Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

▶ Do not enter social security numbers on this form as it may be made public

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015 or tax year beginning 05/01, 2015, and ending 12/31, 2015

Name of foundation: HEALEY FAMILY FOUNDATION

A Employer identification number: 13-3531967

Number and street (or P O box number if mail is not delivered to street address): C/O EY US LLP; 77 WATER ST — Room/suite: 9FL

B Telephone number (see instructions): (212) 440-0800

City or town, state or province, country, and ZIP or foreign postal code: NEW YORK, NY 10005

C If exemption application is pending, check here ▶ [ ]

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

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

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

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

I Fair market value of all assets at end of year (from Part II, col (c), line 16) ▶ $ 29,756,165.

J Accounting method [X] Cash [ ] Accrual [ ] Other (specify) (Part I, column (d) must be on cash basis)

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

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))

Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income N/A	(d) Disbursements for charitable purposes (cash basis only)
Revenue					
1	Contributions, gifts, grants, etc, received (attach schedule)	NONE			
2	Check ▶ [ ] if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments	1,495.	1,495.		ATCH 1
4	Dividends and interest from securities	258,444.	257,648.		ATCH 2
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	571,949.			
b	Gross sales price for all assets on line 6a 7,200,848.				
7	Capital gain net income (from Part IV, line 2)		567,549.		
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) ATCH 3	-26,056.	42,932.		
12	**Total.** Add lines 1 through 11	805,832.	869,624.	0.	
Operating and Administrative Expenses					
13	Compensation of officers, directors, trustees, etc	0.			
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees (attach schedule)				
b	Accounting fees (attach schedule) ATCH 4	16,000.	8,000.		8,000.
c	Other professional fees (attach schedule) [5]	1,680.			1,680.
17	Interest				
18	Taxes (attach schedule) (see instructions) [6]	208,000.			
19	Depreciation (attach schedule) and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses (attach schedule) ATCH 7	203,831.	181,150.		13,827.
24	**Total operating and administrative expenses.** Add lines 13 through 23	429,511.	189,150.		23,507.
25	Contributions, gifts, grants paid	1,086,802.			1,086,494.
26	**Total expenses and disbursements** Add lines 24 and 25	1,516,313.	189,150.	0.	1,110,001.
27	Subtract line 26 from line 12.				
a	**Excess of revenue over expenses and disbursements**	-710,481.			
b	**Net investment income** (if negative, enter -0-)		680,474.		
c	**Adjusted net income** (if negative, enter -0-)			0.	

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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	1,167.	1,167.	1,167.
2	Savings and temporary cash investments	2,756,932.	602,914.	602,914.
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) ATCH 8	6,955,961.	6,703,426.	6,534,885.
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)			
14	Land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶ ATCH 9)	6,722,076.	8,418,148.	22,617,199.
16	**Total assets** (to be completed by all filers - see the instructions Also, see page 1, item I)	16,436,136.	15,725,655.	29,756,165.
Liabilities				
17	Accounts payable and accrued expenses			
18	Grants payable			
19	Deferred revenue			
20	Loans from officers, directors, trustees, and other disqualified persons			
21	Mortgages and other notes payable (attach schedule)			
22	Other liabilities (describe ▶)			
23	**Total liabilities** (add lines 17 through 22)	0.	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. ▶ X			
27	Capital stock, trust principal, or current funds	16,436,136.	15,725,655.	
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds			
30	**Total net assets or fund balances** (see instructions)	16,436,136.	15,725,655.	
31	**Total liabilities and net assets/fund balances** (see instructions)	16,436,136.	15,725,655.	

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	16,436,136.
2	Enter amount from Part I, line 27a	2	-710,481.
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	15,725,655.
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	15,725,655.

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 PART IV SCHEDULE			
b				
c				
d				
e				

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

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
a				
b				
c				
d				
e				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter -0- in Part I, line 7 }	2	567,549.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8	3	0.

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☒ No

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

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))
2014	3,838,093.	28,619,179.	0.134109
2013	2,480,950.	14,090,775.	0.176069
2012	796,197.	15,884,418.	0.050124
2011	1,144,952.	16,252,485.	0.070448
2010	783,626.	16,920,068.	0.046313

2	Total of line 1, column (d)	2	0.477063
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	0.095413
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	30,360,401.
5	Multiply line 4 by line 3	5	2,896,777.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	6,805.
7	Add lines 5 and 6	7	2,903,582.
8	Enter qualifying distributions from Part XII, line 4	8	1,110,001.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ [ ] and enter "N/A" on line 1 ... Date of ruling or determination letter ______________ (attach copy of letter if necessary - see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ [ ] and enter 1% of Part I, line 27b	1	13,609.
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	13,609.
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	13,609.
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 30,000.		
b	Exempt foreign organizations - tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	30,000.
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	16,391.
11	Enter the amount of line 10 to be **Credited to 2016 estimated tax** ▶ 16,391. **Refunded** ▶	11	

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?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)?	1b		X
	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			
c	Did the foundation file **Form 1120-POL** for this year?	1c		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*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a	X	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	X	
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	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*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ NJ,			
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*	8b	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 2015 or the taxable year beginning in 2015 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses*	10		X

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

			Yes	No
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?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ ERNST & YOUNG U.S. LLP Telephone no ▶ 212-440-0800

Located at ▶ 77 WATER STREET, 9TH FLOOR NEW YORK, NY ZIP+4 ▶ 10005

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

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		X
	See the instructions for exceptions and filing requirements for FinCEN Form 114 If "Yes," enter the name of the foreign country ▶			

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

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

			Yes	No
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ Yes ☒ No			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ Yes ☒ No			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ Yes ☒ No			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☐ Yes ☒ No			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ Yes ☒ No			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days) ☐ Yes ☒ No			
b	*If any answer is "Yes" to 1a(1)-(6), did* **any** *of the acts fail to qualify under the exceptions described in Regulations* section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		N/A
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
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 2015?	1c		N/A
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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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)	2b		N/A
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ ____ , ____ , ____ , ____			
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 2015 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 2015)*	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 2015?	4b		X

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

			Yes	No
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**		X
	If "Yes" to 6b, file Form 8870			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? . . ☐ Yes ☒ No			
b	If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?	**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
ATCH 10		0.	0.	0.

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				0.

Total number of other employees paid over $50,000 . . . . . . ▶

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	NONE	NONE

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

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PLEASE NOTE, THE FOUNDATION IS NOT INVOLVED IN ANY DIRECT CHARITABLE ACTIVITIES. ITS PRIMARY PURPOSE IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS EXEMPT UNDER	NONE
2 INTERNAL REVENUE CODE SECTION 501(C)(3). N/A	
3 N/A	
4 N/A	

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 N/A	NONE
2 N/A	
All other program-related investments See instructions 3 N/A	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes		
a	Average monthly fair market value of securities	1a	3,839,860.
b	Average of monthly cash balances	1b	4,808,907.
c	Fair market value of all other assets (see instructions)	1c	22,173,975.
d	**Total** (add lines 1a, b, and c)	1d	30,822,742.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	30,822,742.
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	462,341.
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	30,360,401.
6	**Minimum investment return.** Enter 5% of line 5	6	1,518,020.

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	1,518,020.
2a	Tax on investment income for 2015 from Part VI, line 5 — 2a: 13,609.		
b	Income tax for 2015. (This does not include the tax from Part VI.) — 2b		
c	Add lines 2a and 2b	2c	13,609.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,504,411.
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	1,504,411.
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,504,411.

