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**Return of Private Foundation**

**2014**

Department of the Treasury  
Internal Revenue Service

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

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

Open to Public Inspection

For calendar year 2014 or tax year beginning 12/1/2014, and ending 11/30/2015

Name of foundation  
**THE SYLVAN C COLEMAN FOUNDATION**

Number and street (or P O box number if mail is not delivered to street address) Room/suite  
**BNY Mellon, N.A. - P O Box 185**

City or town State ZIP code  
**Pittsburgh PA 15230-0185**

Foreign country name Foreign province/state/county Foreign postal code

**A Employer identification number**  
13-6091160

**B Telephone number (see instructions)**  
(212) 922-6636

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

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

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

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

**G** Check all that apply:  Initial return  Initial return of a former public charity  
 Final return  Amended return  
 Address change  Name change

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

**I** Fair market value of all assets at end of year (from Part II, col (c), line 16) **\$ 3,621,716**

**J** Accounting method  Cash  Accrual  
 Other (specify) \_\_\_\_\_

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	80,276	76,147		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	42,299			
	b Gross sales price for all assets on line 6a 294,694				
	7 Capital gain net income (from Part IV, line 2)		42,299		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less. Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	122,575	118,446	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc.				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule)	325			325
	c Other professional fees (attach schedule)	19,855	15,472		3,971
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	4,171	1,916		
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	1,771	22		1,749
	24 Total operating and administrative expenses. Add lines 13 through 23	26,122	17,410	0	6,045
	25 Contributions, gifts, grants paid	179,000			179,000
26 Total expenses and disbursements. Add lines 24 and 25	205,122	17,410	0	185,045	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-82,547				
b Net investment income (if negative, enter -0-)		101,036			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

SCANNED APR 29 2016

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing . . . . .			
	2	Savings and temporary cash investments . . . . .	25,467	33,475	33,475
	3	Accounts receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	4	Pledges receivable ▶ . . . . .			
		Less: allowance for doubtful accounts ▶ . . . . .			
	5	Grants receivable . . . . .			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ . . . . .			
		Less allowance for doubtful accounts ▶ . . . . .			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule) . . . . .			
	c	Investments—corporate bonds (attach schedule) . . . . .			
	11	Investments—land, buildings, and equipment basis ▶ . . . . .			
	Less accumulated depreciation (attach schedule) ▶ . . . . .				
12	Investments—mortgage loans . . . . .				
13	Investments—other (attach schedule) . . . . .	2,812,287	2,728,975	3,588,241	
14	Land, buildings, and equipment basis ▶ . . . . .				
	Less accumulated depreciation (attach schedule) ▶ . . . . .				
15	Other assets (describe ▶ . . . . . )				
16	<b>Total assets</b> (to be completed by all filers—see the instructions. Also, see page 1, item I) . . . . .	2,837,754	2,762,450	3,621,716	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ . . . . . )			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .	0	0		
Net Assets or Fund Balances	<b>Foundations that follow SFAS 117, check here</b> . . . . . <input type="checkbox"/>				
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>				
	24	Unrestricted . . . . .			
	25	Temporarily restricted . . . . .			
	26	Permanently restricted . . . . .			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>				
	<b>and complete lines 27 through 31.</b>				
27	Capital stock, trust principal, or current funds . . . . .	2,837,754	2,762,450		
28	Paid-in or capital surplus, or land, bldg., and equipment fund				
29	Retained earnings, accumulated income, endowment, or other funds				
30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	2,837,754	2,762,450		
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	2,837,754	2,762,450		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return) . . . . .	1	2,837,754
2	Enter amount from Part I, line 27a . . . . .	2	-82,547
3	Other increases not included in line 2 (itemize) ▶ REALLOCATION OF GRANTS PAID . . . . .	3	8,000
4	Add lines 1, 2, and 3 . . . . .	4	2,763,207
5	Decreases not included in line 2 (itemize) ▶ RETURN OF CAPITAL ADJUSTMENT CUSIP G2918310 . . . . .	5	757
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5)—Part II, column (b), line 30 . . . . .	6	2,762,450

