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EXTENDED TO JULY 15, 2016

Return of Private Foundation

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

OMB No. 1545-0052

Form 990-PF

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

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning DEC 1, 2014, and ending NOV 30, 2015

Name of foundation

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

A Employer identification number

51-0255378

Number and street (or P.O. box number if mail is not delivered to street address)

Room/suite

1100 NORTH MARKET STREET

B Telephone number

(302) 651-1343

City or town, state or province, country, and ZIP or foreign postal code

WILMINGTON, DE 19890-0900

G Check all that apply:

- ☐ Initial return ☐ Initial return of a former public charity
☐ Final return ☐ Amended return
☐ Address change ☐ Name change

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

J Accounting method: ☒ Cash ☐ Accrual(from Part II, col. (c), line 16) ☐ Other (specify)

\$ 2,250,791. (Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(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	100,305.		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	54,938.	54,938.		STATEMENT 1
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	219,966.			
	b Gross sales price for all assets on line 6a	1,877,820.			
	7 Capital gain net income (from Part IV, line 2)		219,966.		
	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	9320	0.		STATEMENT 2	
12 Total. Add lines 1 through 11	376,141	274,904.			
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	59,311	29,655.		29,656.
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees				
	b Accounting fees	STMT 3	3,274.	0.	
	c Other professional fees	STMT 4	498.	498.	
	17 Interest				
	18 Taxes	STMT 5	4,088.	713.	0.
	19 Depreciation and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses	STMT 6	439.	439.	0.
	24 Total operating and administrative expenses. Add lines 13 through 23		67,610.	34,081.	30,154.
	25 Contributions, gifts, grants paid		347,500.		347,500.
26 Total expenses and disbursements. Add lines 24 and 25		415,110.	34,081.	377,654.	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		<38,969.>			
b Net investment income (if negative, enter -0-)			240,823.		
c Adjusted net income (if negative, enter -0-)			N/A		

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LHA For Paperwork Reduction Act Notice, see instructions.

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2014.06000 HEUER FOUNDATION 16376-0 C/ 016376-2

SCANNED JUL 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		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		199,213.	67,867.	67,867.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶		46,908.		
	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 8		1,586,837.	1,854,716.	1,949,209.
	c	Investments - corporate bonds				
	Liabilities	11	Investments - land, buildings, and equipment: basis ▶			
		Less: accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other STMT 9		373,752.	240,043.	233,715.
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)		2,206,710.	2,162,626.	2,250,791.
17		Accounts payable and accrued expenses				
18		Grants payable				
Net Assets or Fund Balances	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		2,206,710.	2,162,626.	
	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		2,206,710.	2,162,626.	
	31	Total liabilities and net assets/fund balances		2,206,710.	2,162,626.	

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	2,206,710.
2	Enter amount from Part I, line 27a	2	<38,969.>
3	Other increases not included in line 2 (itemize) ▶ MUTUAL FUND TIMING ADJUSTMENT	3	47.
4	Add lines 1, 2, and 3	4	2,167,788.
5	Decreases not included in line 2 (itemize) ▶ SEE STATEMENT 7	5	5,162.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	2,162,626.

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Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a PUBLICLY TRADED SECURITIES	P		
b SHORT TERM LOSS GAINS COMMON TRUST FUNDS	P		
c LONG TERM GAINS FROM COMMON TRUST FUNDS	P		
d CAPITAL GAINS DIVIDENDS			
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 1,873,520.		1,657,854.	215,666.
b 18.			18.
c 3,947.			3,947.
d 335.			335.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			215,666.
b			18.
c			3,947.
d			335.
e			

2 Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	219,966.
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	78,496.	2,611,775.	.030055
2012	309,704.	2,582,721.	.119914
2011	357,347.	2,587,213.	.138120
2010	374,377.	2,950,460.	.126888
2009	325,252.	2,934,060.	.110854

2 Total of line 1, column (d)	2	.525831
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	.105166
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,326,722.
5 Multiply line 4 by line 3	5	244,692.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	2,408.
7 Add lines 5 and 6	7	247,100.
8 Enter qualifying distributions from Part XII, line 4	8	377,654.

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.

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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	2,408.
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	2,408.
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	2,408.
6	Credits/Payments:		
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,599.
b	Exempt foreign organizations - tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	253.
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	3,852.
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	1,444.
11	Enter the amount of line 10 to be: Credited to 2015 estimated tax ☒ 1,444. Refunded ☐ 0.	11	0.

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b 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
1c 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>DE</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

N/A

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Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► WILMINGTON TRUST CO Located at ► 1100 NORTH MARKET STREET, WILMINGTON, DE Telephone no. ► (302) 651-1343 ZIP+4 ► 19890-0900			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 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 ► ☐	1b	X
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☒ No If "Yes," list the years ► , , ,		
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	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► , , ,		
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	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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Part 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

X

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

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

7b

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

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.

(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		59,311.	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

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

3 Five highest-paid independent contractors for professional services. 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.

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Part X

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	2,241,935.
b	Average of monthly cash balances	1b	120,219.
c	Fair market value of all other assets	1c	
d	Total (add lines 1a, b, and c)	1d	2,362,154.
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	2,362,154.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	35,432.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	2,326,722.
6	Minimum investment return. Enter 5% of line 5	6	116,336.

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	116,336.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	2,408.
b	Income tax for 2014. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	2,408.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	113,928.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	113,928.
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	113,928.

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	377,654.
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	377,654.
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	2,408.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	375,246.

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.

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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				113,928.
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	181,249.			
b From 2010	227,972.			
c From 2011	229,974.			
d From 2012	185,648.			
e From 2013				
f Total of lines 3a through e	824,843.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ \$	377,654.			
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				113,928.
e Remaining amount distributed out of corpus	263,726.			
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:	1,088,569.			
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	181,249.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	907,320.			
10 Analysis of line 9:				
a Excess from 2010	227,972.			
b Excess from 2011	229,974.			
c Excess from 2012	185,648.			
d Excess from 2013				
e Excess from 2014	263,726.			

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11-24-14

Form 990-PF (2014)

N/A

- 4942(j)(3) or 4942(j)(5)

- (4) Gross investment income**

[illegible]

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

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

Form 990-PF (2014)

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Part XV Supplementary Information (continued)

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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ACADEMY OF VOCAL ARTS 1920 SPRUCE STREET PHILADELPHIA, PA 19103	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	33,500.
AFTER SCHOOL ARTS PROGRAM PO BOX 15 WASHINGTON DEPOT, CT 06794	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSE	4,000.
ANGEL TREE 1035 DATA LANE KNOXVILLE, TN 37932	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,500.
ASIAN AMERICAN ARTS ALLIANCE 20 JAY STREET BROOKLYN, NY 11201	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	2,500.
BALDWIN SCHOOL 701 W. MONTGOMERY AVENUE BRYN MAWR, PA 19010	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSE	5,000.
Total	SEE CONTINUATION SHEET(S)			347,500.
b Approved for future payment				
NONE				
Total				0.

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

		Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?		
a	Transfers from the reporting foundation to a noncharitable exempt organization of:		
	(1) Cash	1a(1)	X
	(2) Other assets	1a(2)	X
b	Other transactions:		
	(1) Sales of assets to a noncharitable exempt organization	1b(1)	X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)	X
	(3) Rental of facilities, equipment, or other assets	1b(3)	X
	(4) Reimbursement arrangements	1b(4)	X
	(5) Loans or loan guarantees	1b(5)	X
	(6) Performance of services or membership or fundraising solicitations	1b(6)	X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c	X
d	If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.		

[illegible]

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527?

☐ Yes ☒ No

b If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge					May the IRS discuss this return with the preparer shown below (see instr)? ☐ Yes ☐ No		
	 Signature of officer or trustee		7/13/16 Date		OFFICER, WILL TRUST, TRUSTEE Title			
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature		Date		Check ☐ if self-employed	PTIN
	Firm's name						Firm's EIN	
	Firm's address						Phone no.	