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	1,110,001.
b	Program-related investments - total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	**Qualifying distributions.** Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	1,110,001.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	0.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,110,001.

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				1,504,411.
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only			NONE	
b Total for prior years 20____,20____,20____		NONE		
3 Excess distributions carryover, if any, to 2015				
a From 2010 ... 0.				
b From 2011 ... 434,784.				
c From 2012 ... 1,472.				
d From 2013 ... 1,777,573.				
e From 2014 ... 2,594,388.				
f **Total** of lines 3a through e	4,808,217.			
4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 1,110,001.				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required - see instructions)				
c Treated as distributions out of corpus (Election required - see instructions)				
d Applied to 2015 distributable amount				1,110,001.
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	394,410.			394,410.
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	4,413,807.			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b Taxable amount - see instructions				
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount - see instructions			NONE	
f Undistributed income for 2015 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2016				NONE
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)				
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a	4,413,807.			
10 Analysis of line 9				
a Excess from 2011 ... 40,374.				
b Excess from 2012 ... 1,472.				
c Excess from 2013 ... 1,777,573.				
d Excess from 2014 ... 2,594,388.				
e Excess from 2015 ... 0.				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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	Prior 3 years			
	(a) 2015	(b) 2014	(c) 2013	(d) 2012	(e) Total
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon					
a "Assets" alternative test - enter (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test- enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942 (j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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))

ATTACHMENT 11

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information *(continued)*

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
SEE LIST ATTACHED				1,086,802.
Total . . . . ▶ **3a**				1,086,802.
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions.)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,495.	
4 Dividends and interest from securities	523000	796.	14	257,648.	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory	523000	4,400.	18	567,549.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue: a					
b ATCH 12		7,457.		-35,636.	2,123.
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)		12,653.		791,056.	2,123.

13 **Total.** Add line 12, columns (b), (d), and (e) . . . 13 805,832.

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

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

Line No. ▼	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)
N/A	

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.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
	N/A		N/A

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

Signature of officer or trustee: [signature] Date: 11-14-16 Title: TRUSTEE

May the IRS discuss this return with the preparer shown below (see instructions)? ☒ Yes ☐ No

Paid Preparer Use Only

Print/Type preparer's name	Preparer's signature	Date	Check ☐ if self-employed	PTIN
JOSEPH J BULGER	[signature]	11-14-2016		P01366942

Firm's name ▶ ERNST & YOUNG U.S. LLP — Firm's EIN ▶ 34-6565596

Firm's address ▶ 77 WATER STREET, 9TH FL NEW YORK, NY 10005 — Phone no 212-440-0800

FORM 990-PF - PART IV
CAPITAL GAINS AND LOSSES FOR TAX ON INVESTMENT INCOME

Kind of Property		Description				P or D	Date acquired	Date sold
Gross sale price less expenses of sale	Depreciation allowed/ allowable	Cost or other basis	FMV as of 12/31/69	Adj basis as of 12/31/69	Excess of FMV over adj basis		Gain or (loss)	
		STCG(L)-SEE G/L REPORT I ATTACHED					VAR	VAR
4,858,669.		4,928,693.					-70,024.	
		STCG(L)-SEE G/L REPORT II ATTACHED					VAR	VAR
1,410,645.		1,424,939.					-14,294.	
		STCG(L)-SEE G/L REPORT I ATTACHED					VAR	VAR
785,454.		190,914.					594,540.	
		STCG(L)-SEE G/L REPORT II ATTACHED					11/18/2014	12/18/2015
50,395.		51,384.					-989.	
		STCG(L) THRU K-1'S					VAR	VAR
-14,377.							-14,377.	
		LTCG(L) THRU K-1'S					VAR	VAR
103,510.							103,510.	
		SEC. 1231 GAIN THRU K-1'S					VAR	VAR
1,769.							1,769.	
		UNRECAPTURED SEC. 1250 GAIN THRU K-1'S					VAR	VAR
153.							153.	
		LTCG(L) DISTRIBUTION THRU BROKERAGE ACCT					VAR	VAR
69.							69.	
		DISTRIBUTION IN EXCESS OF BASIS - PRISMA					VAR	VAR
161.							161.	
		TACONIC MARKET DISC O/S FD II LTD						5/1/2015
		32,969.					-32,969.	
TOTAL GAIN(LOSS)							567,549.	

JSA
5E1730 1 000

HEALEY FAMILY FOUNDATION **13-3531967**

SUPPLEMENTARY STATEMENTS

PART: XV **LINE: 2** **SUPPLEMENTAL INFORMATION**

THE ORGANIZATION'S PRIMARY ACTIVITY IS TO SUPPORT, BY CONTRIBUTIONS, OTHER ORGANIZATIONS QUALIFYING FOR EXEMPTION UNDER SECTION 501(c)(3) OF THE INTERNAL REVENUE CODE THE TRUSTEES CHOOSE THESE ORGANIZATIONS BASED UPON THEIR KNOWLEDGE OF THE ORGANIZATIONS' ACTIVITIES NO CONTRIBUTIONS, GRANTS, GIFTS, LOANS OR SCHOLARSHIPS ARE MADE TO INDIVIDUALS THE ORGANIZATION DOES NOT PRESENTLY RECEIVE APPLICATIONS OR CONDUCT PROGRAMS FOR DONATIONS IN ITS ACTIVITIES

ATTACHMENT 1

FORM 990PF, PART I - INTEREST ON TEMPORARY CASH INVESTMENTS

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
LAKELAND BANK		43.	43.	
INTEREST - BDA		1,452.	1,452.	
	TOTAL	1,495.	1,495.	

FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION		REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
DIVIDENDS THRU K-1S		195,079.	195,079.	
DIVIDENDS THRU K-1S - UBTI		648.		
INTEREST THRU K-1S		21,455.	21,455.	
INTEREST THRU K-1S - UBTI		148.		
INTEREST ON BONDS		41,114.	41,114.	
	TOTAL	258,444.	257,648.	

FORM 990PF, PART I - OTHER INCOME

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME
ORDINARY INCOME(LOSS)- PFIC	38,255.	38,255.	
ORDINARY INCOME(LOSS) THRU K-1S	-72,464.	-72,464.	
ORDINARY INCOME(LOSS) THRU K-1S - UBTI	7,273.		
RENTAL REAL ESTATE THRU K-1S	32.	32.	
RENTAL REAL ESTATE THRU K-1S - UBTI	35.		
SECTION 988 INCOME(LOSS) THRU K-1S	-461.	-461.	
SECTION 987 INCOME(LOSS) THRU K-1S	-1,105.	-1,105.	
ROYALTIES THRU K-1S	59.	59.	
ROYALTIES THRU K-1S - UBTI	149.		
SECTION 1244 LOSS	-1.	-1.	
SUBPART F INCOME	49.	49.	
OTHER TAX-EXEMPT INCOME	2,123.		
ADD-BACK: C/Y SUSPENDED PAL		78,568.	
TOTALS	-26,056.	42,932.	

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BCRS ASSOCIATES, LLC	16,000.	8,000.		8,000.
TOTALS	16,000.	8,000.		8,000.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
CONSULTING - RANDY YOUNG	1,680.			1,680.
TOTALS	1,680.			1,680.

ATTACHMENT 6

FORM 990PF, PART I - TAXES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
BALANCE DUE W/EXT FYE 04/30/15	208,000.			
TOTALS	208,000.			