**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	See Attached Statement			
b	See Attached Statement			
c	See Attached Statement			
d	See Attached Statement			
e	See Attached Statement			
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a			0	
b			0	
c			0	
d			0	
e			0	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a			0	
b			0	
c			0	
d			0	
e			0	
2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }		2	42,299
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	13,801

**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	185,710	3,807,658	0.048773
2012	160,409	3,463,939	0.046308
2011	139,531	3,203,860	0.043551
2010	146,946	3,269,023	0.044951
2009	135,376	3,119,421	0.043398
2	Total of line 1, column (d)		2 0.226981
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years		3 0.045396
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5		4 3,758,077
5	Multiply line 4 by line 3		5 170,602
6	Enter 1% of net investment income (1% of Part I, line 27b)		6 1,010
7	Add lines 5 and 6		7 171,612
8	Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions		8 185,045

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

<b>1a</b>	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter _____ (attach copy of letter if necessary—see instructions)			
<b>b</b>	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b . . . . .	<b>1</b>	1,010	
<b>c</b>	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)			
<b>2</b>	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>2</b>	0	
<b>3</b>	Add lines 1 and 2 . . . . .	<b>3</b>	1,010	
<b>4</b>	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	<b>4</b>		
<b>5</b>	<b>Tax based on investment income.</b> Subtract line 4 from line 3. If zero or less, enter -0-	<b>5</b>	1,010	
<b>6</b>	Credits/Payments			
<b>a</b>	2014 estimated tax payments and 2013 overpayment credited to 2014	<b>6a</b>	2,989	
<b>b</b>	Exempt foreign organizations—tax withheld at source . . . . .	<b>6b</b>		
<b>c</b>	Tax paid with application for extension of time to file (Form 8868) . . . . .	<b>6c</b>		
<b>d</b>	Backup withholding erroneously withheld . . . . .	<b>6d</b>		
<b>7</b>	Total credits and payments. Add lines 6a through 6d . . . . .	<b>7</b>	2,989	
<b>8</b>	Enter any <b>penalty</b> for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	<b>8</b>		
<b>9</b>	<b>Tax due.</b> If the total of lines 5 and 8 is more than line 7, enter <b>amount owed</b> . . . . .	<b>9</b>	0	
<b>10</b>	<b>Overpayment.</b> If line 7 is more than the total of lines 5 and 8, enter the <b>amount overpaid</b> . . . . .	<b>10</b>	1,979	
<b>11</b>	Enter the amount of line 10 to be <b>Credited to 2015 estimated tax</b> <input type="checkbox"/> 1,010 <b>Refunded</b> <input type="checkbox"/>	<b>11</b>	969	

**Part VII-A Statements Regarding Activities**

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

**Part VII-A Statements Regarding Activities (continued)**

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . .	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . .	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? . . . . . Website address ▶ _____	13	X	
14	The books are in care of ▶ <u>BNY Mellon, N.A.</u> Telephone no ▶ <u>(212) 922-6636</u> Located at ▶ <u>P O Box 185 Pittsburgh PA</u> ZIP+4 ▶ <u>15230-0185</u>			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of <b>Form 1041</b> —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? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No		
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
	(6) Agree to pay money or property to a government official? ( <b>Exception.</b> Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did <b>any</b> of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here . . . . . ▶ <input type="checkbox"/>	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014? . . . . .	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20____, 20____, 20____, 20____		
b	Are there any years listed in 2a for which the foundation is <b>not</b> applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions.) . . . . .	2b	N/A
c	If the provisions of section 4942(a)(2) are being applied to <b>any</b> of the years listed in 2a, list the years here ▶ 20____, 20____, 20____, 20____		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? . . . . . <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2014 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969, (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? ( <i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.</i> ) . . . . .	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes? . . . . .	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014? . . . . .	4b	X

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

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

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

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

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

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

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

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

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

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? **6b**

If "Yes" to 6b, file Form 8870

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

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **7b** N/A

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

**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
CLARENCE COLEMAN 2557 MERCED STREET SAN LEANDRO, CA 94577	TRUSTEE 1-10	NONE	NONE	NONE
JOAN F. COLEMAN 5330 FERNHOFF ROAD OAKLAND, CA 94619	TRUSTEE 1-10	NONE	NONE	NONE