Form **990-PF** (2014)

**HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY**

51-0255378

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
BROWN UNIVERSITY FBO SPORTS PROGRAM BOX 1877 PROVIDENCE, RI 02912	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
COMPASSIONATE CARE ALS PO BOX 1052 WEST PALMOUTH, MA 02547	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	2,500.
DAVIS & ELKINS COLLEGE 100 CAMPUS DRIVE ELKINS, WV 26241	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
DELAWARE VALLEY GOLDEN RETRIEVER RESCUE 60 VERA CRUZ ROAD REINHOLDS, PA 17569	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
FIRST BOOK 1319 F ST. NW, SUITE 1000 WASHINGTON, DC 20004	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
FOCUS ON HAITI C/O COLLEEN MAHER-SISTERS OF MERCY 515 MONTGOMERY AVENUE MERION STATION, PA 19066	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
FRIENDS OF HISTORIC SEDGELEY 141 ROCKLAND AVENUE BALA CYNWYD, PA 19004	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,500.
HAWK MOUNTAIN 1700 HAWK MOUNTAIN ROAD KEMPTON, PA 19529	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
JEANETTE PRESBYTERIAN CHURCH 4TH STREET AND BULLITT AVE JEANNETTE, PA 15644	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
KANUGA CONFERENCE CENTER - COTTAGE RESTORATION FUND PO BOX 250 HENDERSONVILLE, NC 28793	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
Total from continuation sheets				301,000.

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

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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
KIPS BAY BOYS AND GIRLS CLUB 1930 RANDALL AVENUE BRONX, NY 10473	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	3,500.
LANDMARK SCHOOL 429 HALE STREET, PO BOX 227 PRIDES CROSSING, MA 01965	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,500.
MAINLINE SCHOOL NIGHT 260 GULF CREEK ROAD RADNOR, PA 19087	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	15,000.
NORFOLK HEPBURN LIBRARY 1 HEPBURN STREET NORFOLK, NY 13667	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,500.
OLIVET COLLEGE 320 MAIN STREET OLIVET, MI 49076	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
OPERA COMPANY OF PHILADELPHIA 1420 LOCUST STREET SUITE 210 PHILADELPHIA, PA 19102	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	30,000.
PHILADELPHIA MUSEUM OF ART 2600 BEN FRANKLIN PARKWAY PHILADELPHIA, PA 19130	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSE	10,000.
QUINTESSENCE THEATRE GROUP PO BOX 27213 PHILADELPHIA, PA 19118	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,500.
SAVINGS SWEET BRIAR, INC 3520 PIEDMONT ROAD SUITE 300 ATLANTA, GA 30305	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	50,000.
SC HISTORICAL SOCIETY 100 MEETING STREET CHARLESTON, SC 29401	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	2,500.
Total from continuation sheets				

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

51-0255378

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
SCHREINER UNIVERSITY 2100 MEMORIAL BLVD KERRYVILLE, TX 78028	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
SNYDER YOUTH HOCKEY FOUNDATION 3601 S. BROAD STREET PHILADELPHIA, PA 19148	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
ST JOSEPH COLLEGE PO BOX 870 RENSSELAER, IN 47978	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
ST LAWRENCE COUNTY ARTS COUNCIL PO BOX 252 POTSDAM, NY 13676	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	2,500.
ST MARK CHURCH 812 RECKFORD RD FALLSTON, MD 21047	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
ST MICHAELS CHURCH 71 BROAD STREET CHARLESTON, SC 29401	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
ST PAULS EPISCOPAL CHURCH 414 EAST BROAD STREET WESTFIELD, NJ 07090	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	14,000.
STONY BROOK SCHOOL 1 CHAPMAN PARKWAY STONY BROOK, NY 11790	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSE GENERAL PURPOSES	10,000.
SWEET BRIAR COLLEGE 764 ELIJAH ROAD SWEET BRIAR, VA 24595	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
THE ALPHA WORKSHOPS 245 WEST 29TH STREET, 14TH FLOOR NEW YORK, NY 10001	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,500.
Total from continuation sheets				

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

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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
THE CHURCH OF THE GOOD SHEPHERD 814 YARROW STREET BRYN MAWR, PA 19010	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
THE MILL AT ANSELMA 1730 CONESTOGA ROAD, PO BOX 42 CHESTER SPRINGS, PA 19425	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	5,000.
THE NEW SCHOOL 66 WEST 12TH STREET NEW YORK, NY 10011	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	1,000.
UNION LEAGUE OF PHILADELPHIA 140 SOUTH BROAD STREET PHILADELPHIA, PA 19102	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	100,000.
UNIVERSITY OF RICHMOND 28 WESTHAMPTON WAY RICHMOND, VA 23173	NONE	TAX EXEMPT CHARITY	GENERAL PURPOSES	3,500.
Total from continuation sheets				

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

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

Employer identification number

51-0255378

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
HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

Employer identification number

51-0255378**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	CO-TT/ROBERT A & WILLIAM R WATSON TRUST 1100 NORTH MARKET STREET WILMINGTON, DE 19890	\$ 100,305.	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.)
		\$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions.)

Name of organization

Employer identification number

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

51-0255378

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	
		\$	

Name of organization

Employer identification number

HEUER FOUNDATION 16376-0
C/O WILMINGTON TRUST COMPANY

51-0255378

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

FORM 990-PF	DIVIDENDS AND INTEREST FROM SECURITIES	STATEMENT	1
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SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
CAPITAL GAIN DIVIDENDS	331.	331.	0.	0.	
CAPITAL GAIN DIVIDENDS (1250)	4.	4.	0.	0.	
DIVIDENDS	48,055.	0.	48,055.	48,055.	
OTHER INTEREST	3,874.	0.	3,874.	3,874.	
US GOV INTEREST	3,009.	0.	3,009.	3,009.	
TO PART I, LINE 4	55,273.	335.	54,938.	54,938.	

FORM 990-PF	OTHER INCOME	STATEMENT	2
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DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME
NONTAXABLE DIVIDENDS	932.	0.	
TOTAL TO FORM 990-PF, PART I, LINE 11	932.	0.	

FORM 990-PF	ACCOUNTING FEES	STATEMENT	3
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DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT MANAGEMENT FEES	3,274.	3,274.		0.
TO FORM 990-PF, PG 1, LN 16B	3,274.	3,274.		0.

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
TRUSTEE MEETING	498.	0.		498.
TO FORM 990-PF, PG 1, LN 16C	498.	0.		498.

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
FOREIGN DIVIDEND TAX WITHHELD	713.	713.		0.
FEDERAL ESTIMATES PAID	575.	0.		0.
FEDERAL EXTENSION PAYMENT FOR 2014	2,800.	0.		0.
TO FORM 990-PF, PG 1, LN 18	4,088.	713.		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
COMMON TRUST FUND EXPENSES	439.	439.		0.
TO FORM 990-PF, PG 1, LN 23	439.	439.		0.

FORM 990-PF	OTHER DECREASES IN NET ASSETS OR FUND BALANCES	STATEMENT	7
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DESCRIPTION	AMOUNT
COMMON TRUST FUND ADJUSTMENT	4,769.
REIT DISTRIBUTION TIMING ADJUSTMENT	126.
MISCELLANEOUS TAX COST ADJUSTMENT	267.
TOTAL TO FORM 990-PF, PART III, LINE 5	5,162.

FORM 990-PF	CORPORATE STOCK	STATEMENT	8
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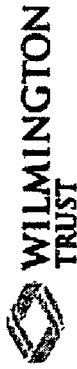
DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
INVESTMENTS - CORPORATE STOCK	1,854,716.	1,949,209.
TOTAL TO FORM 990-PF, PART II, LINE 10B	1,854,716.	1,949,209.