FORM 990PF, PART I - OTHER EXPENSES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
DEDUCTIONS THRU K-1S:				
--PORTFOLIO DEDUCTIONS	148,747.	148,747.		
--PORTFOLIO DEDUCTIONS (UBTI)	1,417.			
--FOREIGN TAXES PAID	1,659.	1,659.		
--INTEREST EXPENSE	25,024.	25,024.		
--INTEREST EXPENSE (UBTI)	35.			
--SECTION 59(E)(2) EXP.	470.	470.		
--SECTION 59(E)(2) EXP. (UBTI)	5,331.			
--COST DEPLETION	1,036.	1,036.		
--NON-DEDUCTIBLE EXPENSES	2,071.			
MANAGEMENT FEE	4,214.	4,214.		
BANK FEES	30.			30.
OFFICE EXPENSE	267.			267.
CHARITABLE EXPENSE	13,530.			13,530.
TOTALS	203,831.	181,150.		13,827.

ATTACHMENT 8

FORM 990PF, PART II - CORPORATE STOCK

DESCRIPTION		BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SECURITY POSITION:				
LONG POSITION I		499,992.	499,992.	440,933.
LONG POSITION II		3,157,850.	3,456,595.	3,499,838.
LONG POSITION III		3,298,119.	2,746,839.	2,594,114.
	TOTALS	6,955,961.	6,703,426.	6,534,885.

ATTACHMENT 9

FORM 990PF, PART II - OTHER ASSETS

DESCRIPTION	BEGINNING BOOK VALUE	ENDING BOOK VALUE	ENDING FMV
SILVER POINT CAPITAL OFFSHORE	433,950.	433,950.	1,898,889.
CARLYLE/RIVERSTONE TE PTRS III (CAYMAN)	30,897.	30,897.	58,233.
CARLYLE/RIVERSTONE TE PTRS III	8,890.	34,244.	120,091.
TIFF P.E.P. 2005, LLC	201,856.	218,407.	271,984.
NORTHERN LIGHTS CAPITAL PARTRS	355,935.	284,023.	983,588.
TIFF P.E.P. 2007, LLC	279,258.	268,084.	307,287.
H&H AGILITY LLC	713,657.	587,172.	422,284.
HUFF ENERGY FUND AIV1	345,810.	345,810.	384,323.
HUFF ENERGY FUND	200,753.	193,942.	215,943.
TACONIC MARKET DISLOCATION O/S FUND II, L.P.	32,969.		
TIFF P.E.P. 2009 LLC	417,715.	438,294.	513,264.
HEALEY ANTHOS HOLDINGS LLC	1,151,814.	1,837,591.	12,394,816.
TIFF P.E.P. 2010 LLC	305,508.	277,091.	468,614.
TIFF SPECIAL OPPS FUND LLC	196,992.	206,321.	215,414.
ZAIS GROUP HOLDINGS INC	1,498,173.	1,498,173.	1,817,090.
PRISMA [ESCROW]	146,570.		365,190.
AUCTION MOBILITY LLC	207,129.	163,304.	163,304.
REVERANCE CAPITAL PARTNERS OPP	70,814.	142,450.	147,152.
ACCOLADE PARTNERS V LP	25,000.	46,629.	46,183.
KKR SPECIAL SITUATION FEEDER	96,639.	164,425.	584,011.
PURCHASED ACCRUED INTEREST	1,747.	1,429.	1,429.
KKR APEX EQUITY FUND LTD		500,000.	502,709.
ECOR1 CAPITAL FUND QUALIFIED L		745,912.	735,401.
TOTALS	6,722,076.	8,418,148.	22,617,199.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
THOMAS J. HEALEY C/O EY US LLP; 77 WATER ST 77 WATER STREET, 9TH FLOOR 9FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
MARGARET S. HEALEY C/O EY US LLP; 77 WATER ST 77 WATER STREET, 9TH FLOOR 9FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
THOMAS JEREMIAH HEALEY C/O EY US LLP; 77 WATER ST 77 WATER STREET, 9TH FLOOR 9FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
MEGAN H. HAGERTY C/O EY US LLP; 77 WATER ST 77 WATER STREET, 9TH FLOOR 9FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
MEGAN M. HEALEY C/O EY US LLP; 77 WATER ST 77 WATER STREET, 9TH FLOOR 9FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.

FORM 990PF, PART VIII - LIST OF OFFICERS, DIRECTORS, AND TRUSTEES

ATTACHMENT 10 (CONT'D)

NAME AND ADDRESS	TITLE AND AVERAGE HOURS PER WEEK DEVOTED TO POSITION	COMPENSATION	CONTRIBUTIONS TO EMPLOYEE BENEFIT PLANS	EXPENSE ACCT AND OTHER ALLOWANCES
JOHN HAGERTY C/O EY US LLP; 77 WATER ST 77 WATER STREET, 9TH FLOOR 9FL NEW YORK, NY 10005	TRUSTEE/PART-TIME	0.	0.	0.
	GRAND TOTALS	0.	0.	0.

ATTACHMENT 11

FORM 990PF, PART XV - INFORMATION REGARDING FOUNDATION MANAGERS

THOMAS HEALEY; C/O ERNST & YOUNG US LLP
77 WATER STREET, 9TH FLOOR, NEW YORK, NY 10005

FORM 990-PF, PART XVI-A - ANALYSIS OF OTHER REVENUE

ATTACHMENT 12

DESCRIPTION	BUSINESS CODE	AMOUNT	EXCLUSION CODE	AMOUNT	RELATED OR EXEMPT FUNCTION INCOME
ORDINARY INCOME THRU K-1S	523000	7,273.	01	-72,464.	
ORDINARY INCOME THRU PFIC				38,255.	
SECTION 1244(LOSS) THRU K-1S	523000		01	-1.	
SUBPART F INCOME THRU K-1S				49.	
SECTION 987 INCOME THRU K-1S			01	-1,105.	
SECTION 988 INCOME THRU K-1S			01	-461.	
ROYALTIES THRU K-1S	523000	149.	01	59.	
RENTAL REAL ESTATE INCOME THRU K-1S	523000	35.	01	32.	
TAX-EXEMPT INCOME	523000		01		2,123.
TOTALS		7,457.		-35,636.	2,123.