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

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

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

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

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

Total number of others receiving over \$50,000 for professional services . . . . . ▶ NONE

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
3 All other program-related investments. See instructions	
<b>Total. Add lines 1 through 3</b> . . . . . ▶	<b>0</b>

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	3,720,043
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	95,264
<b>c</b>	Fair market value of all other assets (see instructions) . . . . .	<b>1c</b>	
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	3,815,307
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	3,815,307
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2 % of line 3 (for greater amount, see instructions) . . . . .	<b>4</b>	57,230
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	<b>5</b>	3,758,077
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	187,904

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here  and do not complete this part.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	187,904
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5 . . . . .	<b>2a</b>	1,010
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	1,010
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	186,894
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	8,000
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	194,894
<b>6</b>	Deduction from distributable amount (see instructions) . . . . .	<b>6</b>	
<b>7</b>	<b>Distributable amount as adjusted</b> Subtract line 6 from line 5 Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	194,894

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

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26 . . . . .	<b>1a</b>	185,045
<b>b</b>	Program-related investments—total from Part IX-B . . . . .	<b>1b</b>	NONE
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	<b>4</b>	185,045
<b>5</b>	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions) . . . . .	<b>5</b>	1,010
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	184,035

**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
<b>1</b> Distributable amount for 2014 from Part XI, line 7 . . . . .				194,894
<b>2</b> Undistributed income, if any, as of the end of 2014				
<b>a</b> Enter amount for 2013 only . . . . .			174,606	
<b>b</b> Total for prior years. 20____, 20____, 20____				
<b>3</b> Excess distributions carryover, if any, to 2014:				
<b>a</b> From 2009 . . . . .				
<b>b</b> From 2010 . . . . .				
<b>c</b> From 2011 . . . . .				
<b>d</b> From 2012 . . . . .				
<b>e</b> From 2013 . . . . .				
<b>f</b> Total of lines 3a through e . . . . .	0			
<b>4</b> Qualifying distributions for 2014 from Part XII, line 4: ▶ \$ 185,045				
<b>a</b> Applied to 2013, but not more than line 2a			174,606	
<b>b</b> Applied to undistributed income of prior years (Election required—see instructions) . . . . .				
<b>c</b> Treated as distributions out of corpus (Election required—see instructions) . . . . .				
<b>d</b> Applied to 2014 distributable amount . . . . .				10,439
<b>e</b> Remaining amount distributed out of corpus . . . . .				
<b>5</b> Excess distributions carryover applied to 2014. (If an amount appears in column (d), the same amount must be shown in column (a) )				
<b>6</b> Enter the net total of each column as indicated below:				
<b>a</b> Corpus. Add lines 3f, 4c, and 4e. Subtract line 5	0			
<b>b</b> Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		0		
<b>c</b> 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 . . . . .				
<b>d</b> Subtract line 6c from line 6b. Taxable amount—see instructions . . . . .				
<b>e</b> Undistributed income for 2013. Subtract line 4a from line 2a. Taxable amount—see instructions . . . . .			0	
<b>f</b> Undistributed income for 2014. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2015 . . . . .				184,455
<b>7</b> 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) . . . . .				
<b>8</b> Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . . . .				
<b>9</b> Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .				
<b>10</b> Analysis of line 9:				
<b>a</b> Excess from 2010 . . . . .				
<b>b</b> Excess from 2011 . . . . .				
<b>c</b> Excess from 2012 . . . . .				
<b>d</b> Excess from 2013 . . . . .				
<b>e</b> Excess from 2014 . . . . .				