FORM 990-PF	OTHER INVESTMENTS	STATEMENT	9
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DESCRIPTION	VALUATION METHOD	BOOK VALUE	FAIR MARKET VALUE
COMMON TRUST FUND PARTNERSHIPS (3)	COST	240,043.	233,715.
	COST	0.	0.
TOTAL TO FORM 990-PF, PART II, LINE 13		240,043.	233,715.

FORM 990-PF PART VIII - LIST OF OFFICERS, DIRECTORS STATEMENT 10
 TRUSTEES AND FOUNDATION MANAGERS

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
WILMINGTON TRUST COMPANY 1100 NORTH MARKET STREET WILMINGTON, DE 19890	TRUSTEE 1.00	24,311.	0.	0.
JAMES JOHNSTON 7804 CRESHEIM ROAD PHILADELPHIA, PA 19118	TRUSTEE 1.00	5,000.	0.	0.
ROBERT WATTS 1015 FARMAL CT YARDLEY, PA 19067	TRUSTEE 1.00	5,000.	0.	0.
JENNIFER WATTY 220 LENOX AVENUE WESTFIELD, NJ 07090	TRUSTEE 1.00	5,000.	0.	0.
GABRIELLE CROUCHLEY 23 TERRACE AVE RIVERSIDE, CT 06878	TRUSTEE 1.00	5,000.	0.	0.
W. STEVEN WOODWARD 201 KING OF PRUSIA RD. STE 100 RADNOR, PA 19087	TRUSTEE 1.00	5,000.	0.	0.
HON MIKELL R SCARBOROUGH 70 CHADWICK DRIVE CHARLESTON, SC 29407	TRUSTEE 1.00	5,000.	0.	0.
DR. CATHERINE ROBERT 320 S. BROAD STREET, TERRA HALL 808A PHILADELPHIA, PA 19102	TRUSTEE 1.00	5,000.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		59,311.	0.	0.



Investment Detail

Across Account(s) Combine Principal and Income
As of November 30, 2015

Page 1

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)	YTM (%)
Base Currency - U.S. Dollar Equity										
ABBVIE INC	314 0000	18,259 10	.81	58 1500	20,533 22	65 3924	(2 274 12)	715 92		3 92
AETNA INC NEW COM	179 0000	18,392 25	.82	102 7500	15,729 10	87 8721	2,663 15	179 00		.97
ALASKA AIR GROUP INC	263 0000	20,968 99	.93	79 7300	21,013 47	79 8991	(44 48)	210 40		1 00
ALPHABET INC CL A	30 0000	22,885 50	1 02	762 8500	19,144 97	638 1657	3,740 53	00		
AMDOCS LIMITED	339 0000	19,177 23	.85	56 5700	15,798 18	46 6023	3,379 05	230 52		1 20
AMERIPRISE FINANCIAL INC	174 0000	19,653 30	.87	112 9500	22,543 71	129 5616	(2 890 41)	466 32		2 37
AMGEN INC COM	126 0000	20,298 60	.90	161 1000	20,891 03	165 8018	(592 43)	398 16		1 96
APPLE INC	169 0000	19,992 70	.89	118 3000	14,130 50	83 6124	5,862 20	351 52		1 76
AT&T INC	343 0000	11,548 81	.51	33 6700	11,630 38	33 9078	(81 57)	644 84		5 58
BOEING CO COM	149 0000	21,672 05	.96	145 4500	18,404 98	123 5234	3,267 07	542 36		2 50
BROADRIDGE FINANCIAL SOLUTIONS INC	398 0000	21,882 04	.97	54 9800	17,920 35	45 0260	3,961 69	477 60		2 18
CDW CORP	520 0000	22,448 40	1 00	43 1700	17,785 30	34 2025	4,663 10	223 60		1 00
CHEVRON CORP	228 0000	20,820 96	.93	91 3200	21,246 35	93 1857	(425 39)	975 84		4 69
CISCO SYSTEMS INC	715 0000	19,483 75	.87	27 2500	16,494 13	23 0687	2,989 62	600 60		3 08
CITIGROUP INC	344 0000	18,606 96	.83	54 0900	19,268 85	56 0141	(661 89)	68 80		37
CMS ENERGY CORP COM	454 0000	15,899 08	.71	35 0200	15,232 79	33 5524	666 29	526 64		3 31
COMCAST CORP	331 0000	20,144 66	.90	60 8600	18,460 67	55 7724	1,683 99	331 00		1 64
CLASS A										
CVS HEALTH CORPORATION	205 0000	19,288 45	.86	94 0900	18,649 32	90 9723	639 13	287 00		1 49
D R HORTON INC	606 0000	19,579 86	.87	32 3100	19,404 55	32 0207	175 31	193 92		99
DR PEPPER SNAPPLE GROUP INCORPORATED	272 0000	24,412 00	1 08	89 7500	19,299 00	70 9522	5,113 00	522 24		2 14
EXXON MOBIL CORP	243 0000	19,843 38	.88	81 6600	20,926 56	86 1175	(1,083 18)	709 56		3 58
GENERAL DYNAMICS CORP COM	135 0000	19,772 10	.88	146 4600	18,866 28	139 7502	905 82	372 60		1 88
GILEAD SCIENCES INC COM	176 0000	18,648 96	.83	105 9600	18,658 15	106 0122	(9 19)	302 72		1 62
GOLDMAN SACHS GROUP INC COM	98 0000	18,621 96	.83	190 0200	20,159 52	205 7094	(1,537 56)	254 80		1 37
HARBOR INTERNATIONAL FUND	2,055 5150	131,039 08	5 82	63 7500	115,458 28	56 1700	15,580 80	2,914 72		2 22
CLASS INSTITUTIONAL										
HARTFORD FINANCIAL SERVICES GROUP INCORPORATED	400 0000	18,256 00	.81	45 6400	19,401 28	48 5032	(1,145 28)	336 00		1 84
HCA HOLDINGS INC	226 0000	15,381 56	.68	68 0600	16,692 88	73 8623	(1,311 32)	00		
ISHARES CORE S&P 500 ETF	1,683 0000	353,211 21	15 69	209 8700	341,855 08	203 1224	11,356 13	7,349 66		2 08
ISHARES MSCI EAFE ETF	2,185 0000	132,520 25	5 89	60 6500	134,630 74	61 6159	(2,110 49)	3,705 76		2 80