THE HEALEY FAMILY FOUNDATION
CHARITABLE CONTRIBUTIONS PAID
EIN 13-3531967
FYE 12/31/2015

DATE	CONTRIBUTION	CITY/STATE	AMOUNT
5/20/2015	180 TURNING LIVES AROUND INC	HAZLET, NJ	2,000 00
5/7/2015	ISLAND ACADEMY INTERNATIONAL	ANTIGUA, WEST INDIES	2,500 00
5/28/2015	HARLEM LINK CHARTER SCHOOL	NEW YORK, NY	5,000 00
5/29/2015	FORHAM UNIVERSITY	NEW YORK, NY	1,000 00
5/29/2015	DELBARTON SCHOOL	MORRISTOWN, NJ	10,000 00
5/29/2015	DELBARTON SCHOOL	MORRISTOWN, NJ	5,000 00
5/28/2015	HOLY FAMIY HOSPITAL OF BETHLEHEM FOUNDATION	WASHINGTON, DC	1 000 00
6/4/2015	CATHOLIC CHARITIES BROOKLYN & QUEENS	BROOKLYN, NY	15 000 00
6/4/2015	CATHOLIC CHARITIES BROOKLYN & QUEENS	BROOKLYN, NY	10,000 00
6/5/2015	SOUND BODY SOUND MIND	LOS ANGELES, CA	2,500 00
6/5/2015	MARYKNOLL LAY MISSIONERS	MARYKNOLL, NY	10,000 00
6/4/2015	RENEW INTERNATIONAL	PLAINFIELD, NJ	2,500 00
6/1/2015	FAITH IN THE FUTURE FOUNDATION	KING OF PRUSSIA, PA	25,000 00
6/1/2015	TRI-COUNTY SCHOLARSHIP FUND	PARSIPPANY, NJ	500 00
6/2/2015	LITTLE SISTERS OF THE POOR AUXILIARY	TOTOWA, NJ	5,000 00
6/5/2015	P G CHAMBERS SCHOOL INC	CEDAR KNOLLS, NJ	2,500 00
6/15/2015	FRIENDS OF GOODENOUGH COLLEGE INC	PORTSMOUTH, RI	1,000 00
6/1/2015	ROSEMONT COLLEGE	ROSEMONT, PA	25,000 00
6/3/2015	PORTSMOUTH ABBEY SCHOOL	PORTSMOUTH, RI	10,000 00
6/3/2015	PORTSMOUTH ABBEY SCHOOL	PORTSMOUTH, RI	5,000 00
6/3/2015	PORTSMOUTH ABBEY SCHOOL	PORTSMOUTH, RI	5,000 00
6/3/2015	PORTSMOUTH ABBEY SCHOOL	PORTSMOUTH, RI	50,000 00
6/16/2015	PLYMOUTH CHURCH SCHOOL	BROOKLYN, NY	10 000 00
6/10/2015	PECK SCHOOL	MORRISTOWN, NJ	10,000 00
6/10/2015	PECK SCHOOL	MORRISTOWN, NJ	1,000 00
6/15/2015	PACKER COLLEGIATE INSTITUTE	BROOKLYN, NY	5,000 00
6/15/2015	PACKER COLLEGIATE INSTITUTE	BROOKLYN, NY	10,000 00
6/15/2015	PACKER COLLEGIATE INSTITUTE	BROOKLYN NY	1,000 00
6/1/2015	KENT PLACE SCHOOL	SUMMIT, NJ	10,000 00
6/1/2015	KENT PLACE SCHOOL	SUMMIT, NJ	1,000 00
6/4/2015	HARVARD BUSINESS SCHOOL FUND	BOSTON, MA	1,000 00
6/1/2015	GILMAN SCHOOL	BALTIMORE, MD	1,000 00
6/1/2015	TRUSTEES OF RESERVATIONS	BERVERLY, MA	1,000 00
6/11/2015	PREP FOR PREP	NEW YORK NY	1,000 00
6/12/2015	SETON HALL UNIVERSITY	SOUTH ORGAN, NJ	2,500 00
6/3/2015	GEORGETOWN UNIVERSITY	WASHINGTON, DC	5,000 00
6/3/2015	GEORGETOWN UNIVERSITY	WASHINGTON DC	25 000 00
6/3/2015	COLLEGE OF SAINT ELIZABETH	MORRISTOWN, NJ	1,000 00
6/22/2015	DIVINE WORD MISSION CENTER	TECHNY, IL	2,000 00
6/18/2015	GEORGETOWN UNIVERSITY	WASHINGTON, DC	10,000 00
6/11/2015	EVA'S VILLAGE	PATERSON, NJ	2,500 00
6/10/2015	PARTNERHSIP FOR INNER-CITY EDUCATION	NEW YORK, NY	2,500 00
6/15/2015	SETON HALL PREPARATORY SCHOOL	WEST ORANGE, NJ	2,500 00
6/11/2015	DELBARTON SCHOOL	MORRISTOWN, NJ	500 00
6/11/2015	DELBARTON SCHOOL	MORRISTOWN, NJ	500 00
6/15/2015	SAFE WATER NETWORK	NEW YORK, NY	1,000 00
6/17/2015	SUMMIT MEDICAL GROUP FOUNDATION	BERKELEY HEIGHTS, NJ	2,500 00
6/9/2015	MARYKNOLL LAY MISSIONERS	MARYKNOLL, NY	500 00
7/17/2015	CHURCH OF CHRIST THE KING	NEW VERMON, NJ	1,500 00
7/9/2015	ST PAUL INSIDE THE WALLS	MADISON, NJ	30,000 00
7/17/2015	MAINE COAST HERITAGE TRUST	TOPSHAM, ME	500 00
7/20/2015	HARVARD MAGAZINE	CAMBRIDGE, MA	250 00
7/16/2015	PHILANTHROPY ROUNDTABLE	WASHINGTON, DC	1,250 00
7/21/2015	NATIONAL CATHOLIC REPORTER	KANSAS CITY, MO	1,000 00
7/16/2015	HORTCULTURAL SOCIETY OF NEW YORK	NEW YORK, NY	250 00
7/15/2015	MARYKNOLL LAY MISSIONERS	MARYKNOLL, NY	25,000 00
7/21/2015	NEW VERNON VOLUNTEER FIRE DEPARTMENT	NEW VERNON, NJ	1,000 00
7/13/2015	TWO EAST SIXTY-SECOND STREET FOUNDATION	NEW YORK, NY	1,000 00
7/15/2015	MARYKNOLL LAY MISSIONERS	MARYKNOLL, NY	100,000 00
7/10/2015	50CAN	WASHINGTON, DC	25,000 00
7/24/2015	BOYS & GIRLS CLUBS OF NEWARK INC	NEWARK, NJ	5,000 00
7/27/2015	TRI-COUNTY SCHOLARSHIP FUND	PARSIPPANY, NJ	2,750 00
8/5/2015	CATHOLIC CHARITIES BROOKLYN & QUEENS	BROOKLYN, NY	500 00
8/3/2015	NEW JERSEY HISTORICAL SOCIETY	NEWARK, NJ	250 00
8/10/2015	ARCHDIOCESE OF CHICAGO	CHICAGO, IL	12,300 00
9/25/2015	FOCUS	GOLDEN, CO	1,000 00

