYFUS GLOBAL REAL ESTATE SECURITIES FD

Real Estate Total

Absolute Return

AQR RISK PARITY FUND -I

AQR STYLE PREMIA ALTERNATIVE FUND

LESS CASH OF
\$4,525.04 =
\$3,077,828.78

LESS CASH OF
\$4,525.04 =
\$3,613,725.32

08/01/2015 - 08/31/2015

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
GLENMEDE LONG/SHORT PORTFOLIO	6,029.69	GTAPX		10.78	65,000.00	11.00	66,326.54	1,326.54	-	0.0%
PIMCO ALL ASSETS AUTH -IS	6,260.59	PAUIX		10.74	67,238.72	8.41	52,651.55	(14,587.17)	3,199.16	6.1%
Absolute Return Total					267,456.64		238,514.32	(28,942.32)	13,785.05	5.8%
Alternative Assets Total					357,905.14		332,672.93	(25,232.21)	16,360.99	4.9%
Total For 0676-40-4/5					4,309,747.58		4,803,830.87	494,083.29	98,775.45	2.1%
Accrued Income							5,060.30			
Grand Total							\$4,808,891.17			

+ Multiple lots

(1) Holdings in Separately Managed Accounts follow

54



SEPARATELY MANAGED ACCOUNT HOLDINGS

MANAGER: Glenmede Large Cap Equity

Security Name	Quantity	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
CASH									
CASH			1.00	0.04	1.00	0.04	-	-	0.0%
GLENMEDE FUND INC-GOVT CASH PORTFOLIO DTD 1/1/1988	4,525.00	GTGXX	1.00	4,525.00	1.00	4,525.00	-	-	0.0%
Cash Total				4,525.04		4,525.04	-	-	
SECURITIES									
ACTIVISION BLIZZARD INC	287.00		26.08	7,484.67	28.63	8,216.81	732.14	66.01	0.8%
AETNA INC NEW	1,62.00		90.22	14,615.35	114.52	18,552.24	3,936.89	162.00	0.9%
ALASKA AIR GROUP	150.00		47.22	7,082.29	74.86	11,229.00	4,146.71	120.00	1.1% +
AMDOCS LTD	307.00		37.89	11,631.98	57.21	17,563.47	5,931.49	208.76	1.2% +
AMERICAN ELECTRIC POWER CO. INC	130.00		55.27	7,185.01	54.29	7,057.70	(127.31)	275.60	3.9%
AMGEN	95.00		115.52	10,974.53	151.78	14,419.10	3,444.57	300.20	2.1% +
ANTHEM INC	124.00		108.67	13,475.29	141.05	17,490.20	4,014.91	310.00	1.8% +
APPLE INC.	116.00		127.59	14,800.60	112.76	13,080.16	(1,720.44)	241.28	1.8%
APPLIED MATERIALS INC	770.00		18.97	14,610.52	16.09	12,385.45	(2,225.07)	308.00	2.5%
ARROW ELECTRONICS INC	220.00		61.40	13,508.88	55.92	12,302.40	(1,206.48)	-	0.0%
AT&T INC	137.00		34.92	4,783.39	33.20	4,548.40	(234.99)	257.56	5.7% +
AUTOMATIC DATA PROCESSING INC.	172.00		64.07	11,019.98	77.32	13,299.04	2,279.06	337.12	2.5% +
AVERY DENNISON CORP	119.00		63.12	7,511.60	58.08	6,911.52	(600.08)	176.12	2.5%
BANK OF NEW YORK MELLON CORP	341.00		43.33	14,777.06	39.80	13,571.80	(1,205.26)	231.88	1.7%
BED BATH & BEYOND INC	108.00		61.58	6,650.37	62.11	6,707.88	57.51	-	0.0% +
BRIXMOR PPTY GROUP INC	594.00		25.06	14,884.34	22.82	13,555.08	(1,329.26)	534.60	3.9% +
* BROCADE COMMUNICATIONS SYS	1,336.00		10.00	13,358.39	10.65	14,228.40	870.01	240.48	1.7% +