Investment Detail

Across Account(s) Combine Principal and Income
As of November 30, 2015

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)	YTM (%)
ISHARES MSCI EMERGING MARKETS ETF	1,319 0000	44,832.81	1.99	33.9900	46,747.34	35.4415	(1,914.53)	1,102.68	2.46	
ISHARES RUSSELL 2000 ETF	994 0000	118,385.40	5.26	119.1000	89,317.28	89.8564	29,068.12	1,671.91	1.41	
JOHNSON & JOHNSON	203 0000	20,551.72	91	101.2400	13,790.39	67.9330	6,761.33	609.00	2.96	
KIMBERLY CLARK CORP	185 0000	22,042.75	98	119.1500	20,936.48	113.1702	1,106.27	651.20	2.95	
KROGER COMPANY COMMON	556 0000	20,938.96	93	37.6600	17,200.47	30.9361	3,738.49	233.52	1.12	
LAM RESEARCH CORP COMMON	283 0000	22,130.60	98	78.2000	20,182.43	71.3160	1,948.17	339.60	1.53	
LOWES COMPANIES INCORPORATED	265 0000	20,299.00	90	76.6000	20,018.07	75.5399	280.93	296.80	1.46	
LYONDELLBASELL INDUSTRIES NV	172 0000	16,481.04	73	95.8200	12,351.17	71.8091	4,129.87	536.64	3.26	
CLASS A										
MACY'S INC	306 0000	11,958.48	53	39.0800	19,186.91	62.7023	(7,228.43)	440.64	3.68	
MAGNA INTERNATIONAL INC	394 0000	17,903.36	80	45.4400	20,328.17	51.5943	(2,424.81)	346.72	1.94	
(CLASS A RECLASSIFIED TO COMMON)										
MCKESSON CORPORATION COM	90 0000	17,041.50	76	189.3500	18,600.96	206.6773	(1,559.46)	100.80	5.9	
MICROSOFT CORP	453 0000	24,620.55	1.09	54.3500	21,426.35	47.2988	3,194.20	652.32	2.65	
OMEGA HEALTHCARE INVESTORS INCORPORATED	538 0000	18,528.72	82	34.4400	21,517.24	39.9949	(2,988.52)	1,205.12	6.50	
PACCAR INC	341 0000	17,718.36	.79	51.9600	21,083.31	61.8279	(3,364.95)	327.36	1.85	
COM										
PFIZER INC	578 0000	18,941.06	84	32.7700	20,200.35	34.9487	(1,259.29)	647.36	3.42	
PNC FINANCIAL SERVICES GROUP INC	200 0000	19,102.00	85	95.5100	17,568.46	87.8423	1,533.54	408.00	2.14	
PRINCIPAL FINANCIAL GROUP COMMON	346 0000	17,805.16	79	51.4600	19,495.51	56.3454	(1,690.35)	525.92	2.95	
QORVO INC	367 0000	21,311.69	95	58.0700	27,486.56	74.8953	(6,174.87)	00		
REYNOLDS AMERICAN INC	506 0000	23,402.50	1.04	46.2500	18,078.41	35.7281	5,324.09	728.64	3.11	
ROYAL CARIBBEAN CRUISES LTD	216 0000	20,003.76	89	92.6100	17,005.51	78.7292	2,998.25	324.00	1.62	
SCHLUMBERGER LTD	229 0000	17,667.35	78	77.1500	18,512.16	80.8391	(844.81)	458.00	2.59	
SEALED AIR CORP NEW COM	304 0000	13,789.44	61	45.3600	14,216.53	46.7649	(427.09)	158.08	1.15	
SKYWORKS SOLUTIONS INC	237 0000	19,675.74	87	83.0200	16,976.23	71.6297	2,699.51	246.48	1.25	
STANLEY BLACK & DECKER INC	202 0000	22,050.32	98	109.1600	21,179.74	104.8502	870.58	444.40	2.02	
SUNTRUST BANKS INC	447 0000	19,408.74	86	43.4200	18,109.04	40.5124	1,299.70	429.12	2.21	
TARGET CORP COM	249 0000	18,052.50	80	72.5000	19,778.14	79.4303	(1,725.64)	557.76	3.09	
TESORO CORP	167 0000	19,233.39	85	115.1700	12,135.84	72.6697	7,097.55	334.00	1.74	
VERIZON COMMUNICATIONS COM	244 0000	11,089.80	49	45.4500	11,097.73	45.4825	(7.93)	551.44	4.97	
WELLS FARGO & CO	343 0000	18,899.30	84	55.1000	12,973.26	37.8229	5,926.04	514.50	2.72	
XCEL ENERGY INC COM	486 0000	17,330.76	77	35.6600	16,899.15	34.7719	431.61	622.08	3.59	
TOTAL Equity	24,580.5150	1,813,905.95	80.59		1,714,628.81		99,277.14	39,356.19		



Investment Detail

Across Account(s) Combine Principal and Income
As of November 30, 2015

Description	Quantity	Market Value	% MV	Unit MV	Federal Tax Cost	Unit Tax Cost	Unrealized Gain/Loss	EAI	Current Yield (%)	YTM (%)
Fixed Income										
RIDGEWORTH SEIX FLOATING RATE HIGH INCOME FUND I	5,262.8960	44,260.96	1.97	8.4100	47,629.21	9.0500	(3,368.25)	2,131.47	4.82	
STATUTORY CONS TR FUND FIX INC	5,686.4876	233,714.64	10.38	41.1000	240,043.44	42.2130	(6,328.80)	5,004.11	2.14	
TOTAL Fixed Income	10,949.3836	277,975.60	12.35		287,672.65		(9,697.05)	7,135.58		
Inflation Hedges										
ISHARES COHEN & STEERS REIT ETF	236.0000	22,932.12	1.02	97.1700	23,391.07	99.1147	(458.95)	744.11	3.24	
ISHARES TIPS BOND ETF	414.0000	45,871.20	2.04	110.8000	45,911.74	110.8979	(40.54)	177.61	3.9	
SPDR DOW JONES INTERNATIONAL REAL ESTATE ETF	555.0000	22,238.85	99	40.0700	23,154.16	41.7192	(915.31)	690.42	3.10	
TOTAL Inflation Hedges	1,205.0000	91,042.17	4.04		92,456.97		(1,414.80)	1,612.14		
Cash & Currency										
WILMINGTON PRIME MONEY MARKET FUND CLASS SELECT	35,859.4400	35,859.44	1.59	1.0000	35,859.44	1.0000	.00	6.67	0.2	
WILMINGTON TRUST BANK DEPOSIT SWEEP	32,007.9700	32,007.97	1.42	1.0000	32,007.97	1.0000	.00	96.02	30	
TOTAL Cash & Currency	67,867.4100	67,867.41	3.02		67,867.41		.00	102.69		
TOTAL Base Currency - U.S. Dollar	104,602.3086	2,250,791.13	100.00		2,162,625.84		88,165.29	48,206.60		