9/23/2015	FIBROLAMELLAR CANCER FOUNDATION	GREENWICH CT	1,000 00
9/24/2015	CASA CORNELIA LAW CENTER	SAN DIEGO, CA	2,500 00
9/22/2015	CARA PROGRAM	CHICAGO, IL	2,000 00
9/28/2015	EDGARTOWN FIREMEN'S ASSOCIATION INC	EDGARTOWN, MA	500 00
9/24/2015	KEMMERER LIBERARY HARDING TOWNSHIP INC	NEW VERNON NJ	1,000 00
9/24/2015	LAKELAND CHARITIES	OAK RIDGE, NJ	500 00
9/24/2015	AMERICA MEDIA	NEW YORK, NY	11 200 00
9/24/2015	AMERICA MEDIA	NEW YORK, NY	34,000 00
9/29/2015	ARCHDIOCESE FOR THE MILITARY SERVICES USA	WASHINGTON, DC	500 00
29/23/2015	FOUNDATION FOR MORRISTOWN MEDICAL CENTER	MORRISTOWN, NJ	250 00
9/23/2015	ORDER OF MALTA-AMERICAN ASSOCIATES	NEW YORK, NY	1 000 00
9/28/2015	PARK AVENUE FOUNDATION	FLORAHAM PARK NJ	5,000 00
9/23/2015	TRI-COUNTY SCHOLARSHIP FUND	PARSIPPANY, NJ	12,000 00
9/23/2015	TR-COUNTY SCHOLARSHIP FUND	PARSIPPANY, NJ	20,000 00
9/23/2015	TRI-COUNTY SCHOLARSHIP FUND	PARSIPPANY, NJ	5,000 00
9/28/2015	MENTAL HEALTH ASSOCIATION OF NEW JERSEY	SPRINGFIELD NJ	1,000 00
9/29/2015	HOLY FAMILY HOSPITAL OF BETHLEHEM FOUNDATION	WASHINGTON, DC	1 000 00
9/29/2015	CONNIE DWYER BREAST CANCEL CENTER	NEWARK NJ	1,000 00
9/25/2015	DIOCESE OF METUCHEN	PISCATAWAY, NJ	1,000 00
9/28/2015	BREAD FOR THE WORLD INSTITUTE	WASHINGTON, DC	1,000 00
9/28/2015	CATHOLIC EXTENSION	CHICAGO, IL	5,000 00
9/28/2015	THE WOMEN'S SACRED MUSIC PROJECT	LAFAYETTE HI, PA	2,500 00
9/28/2015	NATIONAL CATHOLIC COMMUNITY FOUNDATION	ANNAPOLIS, MD	10,000 00
9/24/2015	CHURCH OF CHRIST THE KING	NEW VERNON NJ	30,000 00
10/20/2015	NJTV/PUBLIC MEDIA NJ	NEW YORK, NY	500 00
10/1/2015	ASSUMPTION COLLEGE FOR SISTERS	DENVILLE, NJ	2,500 00
10/9/2015	GEORGETOWN CLUB OF METRO NEW YORK	NEW YORK, NY	1,000 00
10/20/2015	COMMUNITY OF SAINT PAUL	PATERSON, NJ	5,000 00
10/2/2015	TRUSTEES OF RESERVATIONS	BERVERLY, MA	1,000 00
10/5/2015	THE CATHEDRAL PRESCHOOL	ATLANTA, GA	2,500 00
10/9/2015	MONASTERY OF THE MOST BLESSED VIRGIN MARY OF MT CARMEL	MORRISTOWN, NJ	1,000 00
10/1/2015	PORTSMOUTH ABBEY SCHOOL	PORTSMOUTH, RI	20,000 00
10/21/2015	SAYA!	ELMHUSRST, NY	2,500 00
10/28/2015	ORDER OF MALTA-NEW JERSEY ASSOCIATION	MORRISTOWN, NJ	1,000 00
10/28/2015	ORDER OF MALTA-NEW JERSEY ASSOCIATION	MORRISTOWN NJ	300 00
10/2/2015	NLRCM	WASHINGTON, DC	25,644 02
10/6/2015	OAK KNOLL SCHOOL OF THE HOLY CHILD	SUMMIT, NJ	10,000 00
10/20/2015	NEW JERSEY CONSERVATION FOUNDATION	FAR HILLS, NJ	1,000 00
10/26/2015	NJPAC	NEWARK, NJ	5,000 00
10/21/2015	OVERLOOK FOUNDATION	SUMMIT, NJ	2,500 00
10/21/2015	PORTSMOUTH ABBEY SCHOOL	PORTSMOUTH RI	40,000 00
10/21/2015	LOVETT SCHOOL	ATLANTA, GA	2,500 00
10/21/2015	GREATER NEWARK LIFECAMP	WASHINGTON, DC	5,000 00
10/20/2015	DC CENTRAL KITCHEN	WASHINGTON, DC	5,000 00
10/22/2015	DIOCESE OF PATERSON	CLIFTON, NJ	2,500 00
10/23/2015	MENTOR/NATIONAL MENTORING PARTNERSHIP	BOSTON, MA	12,500 00
10/22/2015	MARYLAND PROVINCE JESUITS FUND	BALTIMORE, MD	10 000 00
10/23/2015	FOUNDATION FOR MORRISTOWN MEDICAL CENTER	MORRISTOWN, NJ	10,000 00
10/27/2015	SETON EDUCATION PARTNERS	LA MESA, CA	25,000 00
10/20/2015	MARY HELP OF CHRISTIANS ACADEMY	BROOKLYN, NY	2,500 00
10/30/2015	CHRIST THE KING PREPARATORY SCHOOL	NEWARK, NJ	1,000 00
10/27/2015	NY POLICE AND FIRE WIDOW'S BENEFIT FUND	NEW YORK, NY	1,000 00
10/23/2015	EVA'S VILLAGE	PATERSON, NJ	1,000 00
11/3/2015	LESLEY UNIVERSITY	CAMBRIDGE, MA	2,500 00
11/12/2015	GOOD GRIEF	MORRISTOWN, NJ	2,500 00
11/5/2015	DOMINICAN NUNS OF SUMMIT	SUMMIT, NJ	5,300 00
11/6/2015	CATHOLIC CHARITIES DIOCESE OF PATERSON	CLIFTON, NJ	10,000 00
11/3/2015	MARYKNOLL FATHERS AND BROTHERS	MARYKNOLL, NY	10,000 00
11/2/2015	CRISTO REY NEW YORK HIGH SCHOOL	NEW YORK, NY	10,000 00
11/27/2015	BIRTH HAVEN	NEWTOWN, NJ	5,000 00
11/25/2015	BOY SCOUTS OF AMERICA-GREATER NEW YORK COUNCIL	NEW YORK, NY	1,250 00
12/4/2015	P G CHAMBERS SCHOOL	CEDAR KNOLLS, NJ	4,000 00
12/4/2015	CARMELITE SISTERS OF BALTIMORE	BALTIMORE, MD	1,000 00
12/7/2015	CORNELIA CONNELLY CENTER	NEW YORK, NY	2,000 00
12/8/2015	JESUIT VOLUNTEER CORPS	BALTIMORE, MD	1,000 00
12/2/2015	CATHOLIC RELIEF SERVICES - BALTIMORE	BALTIMORE, MD	2,500 00
12/8/2015	MARYKNOLL SISTERS	MARYKNOLL, NY	2,500 00
12/7/2015	MARYLAND PROVINCE JESUITS FUND	TOWSON, MD	2,500 00
12/8/2015	ANNUNCIATION OF THE BLESSED VIRGIN MARY PARISH	WAYNE, NJ	1,000 00
12/8/2015	THE BRAIN TUMOR FOUNDATION	NEW YORK, NY	2,500 00
12/24/2015	EDGARTOWN READING ROOM INC	EDGARTOWN, MA	1,000 00
12/4/2015	P G CHAMBERS SCHOOL	CEDAR KNOLLS, NJ	3,000 00
12/7/2015	GEORGETOWN UNIVERSITY	WASHINGTON, DC	2,500 00