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

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

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

	Tax year				(e) Total
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	
<b>2a</b> Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed . . . . .					0
<b>b</b> 85% of line 2a . . . . .					0
<b>c</b> Qualifying distributions from Part XII, line 4 for each year listed . . . . .					0
<b>d</b> Amounts included in line 2c not used directly for active conduct of exempt activities . . . . .					0
<b>e</b> Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c . . . . .					0
<b>3</b> Complete 3a, b, or c for the alternative test relied upon:					
<b>a</b> "Assets" alternative test—enter:					
<b>(1)</b> Value of all assets . . . . .					0
<b>(2)</b> Value of assets qualifying under section 4942(j)(3)(B)(i) . . . . .					0
<b>b</b> "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed . . . . .					0
<b>c</b> "Support" alternative test—enter:					
<b>(1)</b> Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties) . . . . .					0
<b>(2)</b> Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii) . . . . .					0
<b>(3)</b> Largest amount of support from an exempt organization . . . . .					0
<b>(4)</b> Gross investment income . . . . .					0

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

**1 Information Regarding Foundation Managers:**

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

NONE

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

NONE

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

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

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

NOT APPLICABLE

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

NOT APPLICABLE

**c** Any submission deadlines

NOT APPLICABLE

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

NOT APPLICABLE

**Part XV** Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
<p><b>a</b> Paid during the year See Attached Statement</p>				
<p><b>Total</b> . . . . .</p>			▶ <b>3a</b>	179,000
<p><b>b</b> Approved for future payment NONE</p>				
<p><b>Total</b> . . . . .</p>			▶ <b>3b</b>	0





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

Recipient(s) paid during the year

**Name**

ACCESS / WOMEN'S HEALTH JUSTICE

**Street**

PO BOX 3609

**City**

OAKLAND

**State**

CA

**Zip Code**

94609

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

6,000

**Name**

ACLU

**Street**

125 BROAD STREET, 18TH FLOOR

**City**

NEW YORK

**State**

NY

**Zip Code**

10004

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

3,500

**Name**

ALAMEDA COUNTY FOOD BANK

**Street**

7900 EDGEWATER DRIVE

**City**

OAKLAND

**State**

CA

**Zip Code**

94621

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

7,000

**Name**

MILLS COLLEGE

**Street**

5000 MACARTHUR BLVD

**City**

OAKLAND

**State**

CA

**Zip Code**

94613

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

15,000

**Name**

ALAMEDA POINT COLLABORATIVE

**Street**

351 CORPUS CHRISTI ROAD

**City**

ALAMEDA

**State**

CA

**Zip Code**

94501

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

6,000

**Name**

ALAN GUTTMACHER INSTITUTE

**Street**

125 MAIDEN LANE

**City**

NEW YORK

**State**

NY

**Zip Code**

10038

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

3,000

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

Recipient(s) paid during the year

**Name**

ALIVE! FOUNDATION

**Street**

338 COUNTY LINE ROAD

**City**

SKANEATELES

**State**

NY

**Zip Code**

13152

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

5,000

**Name**

AMERICAN JEWISH WORLD SERVICE

**Street**

45 WEST 36 STREET

**City**

NEW YORK

**State**

NY

**Zip Code**

10018

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

4,000

**Name**

ANN MARTIN'S CHILDREN'S CENTER

**Street**

1375 55TH STREET

**City**

EMERYVILLE

**State**

CA

**Zip Code**

94608

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

10,000

**Name**

BREAST CANCER ACTION

**Street**

55 NEW MONTGOMERY ST, SUITE 232

**City**

SAN FRANCISCO

**State**

CA

**Zip Code**

94105

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

8,000

**Name**

BUILDING FUTURES WITH WOMEN

**Street**

1395 BANCROFT AVENUE

**City**

SAN LEANDRO

**State**

CA

**Zip Code**

94577

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

8,000

**Name**

CENTER FOR REPRODUCTIVE RIGHTS

**Street**

120 WALL STREET

**City**

NEW YORK

**State**

NY

**Zip Code**

10005

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

8,000

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

Recipient(s) paid during the year

**Name**

CHARLOTTE MAXWELL COMPLIMENTARY CLINIC

**Street**

610 16TH STREET #426

**City**

OAKLAND

**State**

CA

**Zip Code**

94612

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

5,000

**Name**

CONNECTICUT CHILDREN'S MEDICAL CENTER

**Street**

282 WASHINGTON STREET

**City**

HARTFORD

**State**

CT

**Zip Code**

06106

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

4,000

**Name**

DANCE PLACE (DC WHEELS PRODUCTIONS)