+ Unknown

^ Incomplete

* A period end market value is unavailable. Last provided value is displayed

*** Only investments held as of the specified date appear on this report ***

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TAX PREPARER 189
TRUST ADMINISTRATOR 1131
INVESTMENT OFFICER 1338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
2104 6781 STATUTORY CONS TR FUND FIX INC - 208993AA3 - MINOR = 69							
SOLD		12/01/2014	87281 00				
ACQ	2104 6781	12/04/1992	87281 00	89411 52	-2130 52	0 00	LT Y
67 0000 AT&T INC - 00206R102 - MINOR = 31000							
SOLD		12/12/2014	2163 88				
ACQ	67 0000	08/23/2013	2163 88	2271 82	-107 94	0 00	LT
233 0000 ACCESS MIDSTREAM PARTNERS LP - 00434L109 - MINOR = 98							
SOLD		12/12/2014	12196 91				
ACQ	233 0000	03/01/2013	12196 91	8797 55	3399 36	0 00	LT
482.0000 ALTRIA GROUP INC - 02209S103 - MINOR = 31000							
SOLD		12/12/2014	24079 02				
ACQ	482 0000	11/03/2011	24079 02	13212 82	10866 20	0 00	LT Y
373 0000 BLACKSTONE MTG TR INC CLS A REIT - 09257W100 - MINOR = 43							
SOLD		12/12/2014	10707 73				
ACQ	294 0000	09/20/2013	8439 87	7570 66	869 21	0 00	LT
	79 0000	09/23/2013	2267 86	2051 49	216 37	0 00	LT
425 0000 BRISTOL MYERS SQUIBB COMPANY - 110122108							
SOLD		12/12/2014	25273 17				
ACQ	425 0000	11/03/2011	25273 17	13337 57	11935 60	0 00	LT Y
471 0000 CA INC - 12673P105 - MINOR = 43							
SOLD		12/12/2014	14152 10				
ACQ	112 0000	09/16/2014	3365 26	3204 67	160 59	0 00	ST
	359 0000	09/17/2014	10786 84	10275 94	510 90	0 00	ST
63 0000 CALIFORNIA RESOURCES CORP - 13057Q107 - MINOR = 43							
SOLD		12/12/2014	353 26				
ACQ	63 0000	04/29/2013	353 26	475 12	-121 86	0 00	LT
269 0000 CENTURYLINK INC - 156700106 - MINOR = 3101							
SOLD		12/12/2014	10165 61				
ACQ	269 0000	11/03/2011	10165 61	9808 41	357 20	0 00	LT Y
82 0000 CHEVRONTXACO CORP - 166764100 - MINOR = 31000							
SOLD		12/12/2014	8414 80				
ACQ	73 0000	11/03/2011	7491 22	7717 74	-226 52	0 00	LT Y
	9 0000	06/29/2011	923 58	914 15	9 43	0 00	LT Y
367 0000 CISCO SYS INC COM - 17275R102							
SOLD		12/12/2014	9896 96				
ACQ	367 0000	08/08/2014	9896 96	9194 64	702 32	0 00	ST
109 0000 CLOROX COMPANY - 189054109 - MINOR = 43							
SOLD		12/12/2014	10952 74				
ACQ	109 0000	08/24/2012	10952 74	7890 56	3062 18	0 00	LT
462 0000 COACH INC COMMON - 189754104 - MINOR = 31000							
SOLD		12/12/2014	16268 55				
ACQ	297 0000	08/08/2014	10458 35	10869 78	-411 43	0 00	ST
	165 0000	10/31/2014	5810 20	5656 38	153 82	0 00	ST
221 0000 DARDEN RESTAURANTS INC COM - 237194105 - MINOR = 43							
SOLD		12/12/2014	12706 81				
ACQ	72 0000	08/24/2012	4139 78	3755 04	384 74	0 00	LT
	67 0000	08/27/2012	3852 29	3509 46	342 83	0 00	LT
	51 0000	02/15/2013	2932 34	2325 74	606 60	0 00	LT
	31 0000	08/08/2014	1782 40	1463 26	319 14	0 00	ST
250 0000 DIGITAL REALTY TRUST INC - 253868103 - MINOR = 43							
SOLD		12/12/2014	16738 52				
ACQ	250.0000	07/31/2013	16738 52	14155 08	2583 44	0 00	LT
162 0000 DOMINION RESOURCES INCORPORATED NEW - 25746U109 - MINOR = 31000							
SOLD		12/12/2014	11860 99				
ACQ	162 0000	11/03/2011	11860 99	8328 82	3532 17	0 00	LT Y
186 0000 DUPONT E I DE NEMOURS & CO COM - 263534109							
SOLD		12/12/2014	12995 10				
ACQ	186 0000	11/03/2011	12995 10	9056 80	3938 30	0 00	LT Y
1206 0000 ENTERPRISE PRODUCTS PARTNERS LP - 293792107 - MINOR = 98							
SOLD		12/12/2014	39880 68				
ACQ	1206 0000	11/03/2011	39880 68	16178 75	23701 93	0 00	LT Y
1006 0000 FS INVESTMENT CORP - 302635107 - MINOR = 43							
SOLD		12/12/2014	10228 27				
ACQ	899 0000	04/16/2014	9140 37	9230 39	-90.02	0 00	ST
	107 0000	04/17/2014	1087 90	1091 62	-3 72	0 00	ST
455 0000 GALLAGHER ARTHUR J. & CO - 363576109 - MINOR = 43							
SOLD		12/12/2014	21469 83				
ACQ	455 0000	11/03/2011	21469 83	13951 44	7518 39	0 00	LT Y
1342 0000 GENERAL ELECTRIC COMPANY - 369604103 - MINOR = 31001							
SOLD		12/12/2014	33638 35				
ACQ	1074 0000	08/24/2012	26920 71	22386 99	4533 72	0 00	LT
	268 0000	03/01/2013	6717 64	6239 79	477 85	0 00	LT
268 0000 INTERNATIONAL PAPER CO COM - 460146103 - MINOR = 43							
SOLD		12/12/2014	14430 92				
ACQ	268 0000	09/16/2014	14430 92	13189 73	1241 19	0 00	ST
622 0000 JPMORGAN CHASE & CO - 46625H100 - MINOR = 31001							
SOLD		12/12/2014	37529 15				
ACQ	127 0000	06/09/2011	7662 70	5222 06	2440 64	0 00	LT Y
	105 0000	07/08/2011	6335 31	4277 21	2058 10	0 00	LT Y
	390 0000	11/03/2011	23531 14	13366 28	10164 86	0 00	LT Y
91 0000 JOHNSON & JOHNSON COMMON - 478160104 - MINOR = 31001							
SOLD		12/12/2014	9590 04				
ACQ	91 0000	11/03/2011	9590 04	5836 97	3753 07	0 00	LT Y

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TAX PREPARER. 189
TRUST ADMINISTRATOR 1131
INVESTMENT OFFICER 1338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
334 0000 LEGGETT & PLATT INC - 524660107 - MINOR = 43							
SOLD		12/12/2014	13820 00			SUB TRUST 016376-431	
ACQ	237 0000	08/24/2012	9806 41	5649 70	4156 71	0 00	LT
	97 0000	08/27/2012	4013 59	2316 95	1696 64	0 00	LT
345 0000 ELI LILLY & CO COMMON - 532457108 - MINOR = 31001							
SOLD		12/12/2014	24293 57			SUB TRUST 016376-431	
ACQ	345 0000	11/03/2011	24293 57	13028 06	11265 51	0 00	LT Y
135 0000 LOCKHEED MARTIN CORP COMMON - 539830109 - MINOR = 31001							
SOLD		12/12/2014	25027 70			SUB TRUST 016376-431	
ACQ	135 0000	05/17/2013	25027 70	14251 70	10776 00	0 00	LT
418 0000 MAGELLAN MIDSTREAM PARTNERS L P - 559080106 - MINOR = 98							
SOLD		12/12/2014	32238 99			SUB TRUST 016376-431	
ACQ	418 0000	11/03/2011	32238 99	12002 17	20236 82	0 00	LT Y
538 0000 MATTEL COMMON - 577081102 - MINOR = 43							
SOLD		12/12/2014	16628 08			SUB TRUST 016376-431	
ACQ	538 0000	11/03/2011	16628 08	14588 92	2039 16	0 00	LT Y
CHANGED 07/13/16 KAB							
517 0000 MAXIM INTEGRATED PRODS INC COM - 57772K101 - MINOR = 43							
SOLD		12/12/2014	15866 38			SUB TRUST 016376-431	
ACQ	282 0000	08/24/2012	8654 39	7968 90	685 49	0 00	LT
	235 0000	08/08/2014	7211 99	7187 51	24 48	0 00	ST
442 0000 MERCK & CO INC - 58933Y105 - MINOR = 43							
SOLD		12/12/2014	25727 18			SUB TRUST 016376-431	
ACQ	442 0000	11/03/2011	25727 18	15263 37	10463 81	0 00	LT Y
284 0000 MICROCHIP TECHNOLOGY INC COM - 595017104 - MINOR = 31000							
SOLD		12/12/2014	12487 20			SUB TRUST 016376-431	
ACQ	207 0000	11/03/2011	9101 59	6379.47	2722 12	0 00	LT Y
	77 0000	08/08/2014	3385 61	3538 49	-152 88	0 00	ST
CHANGED 07/13/16 KAB							
93 0000 NEXTERA ENERGY INC - 65339F101 - MINOR = 43							
SOLD		12/12/2014	9399 07			SUB TRUST 016376-431	
ACQ	93 0000	11/03/2011	9399 07	5266 82	4132 25	0 00	LT Y
158 0000 OCCIDENTAL PETROLEUM CORP COMMON - 674599105 - MINOR = 31001							
SOLD		12/12/2014	11672 44			SUB TRUST 016376-431	
ACQ	158 0000	04/29/2013	11672 44	13194 36	-1521 92	0 00	LT
1502 0000 OLD REPUBLIC INTL CORP COM - 680223104 - MINOR = 43							
SOLD		12/12/2014	21452 28			SUB TRUST 016376-431	
ACQ	417 0000	03/16/2012	5955 79	4568 99	1386 80	0 00	LT Y
	1085 0000	05/24/2012	15496 49	10922 48	4574 01	0 00	LT Y
2011 0000 PEOPLES UNITED FINANCIAL INC - 712704105 - MINOR = 43							
SOLD		12/12/2014	29240 09			SUB TRUST 016376-431	
ACQ	1228 0000	11/03/2011	17855 21	15414 47	2440 74	0 00	LT Y
	783 0000	01/23/2013	11384 88	9816 63	1568 25	0 00	LT
791 0000 PFIZER INCORPORATED - 717081103							
SOLD		12/12/2014	24419 61			SUB TRUST 016376-431	
ACQ	658 0000	02/15/2013	20313 66	18003 99	2309 67	0 00	LT
	133 0000	03/01/2013	4105 95	3648 74	457 21	0 00	LT
233 0000 PHILIP MORRIS INTL INC - 718172109 - MINOR = 43							
SOLD		12/12/2014	19797 04			SUB TRUST 016376-431	
ACQ	233 0000	11/03/2011	19797 04	16410 77	3386 27	0 00	LT Y
519 0000 PLUM CREEK TIMBER CO INC - 729251108 - MINOR = 43							
SOLD		12/12/2014	21542 79			SUB TRUST 016376-431	
ACQ	66 0000	09/16/2014	2739 55	2641 81	97 74	0 00	ST
	201 0000	09/17/2014	8343 16	8065 40	277 76	0 00	ST
	191 0000	10/31/2014	7928 08	7820 52	107 56	0 00	ST
	61 0000	11/03/2014	2532 00	2521 96	10 04	0 00	ST
168 0000 ROYAL DUTCH SHELL PLC-ADR A - 780259206 - MINOR = 31000							
SOLD		12/12/2014	10480 89			SUB TRUST 016376-431	
ACQ	168 0000	08/24/2012	10480 89	11857 53	-1376 64	0 00	LT
238 0000 SCOTTS MIRACLE-GRO COMPANY - 810186106 - MINOR = 43							
SOLD		12/12/2014	14464 86			SUB TRUST 016376-431	
ACQ	7 0000	10/02/2014	425 44	386 29	39 15	0 00	ST
	14 0000	10/03/2014	850 87	779 17	71 70	0 00	ST
	4 0000	10/06/2014	243 11	223 90	19 21	0 00	ST
	32 0000	10/07/2014	1944 86	1790 33	154 53	0 00	ST
	63 0000	10/08/2014	3828 93	3516 62	312 31	0 00	ST
	73 0000	10/09/2014	4436 70	4054 53	382 17	0 00	ST
	45 0000	10/10/2014	2734 95	2490 94	244 01	0 00	ST
315 0000 SONOCO PRODUCTS CO COM - 835495102 - MINOR = 43							
SOLD		12/12/2014	13521 95			SUB TRUST 016376-431	
ACQ	315 0000	11/03/2011	13521 95	9920 14	3601 81	0 00	LT Y
336 0000 SOUTHERN CO COM - 842587107 - MINOR = 29							
SOLD		12/12/2014	16167 12			SUB TRUST 016376-431	
ACQ	336 0000	11/03/2011	16167 12	14405 16	1761 96	0 00	LT Y
574 0000 SPECTRA ENERGY CORP - 847560109 - MINOR = 31000							
SOLD		12/12/2014	19428 09			SUB TRUST 016376-431	
ACQ	574 0000	11/03/2011	19428 09	16544 12	2883 97	0 00	LT Y
771 0000 STARWOOD PROPERTY TRUST INC - 85571B105 - MINOR = 43							
SOLD		12/12/2014	18086 87			SUB TRUST 016376-431	
ACQ	292 0000	08/24/2012	6850 02	6788 28	61 74	0 00	LT
	119 0000	08/27/2012	2791 62	2773 58	18 04	0 00	LT
	360 0000	09/13/2013	8445 23	8729 08	-283 85	0 00	LT
358 0000 SYSCO CORP COMMON - 871829107							
SOLD		12/12/2014	14200 68			SUB TRUST 016376-431	
ACQ	358.0000	11/03/2011	14200 68	9964.04	4236 64	0 00	LT Y