12/1/2015	COMMUNITY FOUNDATION OF NJ	GRAND ISLAND, NY	25,000 00
12/4/2015	BREAD FOR THE WORLD INSTITUTE	WASHINGTON, DC	1,000 00
12/18/2015	CATHOLIC CHARTIES BROOKLYN & QUEENS	BROOKLYN, NY	1 000 00
12/18/2015	PLAID HOUSE INC	MORRISTOWN, NJ	1,000 00
12/8/2015	ARCHDIOCESE OF NEWARK	NEWARK, NJ	25,000 00
12/14/2015	JESUIT REFUGEE SERVICE	WASHINGTON, DC	2,500 00
12/10/2015	NLRCM	WASHINGTON, DC	25 000 00
12/23/2015	TRI-COUNTY SCHOLARSHIP FUND	PARSIPPANY, NJ	5,000 00
12/24/2015	FADICA	WASHINGTON, DC	5,000 00
12/28/2015	GEORGETOWN UNIVERSITY	WASHINGTON, DC	2,500 00
12/28/2015	FOUNDATION FOR MORRISTOWN MEDICAL CENTER	MORRISTOWN, NJ	2,500 00
12/30/2015	NORTH SIDE COMMUNITY SCHOOL	ST LOUIS, MO	1,000 00
12/24/2015	MUSEUM OF AMERICAN FINANCE	NEW YORK, NY	2,500 00
12/30/2015	HOMELESS SOLUTIONS INC	MORRISTOWN, NJ	5,000 00
12/28/2015	SHERIFF'S MEADOW FOUNDATION	VINEYARD HAVEN, MA	1,000 00
12/31/2015	NISKANEN CENTER	WASHINGTON, DC	2 500 00
12/31/2015	COUNCIL OF NJ GRANTMAKERS	TRENTON, NJ	1,500 00
12/31/2015	HARVARD CATHOLIC CENTER	CAMBRIDGE, MA	1,000 00
12/31/2015	FOREST HISTORICAL SOCIETY	DURHAM, NC	7,500 00
12/31/2015	CHILD MIND INSTITUTE	NEW YORK, NY	2,000 00
12/31/2015	SHARED IMPACT FOUNDATION	NEW YORK, NY	2,500 00
12/31/2015	FADICA	WASHINGTON, DC	25,000 00
12/31/2015	FADICA	WASHINGTON, DC	5,000 00
	THRU NORTHERN LIGHTS CAPITAL PARTNER, LLC	EIN 20-5650492	187 00
	THRU TIFF PRIVATE EQUITY PARTNERS 2005, LLC	EIN 20-2619423	1 00
	THRU TIFF PRIVATE EQUITY PARTNERS 2007, LLC	EIN 20-5133649	6 00
	THRU TIFF PRIVATE EQUITY PARTNERS 2009 LLC	EIN 26-3319245	29 00
	THRU TIFF PRIVATE EQUITY PARTNERS 2010 LLC	EIN 27-1203432	4 00
	THRU TIFF SPECIAL OPPORTUNITIES FUND LLC	EIN 45-4714285	59 00
			22 00
	TOTAL QUALIFYING CONTRIBUTIONS (COL A) *		$1,086,802 02
	LESS CONTRIBUTIONS PAID THROUGH PARTNERSHIPS		(308 00)
	TOTAL QUALIFYING CONTRIBUTIONS (COL D) *		$1,086,494 02

*ALL CONTRIBUTIONS WERE MADE TO THE GENERAL PURPOSE FUND OF PUBLIC CHARITABLE ORGANIZATIONS THAT WERE CLASSIFIED UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	10/01/2014	07/08/2015	101,522.84	1,000,000 00	0 00	1,008,121 83	(8,121 83)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	10/31/2014	08/24/2015	424.65	4,127.64	0 00	4,221.06	(93 42)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	11/28/2014	08/24/2015	527 68	5,129 02	0 00	5,250 39	(121 37)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	10/01/2014	08/24/2015	49,534 56	481,475 91	0 00	491,878 17	(10,402 26)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	12/02/2014	08/24/2015	62,681 83	609,267 43	0 00	622,430 61	(13,163 18)
GS SHORT DURATION INCOME INSTITUTIONAL MUTUAL FUND (38145L620)	08/24/2015	08/31/2015	109,561 75	1,098,904 38	0 00	1,100,000 00	(1,095 62)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	12/11/2014	10/26/2015	27.78	268 05	0 00	273.05	(5 00)

REALIZED GAINS AND LOSSES (Continued)

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	09/30/2015	10/26/2015	424 33	4,094 75	0 00	4,094 75	0 00
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	02/27/2015	10/26/2015	673 91	6,503 25	0 00	6,691 95	(188 70)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	03/31/2015	10/26/2015	751 57	7,252 61	0 00	7,463 05	(210 44)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	12/31/2014	10/26/2015	771 13	7,441 38	0 00	7,587 89	(146 51)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	01/30/2015	10/26/2015	782 03	7,546 55	0 00	7,687 32	(140 77)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	04/30/2015	10/26/2015	896 24	8,648.72	0 00	8,944 48	(295 76)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	05/29/2015	10/26/2015	1,153 69	11,133 10	0 00	11,479 21	(346 11)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	12/02/2014	10/26/2015	12,846 87	123,972 27	0 00	127,569 39	(3,597 12)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	04/13/2015	10/26/2015	100,300 90	967,903 71	0 00	1,000,000 00	(32,096 29)
GS SHORT DURATION TAX-FREE FUND INSTITUTIONAL SHARES (38141W406)	10/26/2015	12/07/2015	48,861 48	515,000 00	0 00	515,000 00	0 00
Net Covered Short-Term Gains (Losses)				**4,858,668.77**	**0.00**	**4,928,693.15**	**(70,024.38)**

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
NORDSTROM INC CMN (655664100)	08/12/2011	09/15/2015	9,606 00	711,606 09	0 00	64,370.00	647,236 09

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	10/08/2014	10/26/2015	743 74	7,177 07	0 00	7,400 19	(223 12)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	10/24/2014	10/26/2015	869 75	8,393 04	0 00	8,627 87	(234 83)
GS HIGH YIELD FLOATING RATE FUND INSTITUTIONAL SHARES (38145C455)	10/01/2014	10/26/2015	1,149 93	11,096 84	0 00	11,418 82	(321 98)
NORDSTROM INC CMN (655664100)	08/12/2011	11/03/2015	707 00	47,181 20	0 00	99,097 56	(51,916 36)
Net Covered Long-Term Gains (Losses)				**785,454.24**	**0.00**	190,914.44	594,539.80

REALIZED GAIN AND LOSS SUMMARY

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
ABBVIE INC 1 2% 11/06/2015 SER B SR LIEN (00287YAG4)	01/05/2015	07/08/2015	50,000 00	50,044 50		50,133.00	(88.50)
AIR LEASE CORPORATION 2 125% 01/15/2018 USD SR LIEN (00912XAP9)	04/23/2015	07/08/2015	50,000 00	49,496.00		50,000.00	(504.00)
ANALOG DEVICES, INC 3 0% 04/15/2016 SR LIEN (032654AG0)	11/18/2014	07/08/2015	50,000 00	50,638 00		51,383.50	(745 50)
APPLE INC 1 0% 05/03/2018 USD SR LIEN (037833AJ9)	10/30/2014	07/08/2015	50,000 00	49,646 50		49,128 00	518.50
ARROW ELECTRONICS, INC 3 0% 03/01/2018 USD SR LIEN SRS 17180895 (042735BB5)	11/07/2014	07/08/2015	100,000 00	102,167 00		103,018.00	(851.00)
HARRIS CORPORATION 2.7% 04/27/2020 USD SR LIEN (413875AQ8)	04/22/2015	07/08/2015	100,000 00	99,121 00		100,000.00	(879.00)
PRECISION CASTPARTS CORP 1 25% 01/15/2018 USD SR LIEN (740189AK1)	10/30/2014	07/08/2015	50,000 00	49,810 00		49,673.00	137.00
STARBUCKS CORPORATION 2 0% 12/05/2018 USD SR LIEN (855244AF6)	11/03/2014	07/08/2015	50,000 00	50,735 50		50,270.00	465.50
SYNCHRONY FINANCIAL 1 875% 08/15/2017 USD SR LIEN (87165BAA1)	04/14/2015	07/08/2015	50,000 00	50,045 50		50,191.50	(146.00)
WALGREENS BOOTS ALLIANCE, INC 2 7% 11/18/2019 USD SR LIEN (931427AA6)	12/17/2014	07/08/2015	75,000 00	75,585 75		75,555.00	30.75
FISERV, INC 3 125% 10/01/2015 SR LIEN (337738AH1)	11/19/2014	10/01/2015	100,000 00	100,000 00		102,788.00	(2,788)
JPMORGAN CHASE & CO 5 15% 10/01/2015 SUB LIEN (46625HDF4)	10/31/2014	10/01/2015	100,000 00	100,000 00		103,862.00	(3,862)
ROCKWOOD SPECIALTIES GROUP, IN 4 625% 10/15/2020 SR LIEN (774477AJ2)	05/07/2015	10/15/2015	75,000 00	77,601 75		78,281.25	(679 50)