**Street**

3225 8TH STREET NE

**City**

WASHINGTON

**State**

DC

**Zip Code**

20017

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

4,500

**Name**

DOCTORS WITHOUT BORDERS

**Street**

333 7TH AVENUE, 2ND FLOOR

**City**

NEW YORK

**State**

NY

**Zip Code**

10001

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

6,000

**Name**

FRESH PLACE FOOD PANTRY AT CHRYSALLIS CENTER

**Street**

993 FARMINGTON AVE, SUITE 208

**City**

WEST HARTFORD

**State**

CT

**Zip Code**

06107

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

2,000

**Name**

PLANNED PARENTHOOD - FALLS CHURCH

**Street**

303 S MAPLE AVE

**City**

FALLS CHURCH

**State**

VA

**Zip Code**

22046-4263

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

10,000

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

Recipient(s) paid during the year

**Name**

SAVE SF BAY ASSOCIATION

**Street**

1330 BROADWAY

**City**

OAKLAND

**State**

CA

**Zip Code**

94612

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

500

**Name**

NORTH COAST OPPORTUNITIES, INC

**Street**

413 N STATE ST

**City**

UKIAH

**State**

CA

**Zip Code**

95482

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

5,000

**Name**

NARAL - PRO CHOICE AMERICA FOUNDATION

**Street**

1156 15TH ST NW, STE 700

**City**

WASHINGTON

**State**

DC

**Zip Code**

20005

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

6,000

**Name**

NATIONAL DANCE EDUCATION ORGANIZATION

**Street**

8609 SECOND AVENUE, SUITE 203-B

**City**

SILVER SPRING

**State**

MD

**Zip Code**

20910

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

3,000

**Name**

NATIONAL WOMEN'S HEALTH NETWORK

**Street**

1413 K STREET NW, 4TH FLOOR

**City**

WASHINGTON

**State**

DC

**Zip Code**

20005

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

7,000

**Name**

MAR MONTE PLANNED PARENTHOOD

**Street**

201 29TH STREET #B

**City**

SACRAMENTO

**State**

CA

**Zip Code**

95816

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

11,000

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

Recipient(s) paid during the year

**Name**

PROJECT HOPE

**Street**

469 VANDERBILT AVE

**City**

BROOKLYN

**State**

NY

**Zip Code**

11238

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

6,000

**Name**

A SAFE PLACE

**Street**

529 6TH AVE SE

**City**

CEDAR RAPIDS

**State**

IA

**Zip Code**

52401

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

5,000

**Name**

SECOND HARVEST

**Street**

6 EAST 32 STREET, 5TH FLOOR

**City**

NEW YORK

**State**

NY

**Zip Code**

10016

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

5,000

**Name**

U CONN NEAG CANCER CENTER

**Street**

263 FARMINGTON AVE, #2874

**City**

FARMINGTON

**State**

CT

**Zip Code**

06030

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

5,000

**Name**

WBGO RADIO STATION

**Street**

54 PARK PLACE

**City**

NEWARK

**State**

NJ

**Zip Code**

07102

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

500

**Name**

WOMEN'S CANCER RESOURCE CENTER

**Street**

5741 TELEGRAPH AVE

**City**

OAKLAND

**State**

CA

**Zip Code**

94609

**Foreign Country****Relationship**

NONE

**Foundation Status**

PC

**Purpose of grant/contribution**

GENERAL OPERATING PURPOSES

**Amount**

10,000



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

		325	0	0	325
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
<b>1</b>	TAX PREPARATION FEES	325			325

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

		19,855	15,472	0	3,971
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes (Cash Basis Only)
1	BNY MELLON, N.A FEES	38,164	15,472		3,971
2	BNY MELLON, N.A. - FEE REIMBURSEMENT	-18,309			

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

		4,171	1,916	0	0
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	FOREIGN TAXES WITHHELD	1,916	1,916		
2	ESTIMATED EXCISE PAYMENTS	2,255			