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INVESTMENT OFFICER 1338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
1182 0000 UMPQUA HOLDINGS CORPORATION - 904214103 - MINOR = 43							
SOLD		12/12/2014	19835 76				
ACQ	367.0000	09/20/2013	6158 82	5934 32	224 50	0.00	LT
	504.0000	09/23/2013	8457 89	8048 68	409 21	0.00	LT
	311.0000	09/24/2013	5219 05	5015 44	203 61	0.00	LT
536 0000 UNILEVER PLC SPONSORED ADR - 904767704 - MINOR = 6010							
SOLD		12/12/2014	21782 71				
ACQ	536 0000	11/03/2011	21782 71	17726 86	4055 85	0.00	LT Y
385 0000 WASTE MANAGEMENT INC - 94106L109 - MINOR = 29							
SOLD		12/12/2014	18663 46				
ACQ	385 0000	11/03/2011	18663 46	12217 01	6446.45	0.00	LT Y
83 0000 WELLS FARGO & COMPANY NEW - 949746101							
SOLD		12/12/2014	4477 54				
ACQ	83 0000	03/19/2013	4477 54	3139 30	1338 24	0.00	LT
285 0000 WESTAR ENERGY INC - 95709T100 - MINOR = 43							
SOLD		12/12/2014	11194 01				
ACQ	285 0000	11/03/2011	11194 01	7863 87	3330 14	0.00	LT Y
541 0000 WESTERN GAS PARTNERS LP - 958254104 - MINOR = 98							
SOLD		12/12/2014	35061 16				
ACQ	541 0000	11/03/2011	35061 16	16627 37	18433 79	0.00	LT Y
955 0000 HOME LOAN SERVICING SOLUTION - G6648D109 - MINOR = 44							
SOLD		12/12/2014	19067 96				
ACQ	136 0000	08/13/2013	2715 44	3331 55	-616 11	0.00	LT
	637 0000	08/14/2013	12718 63	15456 55	-2737 92	0.00	LT
	182 0000	02/24/2014	3633 89	3844 12	-210 23	0.00	ST
806 0000 ONEBEACON INSURANCE GROUP LTD - G67742109 - MINOR = 44							
SOLD		12/12/2014	12393 98				
ACQ	723 0000	11/03/2011	11117 68	10709 44	408 24	0.00	LT Y
	37 0000	12/21/2012	568 95	487 40	81 55	0.00	LT
	8 0000	12/26/2012	123 02	107 11	15 91	0.00	LT
	9 0000	12/27/2012	138 39	121 30	17 09	0.00	LT
	7 0000	12/28/2012	107 64	96 23	11 41	0.00	LT
	7 0000	12/31/2012	107 64	96 86	10 78	0.00	LT
	15 0000	01/02/2013	230 66	215 01	15 65	0.00	LT
2000 CALIFORNIA RESOURCES CORP - 13057Q107 - MINOR = 43							
SOLD		12/26/2014	1 11				
ACQ	2000	04/29/2013	1.11	1 51	-0 40	0.00	LT
207 0000 HELMERICH & PAYNE INC COM - 423452101 - MINOR = 43							
SOLD		01/06/2015	13476 49				
ACQ	207 0000	12/12/2014	13476 49	12652 26	824.23	0.00	ST
101 0000 INTERNATIONAL BUSINESS MACHINES CORP - 459200101 - MINOR = 31001							
SOLD		01/06/2015	16124 91				
ACQ	101 0000	12/12/2014	16124 91	15856 81	268 10	0.00	ST
351 0000 METLIFE INCORPORATED - 59156R108 - MINOR = 29							
SOLD		01/06/2015	18190 10				
ACQ	351 0000	12/12/2014	18190 10	18775 52	-585 42	0.00	ST
66 0000 SKYWORKS SOLUTIONS INCORPORATED - 83088M102 - MINOR = 43							
SOLD		01/06/2015	4757 82				
ACQ	66 0000	12/12/2014	4757 82	4606 27	151 55	0.00	ST
74 0000 ROYAL CARIBBEAN CRUISES LTD - V7780T103 - MINOR = 44							
SOLD		01/06/2015	6024 80				
ACQ	74 0000	12/12/2014	6024 80	5825 96	198 84	0.00	ST
59 0000 AETNA INC NEW COM - 00817Y108 - MINOR = 31000							
SOLD		03/24/2015	6439 73				
ACQ	59 0000	12/12/2014	6439 73	5184 45	1255 28	0.00	ST
24 0000 APPLE COMPUTER INC COMMON - 037833100 - MINOR = 31001							
SOLD		03/24/2015	3051 72				
ACQ	24 0000	06/28/2013	3051 72	1366 09	1685 63	0.00	LT
49.0000 BROADRIDGE FINANCIAL SOLUTIONS INC - 11133T103 - MINOR = 43							
SOLD		03/24/2015	2624 03				
ACQ	49 0000	01/06/2015	2624 03	2206 27	417 76	0.00	ST
49 0000 CMS ENERGY CORP COM - 125896100 - MINOR = 31001							
SOLD		03/24/2015	1745 00				
ACQ	49 0000	12/12/2014	1745 00	1644 07	100 93	0.00	ST
33 0000 CVS CORP COMMON - 126650100 - MINOR = 31000							
SOLD		03/24/2015	3452 11				
ACQ	33 0000	12/12/2014	3452 11	3002 08	450 03	0.00	ST
80 0000 DELTA AIR LINES INC - 247361702 - MINOR = 43							
SOLD		03/24/2015	3689 81				
ACQ	80 0000	12/12/2014	3689 81	3848 99	-159 18	0.00	ST
47 0000 HCA HOLDINGS INC - 40412C101 - MINOR = 43							
SOLD		03/24/2015	3623 85				
ACQ	47 0000	12/12/2014	3623 85	3471 53	152 32	0.00	ST
229 0000 HANESBRANDS INC - 410345102 - MINOR = 43							
SOLD		03/24/2015	7846 18				
ACQ	229 0000	12/12/2014	7846 18	6383 46	1462.72	0.00	ST
562 0000 INTEL CORPORATION - 458140100 - MINOR = 31001							
SOLD		03/24/2015	17480 69				
ACQ	562.0000	12/12/2014	17480 69	20553 69	-3073 00	0.00	ST
98 0000 KROGER COMPANY COMMON - 501044101 - MINOR = 3101							
SOLD		03/24/2015	7541 86				
ACQ	98 0000	12/12/2014	7541 86	6063 48	1478 38	0.00	ST
41 0000 MACY'S INC - 55616P104 - MINOR = 43							
SOLD		03/24/2015	2677 10				
ACQ	41 0000	12/12/2014	2677 10	2570 79	106 31	0.00	ST