SHORT-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Short-Term Gains (Losses)							
ABBVIE INC 1 2% 11/06/2015 SER B SR LIEN (00287YAG4)	01/05/2015	11/06/2015	50,000 00	50,000 00		50,133.00	(133.00)
Net Covered Short-Term Gains (Losses)				**954,891.50**		964,416.25	(9,524.75)
NonCovered Short-Term Gains (Losses)							
ABBEY NATIONAL TREASURY SERVIC 4 0% 04/27/2016 SR LIEN (002799AJ3)	11/14/2014	07/08/2015	50,000.00	51,164.00		52,168.00	(1004.00)
SHELL INTERNATIONAL FIN FRN 05/11/2020 USD USLIB 3MO +45 00BP SR LIEN CPN 02/11/16-05/10/16 1 0705% (822582BH4)	05/07/2015	07/08/2015	100,000 00	99,752 70		100,000.00	(247.30)
TYCO ELECTRONICS GROUP S A 2 35% 08/01/2019 USD SR LIEN (902133AQ0)	11/10/2014	07/08/2015	50,000 00	50,081 50		50,047.50	34.00
VERIZON COMMUNICATIONS INC FRN 09/14/2018 USD USLIB 3MO +175 00BP SR LIEN CPN 03/14/16-06/13/16 2 38235% (92343VBM5)	05/08/2015	07/08/2015	150,000 00	154,755 45		156,220.20	(1464.75)
THE ROYAL BANK OF SCOTLAND PUB 3.95% 09/21/2015 SR LIEN (78010XAG6)	10/31/2014	09/21/2015	100,000 00	100,000 00		102,087.00	(2087.00)
Net NonCovered Short-Term Gains (Losses)				**455,753.65**		460,522.70	(4,769.05)

LONG-TERM GAINS (LOSSES)

Description (Product Identifier)	Date Acquired or Sold Short	Date Sold or Covered	Quantity	Sale Proceeds [5]	Total accretion (Amortization)	Cost Basis [4]	Total Gain (Loss)
Covered Long-Term Gains (Losses)							
ANALOG DEVICES, INC 3 0% 04/15/2016 SR LIEN (032654AG0)	11/18/2014	12/18/2015	50,000 00	50,394 81		51,383.50	(988.69)
Net Covered Long-Term Gains (Losses)				**50,394.81**		51,383.50	(988.69)

CASH, DEPOSITS & MONEY MARKET FUNDS

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized / Economic Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS SHORT DURATION TAX FREE FUND								
GS SHORT DURATION TAX-FREE FUND INSTITUTIONAL SHARES[42]	62,488 239	10 5400	658,626 04	10 5400	658,625 17	0.87 2,194 71		7,686 05

PUBLIC EQUITY

	Quantity	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity / Current Yield	Estimated Annual Income
ASSET ALLOCATION INVESTMENTS								
GS TACTICAL TILT IMPLEMENTATION FUND								
GS TACTICAL TILT IMPLEMENTATION FUND INST (TTIFX)	200,153 846	9 6700	1,935,487 69	10 4330	2,088,213 94	(152,726 25)		
			Market Value		Adjusted Cost / * Original Cost	Unrealized Gain (Loss)		Estimated Annual Income
TOTAL PORTFOLIO			2,594,113.73		2,746,839.11	(211,784.41)		8,643.68

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Goldman Sachs

FIXED INCOME

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
ABBEY NATIONAL TREASURY SERVIC 4 0% 04/27/2016 SR LIEN S&P A /Moody's A1	50,000 00	100 9210	50,460 50 355 56	100 9760 104 34	50,488 01 52,168 00	(27 51) (1,707 50)	0 9582	2,000 00
BECTON, DICKINSON AND COMPANY FRN 06/15/2016 USD USLIB 3MO +45 00BP SR LIEN CPN 12/15/15-03/14/16 0 962% S&P BBB+ /Moody's Baa2	100,000 00	99 9530	99,953 00 42 76	100 0000	100,000 00	(47 00)		962 00
HYATT HOTELS CORPORATION 3 875% 08/15/2016 USD SR LIEN Next Call Dt 07 15 16 S&P BBB /Moody's Baa2	75,000 00	101 4650	76,098 75 1,097 92	101 3248 103 69	75,993 61 77,768 25	105 14 (1,669 50)	1 4110	2,906 25
CSX CORPORATION 5 6% 05/01/2017 SR LIEN S&P BBB+ /Moody's Baa1	125,000 00	105 1840	131,480 00 1,166 67	105 7224 106.55	132,153 03 133,191 25	(673 03) (1,711 25)	1 2632	7,000 00
BANK OF AMERICA CORPORATION FRN 05/02/2017 USD USLIB 3MO +55 00BP SUB LIEN CPN 11/02/15-02/01/16 0 8789% S&P BBB /Moody's Baa3	100,000.00	99 0340	99,034 00 144 04	99 2770	99,277 00	(243 00)		878 90
SYNCHRONY FINANCIAL 1.875% 08/15/2017 USD SR LIEN Next Call Dt. 07 15 17 S&P BBB-	50,000 00	99 5420	49,771 00 354 17	100 2695 100 38	50,134 76 50,191 50	(363 76) (420 50)	1 7061	937 50
STATOIL ASA 1 25% 11/09/2017 USD SR LIEN S&P AA- /Moody's Aa2	75,000 00	98 9900	74,242 50 135 42	99 7360	74,802 00	(559 50)	1 3402	937 50
CANADIAN NATIONAL RAILWAY COMP FRN 11/14/2017 USD USLIB 3MO +17 00BP SR LIEN CPN 11/14/15-02/13/16 0 5316% S&P A /Moody's A2	100,000 00	99 2000	99,200 00 69.40	100 0000	100,000 00	(800 00)		531 60
DUKE ENERGY PROGRESS INC FRN 11/20/2017 USD USLIB 3MO +20 00BP SR LIEN CPN 11/20/15-02/19/16 0 5696% S&P A /Moody's Aa3	100,000 00	98 9570	98,957 00 64 87	100 0000	100,000 00	(1,043 00)		569 60
CITIGROUP INC FRN 11/24/2017 USD USLIB 3MO +70 00BP SR LIEN CPN 11/24/15-02/23/16 1 0821% S&P BBB+ /Moody's Baa1	100,000 00	99 7070	99,707 00 111 22	100 0000	100,000 00	(293 00)		1,082 10
AMERICAN HONDA FINANCE CORPORA FRN MTN 12/11/2017 USD SER USLIB 3MO +31 00BP SR LIEN CPN 12/11/15-03/10/16 0 802% S&P A+ /Moody's A1	125,000 00	99 4170	124,271 25 55 69	100 0000	125,000 00	(728.75)		1,002 50