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

		1,771	22	0	1,749
Description		Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
1	INVESTMENT EXPENSES	22	22		
2	NEW YORK STATE FILING FEE	250			250
3	TRAVEL EXPENSES	1,499			1,499

Part II, Line 13 (990-PF) - Investments - Other

		2,812,287	2,728,975	3,588,241
		Book Value	Book Value	FMV
		End of Year	End of Year	End of Year
		0	0	0
1	Asset Description	Book Value	Book Value	FMV
	Basis of Valuation	End of Year	End of Year	End of Year
2	ALLERGAN PLC	0	33,305	49,909
3	AON CORP	0	13,733	26,527
4	EATON CORP PLC	0	18,941	22,450
5	INGERSOLL-RAND PLC	0	19,019	30,508
6	INVECO LTD	0	22,994	32,342
7	NABORS INDUSTRIES LTD	0	28,744	11,930
8	SEAGATE TECHNOLOGY	0	21,459	13,298
9	TE CONNECTIVITY LTD	0	21,370	24,152
10	AVAGO TECHNOLOGIES LTD	0	24,488	70,443
11	AT&T INC	0	7,763	8,754
12	ABBOTT LABORATORIES	0	16,287	19,316
13	ADOBE SYSTEMS INC	0	18,574	39,328
14	ALEXION PHARMACEUTICALS INC	0	8,939	10,171
15	ALPHABET INC-CL C	0	7,828	14,852
16	ALPHABET INC/CA-CL A	0	10,974	21,360
17	AMAZON COM INC	0	17,246	58,502
18	AMGEN INC	0	10,398	14,338
19	ANHEUSER BUSCH INBEV SPN	0	19,556	23,251
20	APPLE INC	0	33,331	104,341
21	BNY MELLON INCOME STOCK-M	0	63,700	97,841
22	BNY MELLON MUNI OPPORT-M	0	100,700	97,154
23	BNY MELLON M/C MULTI-STRATEG	0	185,000	283,155
24	BNY MELLON INTERNAT APPREC-M	0	77,033	68,329
25	BNY MELLON S/C MULTI-STRATEG	0	75,000	100,777
26	BNY MELLON INTERMEDIATE BD-M	0	250,000	251,402
27	BNY MELLON EMERGING MKTS-M	0	138,472	126,894
28	BIOPEN INC	0	15,380	14,343
29	BRISTOL-MYERS SQUIBB CO	0	18,850	26,804
30	CABOT OIL & GAS CORP CL A	0	26,457	13,934
31	CAPITAL ONE FINANCIAL CORP	0	23,788	31,404
32	CATERPILLAR INC	0	13,122	15,257
33	CELANESE CORP -SER A	0	14,950	25,470
34	CENTERPOINT ENERGY INC	0	16,795	14,577
35	CHEVRON CORPORATION	0	31,092	27,487
36	COMCAST CORP CL A	0	24,005	39,559
37	CORNING INC	0	9,005	8,990
38	COSTCO WHSL CORP NEW	0	17,667	36,320
39	WALT DISNEY CO/THE	0	6,721	35,176
40	DOVER CORP	0	18,961	22,406
41	DREYFUS FLOATING RATE INC-Y	0	50,000	47,077
42	DREYFUS HIGH YIELD-I	0	74,843	61,019
43	DREYFUS GLOBAL REAL ES SEC-Y	0	30,000	37,448
44	DREYFUS INTL SMALL CAP-Y	0	150,000	141,774
45	DREYFUS DIVERSIFIED EM MK-Y	0	50,000	47,346
46	DREYFUS/NEWTON INTERN EQTY-Y	0	50,000	64,987