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TRUST YEAR ENDING 11/30/2015

TAX PREPARER 189
TRUST ADMINISTRATOR 1131
INVESTMENT OFFICER 1338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
16 0000 MCKESSON CORPORATION COM - 58155Q103 - MINOR = 43							
SOLD		03/24/2015	3677 49				
ACQ	16 0000	12/12/2014	3677 49	3306 84	370 65	0 00	ST
19 0000 RAYTHEON CO COM NEW - 755111507 - MINOR = 31001							
SOLD		03/24/2015	2127 34				
ACQ	19 0000	12/12/2014	2127 34	1988 38	138 96	0 00	ST
67 0000 SKYWORKS SOLUTIONS INCORPORATED - 83088M102 - MINOR = 43							
SOLD		03/24/2015	6789 79				
ACQ	67 0000	12/12/2014	6789 79	4676 07	2113 72	0 00	ST
59 0000 TESORO CORP - 881609101 - MINOR = 43							
SOLD		03/24/2015	5391 19				
ACQ	59 0000	01/06/2015	5391 19	4287 51	1103 68	0 00	ST
518 0000 TYSON FOODS INC COM - 902494103 - MINOR = 43							
SOLD		03/24/2015	20194 79				
ACQ	518 0000	12/12/2014	20194 79	21384 29	-1189 50	0 00	ST
24 0000 WHIRLPOOL CORP COM - 963320106 - MINOR = 43							
SOLD		03/24/2015	4712 49				
ACQ	24 0000	12/12/2014	4712 49	4349 08	363 41	0 00	ST
38 0000 TE CONNECTIVITY LTD - H84989104 - MINOR = 44							
SOLD		03/24/2015	2767 05				
ACQ	38 0000	12/12/2014	2767 05	2372 44	394 61	0 00	ST
36 0000 ABBVIE INC - 00287Y109 - MINOR = 43							
SOLD		05/22/2015	2357 14				
ACQ	36 0000	12/12/2014	2357 14	2354 13	3 01	0 00	ST
12 0000 AETNA INC NEW COM - 00817Y108 - MINOR = 31000							
SOLD		05/22/2015	1371 30				
ACQ	12 0000	12/12/2014	1371 30	1054 47	316 83	0 00	ST
13 0000 AMGEN INC COMMON - 031162100							
SOLD		05/22/2015	2126 08				
ACQ	13 0000	12/12/2014	2126 08	2155 42	-29 34	0 00	ST
254 0000 CONOCOPHILLIPS - 20825C104 - MINOR = 31000							
SOLD		05/22/2015	16512 54				
ACQ	148 0000	11/03/2011	9621 48	7868 84	1752 64	0 00	LT Y
	106 0000	12/12/2014	6891 06	6645 38	245 68	0 00	ST
343 0000 DISCOVER FINANCIAL SERVICES - 254709108 - MINOR = 31000							
SOLD		05/22/2015	20411 92				
ACQ	343 0000	12/12/2014	20411 92	21448 65	-1036 73	0 00	ST
22 0000 DR PEPPER SNAPPLE GROUP INC - 26138E109 - MINOR = 43							
SOLD		05/22/2015	1706 68				
ACQ	22 0000	12/12/2014	1706 68	1560 95	145 73	0 00	ST
17 0000 HCA HOLDINGS INC - 40412C101 - MINOR = 43							
SOLD		05/22/2015	1382 37				
ACQ	17 0000	12/12/2014	1382 37	1255 66	126 71	0 00	ST
241.0000 PACKAGING CORP OF AMER COM - 695156109 - MINOR = 43							
SOLD		05/22/2015	17055 50				
ACQ	241 0000	12/12/2014	17055 50	18405 65	-1350 15	0 00	ST
170 0000 RAYTHEON CO COM NEW - 755111507 - MINOR = 31001							
SOLD		05/22/2015	18132 94				
ACQ	170.0000	12/12/2014	18132 94	17790 79	342 15	0 00	ST
21 0000 REYNOLDS AMERICAN INC - 761713106 - MINOR = 43							
SOLD		05/22/2015	1584 58				
ACQ	21.0000	03/24/2015	1584 58	1500 58	84 00	0 00	ST
363 0000 TEXAS INSTRUMENTS INC - 882508104 - MINOR = 31001							
SOLD		05/22/2015	20102 82				
ACQ	363 0000	03/24/2015	20102 82	21309 52	-1206 70	0 00	ST
101 0000 WHIRLPOOL CORP COM - 963320106 - MINOR = 43							
SOLD		05/22/2015	19434 23				
ACQ	101 0000	12/12/2014	19434 23	18302 39	1131 84	0 00	ST
24 0000 AMDOCS LIMITED - G02602103 - MINOR = 44							
SOLD		05/22/2015	1301 92				
ACQ	24.0000	12/12/2014	1301 92	1118 46	183 46	0 00	ST
293 0000 TE CONNECTIVITY LTD - H84989104 - MINOR = 44							
SOLD		05/22/2015	20507 48				
ACQ	293.0000	12/12/2014	20507 48	18292 72	2214 76	0 00	ST
32.0000 LYONDELLBASELL INDUSTRIES NV - N53745100 - MINOR = 44							
SOLD		05/22/2015	3296 13				
ACQ	32 0000	03/24/2015	3296 13	2772 03	524 10	0 00	ST
36 0000 MYLAN NV - N59465109 - MINOR = 44							
SOLD		05/22/2015	2517 26				
ACQ	36 0000	03/24/2015	2517 26	2274 02	243 24	0 00	ST
352 0000 ALLSTATE CORP - 020002101 - MINOR = 31000							
SOLD		08/20/2015	22138 67				
ACQ	352 0000	12/12/2014	22138 67	23982 57	-1843 90	0 00	ST
95 0000 CDW CORP - 12514G108 - MINOR = 43							
SOLD		08/20/2015	3723 19				
ACQ	95 0000	12/12/2014	3723.19	3249 24	473 95	0 00	ST
410 0000 DELTA AIR LINES INC - 247361702 - MINOR = 43							
SOLD		08/20/2015	19155.67				
ACQ	410.0000	12/12/2014	19155 67	19726 09	-570 42	0 00	ST
259 0000 DEVON ENERGY CORP - 25179M103 - MINOR = 31000							
SOLD		08/20/2015	11497 00				
ACQ	259.0000	05/22/2015	11497 00	17462 04	-5965 04	0 00	ST
15 0000 GILEAD SCIENCES INCORPORATED - 375558103 - MINOR = 31000							
SOLD		08/20/2015	1721 33				
ACQ	15.0000	12/12/2014	1721 33	1590 18	131 15	0 00	ST