9h

08/01/2015 - 08/31/2015

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
CAMERON INTERNATIONAL CORP	316.00	CAM		55.73	17,610.90	66.76	21,096.16	3,485.26	-	0.0% +
CAMPBELL SOUP CO	176.00	CPB		50.50	8,887.80	47.99	8,446.24	(441.56)	219.65	2.6%
CARDINAL HEALTH INC.	172.00	CAH		88.65	15,248.20	82.27	14,150.44	(1,097.76)	266.26	1.9%
CELGENE CORP	184.00	CELG		66.23	12,185.71	118.08	21,726.72	9,541.01	-	0.0% +
CHURCH & DWIGHT INC DEL COM	-	CHD		-	-	-	-	-	-	0.0%
CISCO SYSTEMS	444.00	CSCO		21.44	9,518.59	25.88	11,490.72	1,972.13	372.96	3.2% +
CME GROUP INC	77.00	CME		89.02	6,854.36	94.44	7,271.88	417.52	154.00	2.1%
COCA COLA CO.	353.00	KO		41.68	14,713.71	39.32	13,879.96	(833.75)	465.96	3.4% ^{CH}
COGNIZANT TECH SOLUTIONS CRP	314.00	CTSH		32.77	10,288.69	62.94	19,763.16	9,474.47	-	0.0% +
COMCAST CORP-CL A	247.00	CMCSA		44.07	10,885.67	56.33	13,913.51	3,027.84	247.00	1.8% +
CORRECTIONS CORP OF AMERICA	368.00	CXW		35.09	12,912.03	29.38	10,811.84	(2,100.19)	794.88	7.4% +
CVS CORP	194.00	CVS		61.75	11,979.19	102.40	19,865.60	7,886.41	271.60	1.4% +
DOLLAR GENERAL CORP	203.00	DG		74.34	15,091.95	74.49	15,121.47	29.52	178.64	1.2%
DR PEPPER SNAPPLE GROUP	250.00	DPS		50.06	12,513.75	76.73	19,182.50	6,668.75	480.00	2.5% +
EAST WEST BANCORP INC	355.00	EWBC		29.85	10,595.48	40.41	14,345.55	3,750.07	284.00	2.0% +
EBAY INC	332.00	EBAY		23.57	7,825.12	27.11	9,000.52	1,175.40	-	0.0% +
EDWARDS LIFESCIENCES CP	141.00	EW		96.11	13,551.28	140.88	19,864.08	6,312.80	-	0.0% +
EMC CORP	471.00	EMC		26.97	12,702.88	24.87	11,713.77	(989.11)	216.66	1.8% +
ENSCO PLC SHS CLASS A	642.00	ESV		29.37	18,858.54	18.11	11,626.62	(7,231.92)	385.20	3.3% +
EXELON CORPORATION	454.00	EXC		32.19	14,616.49	30.76	13,965.04	(651.45)	562.96	4.0%
EXPEDITORS INTL WASH INC	184.00	EXPD		48.77	8,973.37	48.97	9,010.48	37.11	132.48	1.5%
EXPRESS SCRIPTS HOLDING INC	178.00	ESRX		82.02	14,598.86	83.60	14,880.80	281.94	-	0.0%
FLUOR CORP (NEW)	311.00	FLR		53.91	16,765.60	45.62	14,187.82	(2,577.78)	261.24	1.8% +
FOOT LOCKER INC	268.00	FL		37.85	10,144.63	70.79	18,971.72	8,827.09	268.00	1.4% +
GENERAL DYNAMICS CORP	118.00	GD		112.49	13,274.21	142.03	16,759.54	3,485.33	325.68	1.9% +
GENTEX CORP	868.00	GNTX		16.98	14,739.68	15.50	13,454.00	(1,285.68)	295.12	2.2%
GILEAD SCIENCES INC.	159.00	GILD		77.66	12,347.34	105.07	16,706.13	4,358.79	273.48	1.6% +



Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
GOLDMAN SACHS GROUP INC	74.00	GS		190.78	14,117.77	188.60	13,956.40	(161.37)	192.40	1.4%
H & R BLOCK	243.00	HRB		30.26	7,354.15	34.02	8,266.86	912.71	194.40	2.4%
HALLIBURTON CO.	236.00	HAL		41.45	9,782.43	39.35	9,286.60	(495.83)	169.92	1.8% +
HEWLETT PACKARD CORP.	385.00	HPQ		33.54	12,912.92	28.06	10,803.10	(2,109.82)	271.04	2.5% +
HOLLYFRONTIER CORP	200.00	HFC		37.06	7,411.06	46.86	9,372.00	1,960.94	264.00	2.8%
HONEYWELL INTERNATIONAL INC	144.00	HON		95.80	13,795.72	99.27	14,294.88	499.16	298.08	2.1% +
INGREDION INC	183.00	INGR		80.57	14,743.76	86.34	15,800.22	1,056.46	307.44	1.9%
INTERPUBLIC GROUP COS	705.00	IPG		21.39	15,080.51	18.88	13,310.40	(1,770.11)	338.40	2.5%
INVESCO LTD	358.00	IVZ		39.60	14,178.49	34.11	12,211.38	(1,967.11)	386.64	3.2% +
JACOBS ENGINEERING GROUP INC	341.00	JEC		44.35	15,124.14	40.41	13,779.81	(1,344.33)	-	0.0%
JARDEN CORP	140.00	JAH		49.11	6,875.41	51.34	7,187.60	312.19	-	0.0% ^{DO}
JOHNSON & JOHNSON	149.00	JNJ		99.64	14,846.12	93.98	14,003.02	(843.10)	447.00	3.2%
JPMORGAN CHASE & CO	218.00	JPM		68.01	14,825.87	64.10	13,973.80	(852.07)	383.68	2.7%
JUNIPER NETWORKS INC	569.00	JNPR		26.54	15,101.47	25.71	14,628.99	(472.48)	227.60	1.6% +
KROGER CO	416.00	KR		35.95	14,953.22	34.50	14,352.00	(601.22)	174.72	1.2%
LEAR CORP	152.00	LEA		92.21	14,016.17	102.79	15,624.08	1,607.91	152.00	1.0%
LIBERTY INTERACTIVE CORPORATION	392.00	QVCA		30.51	11,960.59	27.04	10,599.68	(1,360.91)	-	0.0%
LOWES COS INC	200.00	LOW		74.02	14,803.78	69.17	13,834.00	(969.78)	224.00	1.6%
LYONDELLBASELL INDUSTRIES NV	141.00	LYB		98.00	13,818.54	85.38	12,038.58	(1,779.96)	439.92	3.7% +
MACY'S INC	229.00	M		54.14	12,398.39	58.61	13,421.69	1,023.30	329.76	2.5% +
MARATHON PETROLEUM CORP	298.00	MPC		50.72	15,114.50	47.31	14,098.38	(1,016.12)	381.44	2.7%
MARVELL TECHNOLOGY GROUP LTD	1,178.00	MRVL		12.69	14,942.93	11.27	13,276.06	(1,666.87)	282.72	2.1%
MICROSOFT CORP	316.00	MSFT		47.39	14,976.31	43.52	13,752.32	(1,223.99)	391.84	2.8%
NABORS INDUSTRIES LTD	570.00	NBR		22.68	12,927.91	11.54	6,577.80	(6,350.11)	136.80	2.1% +
NASDAQ STOCK MARKET INC	302.00	NDAQ		49.13	14,838.71	51.19	15,459.38	620.67	302.00	2.0%
NATIONAL OILWELL VARCO INC	371.00	NOV		40.83	15,146.19	42.33	15,704.43	558.24	682.64	4.3%
NEW YORK COMMUNITY BANCORP	653.00	NYCB		16.18	10,565.56	17.66	11,531.98	966.42	653.00	5.7% +