**Part II, Line 13 (990-PF) - Investments - Other**

	Asset Description	Basis of Valuation	Book Value Beg. of Year	Book Value End of Year	2,812,287	2,728,975	3,588,241
47	EXXON MOBIL CORP		0	16,440			17,964
48	FACEBOOK INC-A		0	21,161			45,866
49	F N F GROUP		0	18,245			26,171
50	F N F V GROUP		0	2,454			2,719
51	FREPORT-MCMORAN INC		0	10,398			3,157
52	GENERAL ELECTRIC CO		0	9,390			32,635
53	GILEAD SCIENCES INC		0	5,291			27,550
54	H C A HOLDINGS INC		0	5,783			7,487
55	HALLIBURTON CO		0	12,416			13,948
56	HARLEY DAVIDSON INC		0	21,128			17,611
57	HOME DEPOT INC		0	9,001			34,809
58	HONEYWELL INTL INC		0	9,427			34,304
59	INTERCONTINENTAL EXCHANGE IN		0	20,313			40,275
60	J ALEXANDER'S HOLDINGS		0	398			436
61	JP MORGAN CHASE & CO		0	19,373			32,673
62	JOHNSON & JOHNSON		0	22,562			23,285
63	JOHNSON CONTROLS INC		0	13,581			20,700
64	LAS VEGAS SANDS CORP		0	12,544			12,777
65	MERCK & CO INC		0	24,533			24,915
66	METLIFE INC		0	17,059			25,545
67	MICRON TECHNOLOGY INC		0	31,071			21,506
68	MONDELEZ INTERNATIONAL		0	13,203			27,942
69	MONSTER BEVERAGE CORP		0	21,443			47,929
70	NATIONAL OILWELL VARCO INC.		0	20,896			12,322
71	NOW INC/DE		0	2,257			1,507
72	NUCOR CORP		0	16,557			15,751
73	OCWEN FINANCIAL CORP		0	23,513			3,850
74	PNC FINANCIAL SERVICES GROUP		0	15,320			25,788
75	P V H CORP		0	24,772			18,532
76	PEPSICO INC		0	31,397			44,070
77	PFIZER INC		0	11,980			27,854
78	PHILIP MORRIS INTERNAT		0	13,612			19,226
79	PROCTER & GAMBLE CO		0	11,782			27,691
80	SALESFORCE COM INC		0	14,068			32,832
81	SCHLUMBERGER LTD		0	14,246			16,124
82	SEMPRA ENERGY		0	9,883			18,854
83	SERVICENOW INC		0	20,254			39,154
84	SHIRE PLC		0	9,817			23,961
85	SOUTHWESTERN ENERGY CO		0	20,380			5,226
86	STATE STREET CORP		0	20,749			36,290
87	DREYFUS SELECT MGER S/C GR-Y		0	26,391			37,126
88	DREYFUS INTERNATIONAL STOCK-		0	50,000			59,058
89	DREYFUS SELECT MGER S/C VL-Y		0	30,000			37,452
90	TEVA PHARMACEUTICAL INDS ADR		0	12,775			20,138
91	THERMO FISHER SCIENTIFIC INC		0	16,725			21,867
92	UNION PAC CORP		0	3,551			13,600

**Part II, Line 13 (990-PF) - Investments - Other**

		2,812,287	2,728,975	3,588,241
		Book Value	Book Value	FMV
		End of Year	End of Year	End of Year
		0	11,514	24,973
		0	7,391	25,151
		0	6,686	8,181
		0	24,369	42,978
		0	14,594	28,400
		0	19,792	25,379
<b>93</b>	UNITED TECHNOLOGIES CORP			
<b>94</b>	VALERO ENERGY CORP NEW			
<b>95</b>	VERIZON COMMUNICATIONS INC			
<b>96</b>	WELLS FARGO & COMPANY			
<b>97</b>	YAHOO INC			
<b>98</b>	YUM! BRANDS INC			