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TAX PREPARER 189
TRUST ADMINISTRATOR 1131
INVESTMENT OFFICER 1338

LEGEND F - FEDERAL S - STATE I - INHERITED
E - EXEMPT FROM STATE U - ACQ COST UNKNOWN

PROPERTY DESCRIPTION	SHARES	DATE	SALES PRICE	COST BASIS	GAIN/LOSS	MARKET DISCOUNT	TERM NC
11.0000 GOLDMAN SACHS GROUP INCORPORATED - 38141G104 - MINOR = 31001							
SOLD		08/20/2015	2182 66				
ACQ	11 0000	05/22/2015	2182 66	2262 80	-80 14	0 00	ST
26 0000 HCA HOLDINGS INC - 40412C101 - MINOR = 43							
SOLD		08/20/2015	2319 61				
ACQ	26 0000	12/12/2014	2319 61	1920 42	399 19	0 00	ST
579 0000 HANESBRANDS INC - 410345102 - MINOR = 43							
SOLD		08/20/2015	17649 90				
ACQ	579 0000	12/12/2014	17649 90	16088 13	1561 77	0 00	ST
FOUND UPDATE 02/23/16							
11 0000 KIMBERLY CLARK CORP COMMON - 494368103 - MINOR = 3101							
SOLD		08/20/2015	1258 79				
ACQ	11 0000	12/12/2014	1258 79	1250 61	8 18	0 00	ST
395 0000 LINCOLN NATIONAL CORP COMMON - 534187109 - MINOR = 29							
SOLD		08/20/2015	21315 51				
ACQ	395.0000	12/12/2014	21315 51	21741 67	-426 16	0 00	ST
77 0000 OMEGA HEALTHCARE INVESTORS INC - 681936100 - MINOR = 43							
SOLD		08/20/2015	2807 87				
ACQ	77 0000	01/06/2015	2807 87	3142 63	-334 76	0 00	ST
FOUND UPDATE 02/23/16							
26 0000 PNC FINANCIAL SERVICES GROUP INC - 693475105 - MINOR = 43							
SOLD		08/20/2015	2518 50				
ACQ	26 0000	12/12/2014	2518 50	2283 90	234 60	0 00	ST
27 0000 REYNOLDS AMERICAN INC - 761713106 - MINOR = 43							
SOLD		08/20/2015	2274 10				
ACQ	27 0000	03/24/2015	2274 10	1929 32	344 78	0 00	ST
71 0000 SUNTRUST BANKS INC - 867914103 - MINOR = 31001							
SOLD		08/20/2015	3066 56				
ACQ	23 0000	05/22/2015	993 39	986 99	6 40	0 00	ST
	48 0000	12/12/2014	2073 17	1944 60	128 57	0 00	ST
604 0000 TRINITY INDUSTRIES INC - 896522109 - MINOR = 43							
SOLD		08/20/2015	16242 83				
ACQ	373 0000	12/12/2014	10030 75	10235 98	-205 23	0 00	ST
	166 0000	03/24/2015	4464 09	5839 04	-1374 95	0 00	ST
	65 0000	05/22/2015	1747 99	2048 90	-300 91	0 00	ST
179 0000 UNION PACIFIC CORP COM - 907818108 - MINOR = 43							
SOLD		08/20/2015	16119 85				
ACQ	179 0000	12/12/2014	16119 85	20551 35	-4431 50	0 00	ST
159 0000 UNITED TECHNOLOGIES COMMON - 913017109 - MINOR = 31001							
SOLD		08/20/2015	15499 04				
ACQ	148 0000	12/12/2014	14426 78	16664 03	-2237 25	0 00	ST
	11 0000	05/22/2015	1072 26	1307 16	-234 90	0 00	ST
40 0000 WELLS FARGO & COMPANY NEW - 949746101							
SOLD		08/20/2015	2253 46				
ACQ	40 0000	03/19/2013	2253 46	1512 92	740 54	0.00	LT
58 0000 AMDOCS LIMITED - G02602103 - MINOR = 44							
SOLD		08/20/2015	3443 55				
ACQ	58 0000	12/12/2014	3443 55	2702 93	740 62	0 00	ST
380 0000 SEAGATE TECHNOLOGY - G7945M107 - MINOR = 44							
SOLD		08/20/2015	18550 39				
ACQ	334 0000	12/12/2014	16304 82	21597 14	-5292 32	0 00	ST
	46 0000	03/24/2015	2245 57	2554 59	-309 02	0 00	ST
293 0000 MYLAN NV - N59465109 - MINOR = 44							
SOLD		08/20/2015	15984 80				
ACQ	293 0000	03/24/2015	15984 80	18507 99	-2523 19	0 00	ST
44 0000 ROYAL CARIBBEAN CRUISES LTD - V7780T103 - MINOR = 44							
SOLD		08/20/2015	3915 82				
ACQ	44 0000	12/12/2014	3915 82	3464 08	451 74	0 00	ST
341.0000 INTERNATIONAL PAPER CO COM - 460146103 - MINOR = 43							
SOLD		09/28/2015	12986 85				
ACQ	341 0000	05/22/2015	12986 85	18085 00	-5098 15	0 00	ST
516 0000 ORACLE CORPORATION COM - 68389X105 - MINOR = 5010							
SOLD		09/28/2015	18518 07				
ACQ	471 0000	12/12/2014	16903 12	19081 34	-2178 22	0 00	ST
	45 0000	08/20/2015	1614 95	1765 01	-150 06	0 00	ST
16 0000 TESORO CORP - 881609101 - MINOR = 43							
SOLD		09/28/2015	1614 56				
ACQ	16 0000	01/06/2015	1614.56	1162 72	451 84	0 00	ST
903 2290 PARAMETRIC TAX-MGD EMRG MKT CL I - 277907606 - MINOR = 97							
SOLD		11/02/2015	36822 84				
ACQ	903 2290	11/19/2013	36822 84	45071 13	-8248 29	0 00	LT
2017 2260 HARBOR FD INTL FD - 411511306 - MINOR = 08010							
SOLD		11/02/2015	133500 00				
ACQ	2017.2260	11/03/2011	133500 00	113307 59	20192 41	0 00	LT Y
1693 0000 VANGUARD FTSE EMERGING MARKETS ETF - 922042858 - MINOR = 95							
SOLD		11/02/2015	59857 29				
ACQ	1693 0000	12/10/2009	59857 29	69061 54	-9204 25	0 00	LT Y
6260 8260 WILMINGTON MULTI-MGR REAL ASSET - I - 97181C431 - MINOR = 59							
SOLD		11/02/2015	84959 40				
ACQ	6260 8260	12/10/2009	84959 40	79324 66	5634 74	0 00	LT Y
TOTALS			1873520 30	1657854 35			
=====			=====	=====			