08/01/2015 - 08/31/2015

Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
NIKE INC CL B	66.00	NKE		112.40	7,418.59	111.75	7,375.50	(43.09)	73.92	1.0%
PACCAR INC	235.00	PCAR		62.88	14,776.71	58.97	13,857.95	(918.76)	225.60	1.6% +
PAYCHEX INC	302.00	PAYX		50.22	15,165.05	44.66	13,487.32	(1,677.73)	507.36	3.8%
PAYPAL HOLDINGS INC	332.00	PYPL		32.43	10,767.24	35.00	11,620.00	852.76	-	0.0% +
PFIZER INC.	446.00	PFE		30.21	13,475.23	32.22	14,370.12	894.89	499.52	3.5% +
PNC FINANCIAL SERVICES GROUP	151.00	PNC		99.72	15,058.10	91.12	13,759.12	(1,298.98)	308.04	2.2%
POLYONE CORPORATION	349.00	POL		38.26	13,353.44	32.47	11,332.03	(2,021.41)	139.60	1.2% +
PRINCIPAL FINANCIAL GROUP	285.00	PFG		52.22	14,881.70	50.35	14,349.75	(531.95)	433.20	3.0%
PROGRESSIVE CORP OHIO	559.00	PGR		26.38	14,748.17	29.96	16,747.64	1,999.47	383.47	2.3% +
PUBLIC SERVICE ENTERPRISE GROUP INC	301.00	PEG		38.75	11,663.67	40.25	12,115.25	451.58	469.56	3.9% + ^{6h}
REYNOLDS AMERICAN INC	239.00	RAI		57.96	13,853.30	83.75	20,016.25	6,162.95	688.32	3.4% +
ROBERT HALF INTL INC	246.00	RHI		59.43	14,618.82	51.03	12,553.38	(2,065.44)	196.80	1.6% +
SCRIPPS NETWORKS INTERAC	224.00	SNI		66.19	14,825.89	53.09	11,892.16	(2,933.73)	206.08	1.7%
SEAGATE TECHNOLOGY	121.00	STX		60.18	7,282.07	51.40	6,219.40	(1,062.67)	261.36	4.2% +
SKYWORKS SOLUTIONS INC	249.00	SWKS		29.50	7,344.52	87.35	21,750.15	14,405.63	258.96	1.2% +
SUNTRUST BANKS INC.	327.00	STI		31.60	10,331.85	40.37	13,200.99	2,869.14	313.92	2.4% +
SYMANTEC CORP	607.00	SYMC		24.48	14,860.62	20.49	12,437.43	(2,423.19)	364.20	2.9% +
SYNOPSIS INC	314.00	SNPS		47.95	15,056.05	46.93	14,736.02	(320.03)	-	0.0%
THE TRAVELERS COMPANIES INC	139.00	TRV		106.59	14,815.32	99.55	13,837.45	(977.87)	339.16	2.5%
THERMO FISHER SCIENTIFIC INC	108.00	TMO		136.70	14,763.99	125.37	13,539.96	(1,224.03)	64.80	0.5%
TIME WARNER INC	181.00	TWX		60.70	10,986.59	71.10	12,869.10	1,882.51	253.40	2.0% +
TRINITY INDUSTRIES INC	335.00	TRN		38.85	13,014.57	26.99	9,041.65	(3,972.92)	147.40	1.6% +
TYSON FOODS INC. CLASS A	325.00	TSN		40.82	13,266.86	42.28	13,741.00	474.14	130.00	0.9% +
UGI CORP	419.00	UGI		36.00	15,085.97	34.08	14,279.52	(806.45)	381.29	2.7%
UNITED THERAPEUTICS CORP	139.00	UTHR		71.58	9,949.79	150.62	20,936.18	10,986.39	-	0.0% +
VALERO ENERGY CORP	270.00	VLO		40.26	10,871.53	59.34	16,021.80	5,150.27	432.00	2.7% +
VALSPAR CORP	176.00	VAL		84.99	14,957.92	73.30	12,900.80	(2,057.12)	211.20	1.6%



Security Name	Quantity	Symbol	Bond Rating	Unit Cost	Total Cost	Market Price	Market Value	Unrealized Gain/Loss	Estimated Annual Income	Current Yield
VERIZON COMMUNICATIONS	263.00	VZ		46.92	12,340.82	46.01	12,100.63	(240.19)	578.60	4.8% +
VIACOM INC-CLASS B	230.00	VIAB		65.40	15,041.98	40.77	9,377.10	(5,664.88)	368.00	3.9%
WABTEC	75.00	WAB		98.66	7,399.13	95.76	7,182.00	(217.13)	24.00	0.3%
WAL MART STORES INC.	-	WMT		-	-	-	-	-	-	0.0%
WALT DISNEY CO	63.00	DIS		117.90	7,427.89	101.88	6,418.44	(1,009.45)	83.16	1.3%
WEINGARTEN REALTY	421.00	WRI		29.56	12,446.44	31.64	13,320.44	874.00	580.98	4.4% +
WELLS FARGO CO	130.00	WFC		42.76	5,558.72	53.33	6,932.90	1,374.18	195.00	2.8% +
WESTERN UNION COMPANY	807.00	WU		17.94	14,476.37	18.44	14,881.08	404.71	500.34	3.4%
WESTROCK CO	247.00	WRK		58.83	14,531.51	59.35	14,659.45	127.94	370.50	2.5% +
WYNDHAM WORLDWIDE CORP	167.00	WYN		63.80	10,654.48	76.48	12,772.16	2,117.68	280.56	2.2% +
Securities Total					1,319,721.80		1,394,102.48	74,380.68	28,127.12	
Glenmede Large Cap Equity Total					\$1,324,244.84		\$1,398,627.52	\$74,380.68	\$28,127.12	

+ Multiple lots

211