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

Description of Property Sold	Acquisition Method	Date Acquired	Date Sold	Gross Sales Price	Depreciation Allowed	Adjustments	Cost or Other Basis Plus Expense of Sale	Gain or Loss	F M V as of 12/31/69	Adjusted Basis as of 12/31/69	Excess of FMV Over Adj Basis	Gains Minus Excess of FMV Over Adjusted Basis or Losses	Amount	
													32,498	0
1 ALLERGEN INTO ACTIVIS PLC CORP AC		12/23/2013	3/20/2015	21,309		0	9,519	11,799	0	0	0	11,799	9,801	0
2 ALLERGEN INTO ACTIVIS PLC CORP AC		12/20/2013	3/20/2015	21,067		0	9,404	11,663	0	0	0	11,663	9,801	0
3 BNY MELLON INTERNAT APPREC-M		12/24/1989	11/23/2015	3,800		0	4,981	-1,181	0	0	0	-1,181	9,801	0
4 BNY MELLON INTERNAT APPREC-M		7/24/2000	11/23/2015	1,562		0	1,846	-284	0	0	0	-284	9,801	0
5 BNY MELLON INTERNAT APPREC-M		7/24/2000	11/23/2015	441		0	521	-80	0	0	0	-80	9,801	0
6 BNY MELLON INTERNAT APPREC-M		10/20/1999	11/23/2015	24,197		0	27,629	-3,432	0	0	0	-3,432	9,801	0
7 BNY MELLON EMERGING MKTS FD CL		9/29/2010	5/28/2015	35,992		0	40,011	-4,019	0	0	0	-4,019	9,801	0
8 BNY MELLON EMERGING MKTS FD CL		5/28/2010	5/28/2015	44,008		0	39,714	4,294	0	0	0	4,294	9,801	0
9 BNY MELLON EMERGING MKTS FD CL		5/28/2010	9/16/22/2015	35,000		0	39,000	-4,000	0	0	0	-4,000	9,801	0
10 BNY MELLON EMERGING MKTS FD CL		5/28/2010	11/23/2015	29,124		0	31,268	-2,144	0	0	0	-2,144	9,801	0
11 BNY MELLON EMERGING MKTS FD CL		5/23/2012	11/23/2015	10,876		0	11,528	-652	0	0	0	-652	9,801	0
12 GOOGLE INC		4/19/2013	5/22/2015	22		0	22	0	0	0	0	0	9,801	0
13 ALEXANDER'S HOLDINGS - WI		466091106	12/10/2013	10		0	10	0	0	0	0	0	9,801	0
14 REMY INTL INC NEW		75971M108	12/10/2013	475		0	314	161	0	0	0	161	9,801	0
15 REMY INTL INC NEW		75971M108	12/10/2013	794		0	540	254	0	0	0	254	9,801	0
16 DREYFUS SELECT MGR S/C GR-Y		86271F529	5/23/2012	5,000		0	3,609	1,391	0	0	0	1,391	9,801	0
17 DREYFUS SELECT MGR S/C GR-Y		8724A4765	4/5/2012	28,987		0	32,322	-3,335	0	0	0	-3,335	9,801	0
18 TCW EMERGING MARKETS INCOME FUND		G00043B108	3/17/2015	135		0	139	-4	0	0	0	-4	9,801	0
19 ACTIVIS PLC			4/8/2015	135		0	139	-4	0	0	0	-4	9,801	0

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

	Check "X" if Business	Street	City	State	Zip Code	Foreign Country	Title	Avg Hrs Per Week 1-10	Compensation	Benefits	Expense Account
1		2557 MERCED STREET	SAN LEANDRO	CA	94577		TRUSTEE	1-10	NONE	NONE	NONE
2		5330 FERNHOFF ROAD	OAKLAND	CA	94619		TRUSTEE	1-10	NONE	NONE	NONE

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

	<u>Date</u>		<u>Amount</u>
1` Credit from prior year return . . . . .		1	734
2 First quarter estimated tax payment . . . . .	4/8/2015	2	563
3 Second quarter estimated tax payment . . . . .	5/8/2015	3	564
4 Third quarter estimated tax payment . . . . .	8/7/2015	4	564
5 Fourth quarter estimated tax payment . . . . .	11/10/2015	5	564
6 Other payments . . . . .		6	
7 Total . . . . .		7	2,989

**Part XIII, Line 2a, Column C (990-PF) - Prior Year Undistributed Income**

1	Distributable amounts for 2013 that remained undistributed at the beginning of the 2014 tax year	1	174,606
2		2	
3		3	
4		4	
5		5	
6		6	
7		7	
8		8	
9		9	
10	Total	10	174,606