CLOSING LONG POSITION II - PAGE 1 OF 4

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
VISA INC. 1 2% 12/14/2017 SR LIEN S&P A+ /Moody's A1	50,000 00	99 8880	49,944 00 28 33	99 9470	49,973 50	(29 50)	1 2269	600 00
AIR LEASE CORPORATION 2 125% 01/15/2018 USD SR LIEN S&P BBB-	50,000 00	98 2500	49,125 00 489 93	100 0000	50,000 00	(875 00)	2 1245	1,062 50
PRECISION CASTPARTS CORP 1 25% 01/15/2018 USD SR LIEN S&P A- /Moody's A2	50,000 00	99 2270	49,613 50 288 19	99 3460	49,673 00	(59 50)	1 4599	625 00
VERIZON COMMUNICATIONS INC 5 5% 02/15/2018 USD SR LIEN S&P BBB+ /Moody's Baa1	125,000 00	107 7290	134,661 25 2,597 22	108 3830 109 03	135,478 73 136,290 00	(817 48) (1,628 75)	1 4761	6,875 00
AUTONATION, INC 6 75% 04/15/2018 USD SR LIEN S&P BBB- /Moody's Baa3	75,000 00	108 8350	81,626 25 1,068 75	109 3971 113 95	82,047 80 85,463 25	(421 55) (3,837 00)	2 5002	5,062 50
CITIGROUP INC. FRN 04/27/2018 USD SER _ USLIB 3MO +69 00BP SR LIEN CPN 10/27/15-01/26/16 1 0129% S&P BBB+ /Moody's Baa1	75,000 00	99 5960	74,697 00 137 16	100 0000	75,000 00	(303 00)		759 68
APPLE INC 1 0% 05/03/2018 USD SR LIEN S&P AA+ /Moody's Aa1	50,000 00	99 1880	49,594 00 80 56	98 8328 98 26	49,416 39 49,128.00	177 61 466 00	1 5139	500 00
VERIZON COMMUNICATIONS INC FRN 09/14/2018 USD USLIB 3MO +175 00BP SR LIEN CPN 12/14/15-03/13/16 2 252% S&P BBB+ /Moody's Baa1	50,000 00	102 3940	51,197.00 53 17	104.1468	52,073 40	(876 40)		1,126 00
FIDELITY NATIONAL INFORMATION 2 85% 10/15/2018 SR LIEN S&P BBB /Moody's Baa3	75,000 00	100 3530	75,264 75 421 56	99.9580	74,968 50	296 25	2 8649	2,137 50
TOYOTA MOTOR CREDIT CORP MTN 2 0% 10/24/2018 USD SR LIEN S&P AA- /Moody's Aa3	125,000 00	100 5660	125,707 50 465 28	101 6007 101 69	127,000 83 127,113 75	(1,293 33) (1,406 25)	1 4180	2,500 00
STARBUCKS CORPORATION 2.0% 12/05/2018 USD SR LIEN Next Call Dt 11 05 18 S&P A- /Moody's A2	50,000 00	100 9680	50,484 00 72 22	100 3921 100 54	50,196 07 50,270.00	287 93 214 00	1 8618	1,000 00
AMERICAN EXPRESS CREDIT CORP FRN 03/18/2019 USD USLIB 3MO +55 00BP SR LIEN CPN 12/18/15-03/17/16 1 0825% S&P A- /Moody's A2	75,000 00	98 8330	74,124.75 29 32	100 3110	75,233 25	(1,108 50)		811.88

CLOSING LONG POSITION II - PAGE 2 OF 4

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
MORGAN STANLEY FRN MTN 07/23/2019 USD USLIB 3MO +74 00BP SR LIEN CPN 10/23/15-01/24/16 1.0564% S&P BBB+ /Moody's A3	100,000 00	99 1220	99,122 00 202 48	99 8150	99,815 00	(693 00)		1,056 40
TYCO ELECTRONICS GROUP S A 2 35% 08/01/2019 USD SR LIEN Next Call Dt 07 01 19 S&P A- /Moody's Baa1	50,000 00	99 6650	49,832 50 489 58	100 0743 100.10	50,037 16 50,047 50	(204 66) (215 00)	2 3280	1,175 00
THE TORONTO-DOMINION BANK FRN MTN 11/05/2019 USD USLIB 3MO +56 00BP SR LIEN CPN 11/05/15-02/04/16 0 8936% S&P AA- /Moody's Aa1	100,000.00	99 4100	99,410 00 139.00	100.0000	100,000 00	(590 00)		893 60
WALGREENS BOOTS ALLIANCE, INC. 2.7% 11/18/2019 USD SR LIEN Next Call Dt 10 18 19 S&P BBB /Moody's Baa2	50,000 00	99 8120	49,906.00 161 25	100 5940 100.74	50,297 00 50,370 00	(391.00) (464 00)	2 5383	1,350 00
GENERAL ELECTRIC CAPITAL CORPO FRN MTN 01/09/2020 USD USLIB 3MO +62 00BP SR LIEN CPN 01/11/16-04/10/16 1 23685% Next Call Dt. 12 09 19 S&P AA+ /Moody's A1	150,000 00	99 9580	149,937 00 324.60	100.0000	150,000 00	(63 00)		1,407 90
BB&T CORPORATION FRN MTN 01/15/2020 USD USLIB 3MO +71 50BP SR LIEN CPN 01/15/16-04/14/16 1 337% Next Call Dt 12 15 19 S&P A- /Moody's A2	75,000 00	99 1370	74,352.75 166 11	100.0000	75,000 00	(647.25)		776 63
ACTAVIS FUNDING SCS 3 0% 03/12/2020 USD SR LIEN Next Call Dt 02 12 20 S&P BBB- /Moody's Baa3	75,000 00	99 9210	74,940 75 681 25	102 1110 102 43	76,583 25 76,821.75	(1,642 50) (1,881 00)	2 4674	2,250 00
APPLE INC FRN 05/06/2020 USD USLIB 3MO +30 00BP SR LIEN CPN 11/13/15-02/12/16 0.6591% S&P AA+ /Moody's Aa1	75,000 00	99 2460	74,434 50 65 91	100 0000	75,000 00	(565 50)		494 33
SHELL INTERNATIONAL FIN FRN 05/11/2020 USD USLIB 3MO +45 00BP SR LIEN CPN 11/12/15-02/10/16 0.8061% S&P AA- /Moody's Aa1	75,000 00	98 5350	73,901 25 83 88	100 0000	75,000 00	(1,098 75)		604 58
JOHN DEERE CAPITAL CORPORATION MTN 2 45% 09/11/2020 SER 0014 SR LIEN S&P A /Moody's A2	150,000 00	99 7860	149,679 00 1,122 92	99.9350	149,902 50	(223 50)	2 4639	3,675 00
AUTOMATIC DATA PROCESSING, INC 2 25% 09/15/2020 SR LIEN Next Call Dt 08 15 20 S&P AA /Moody's Aa3	125,000.00	100 3790	125,473 75 828 13	99 9110	124,888 75	585 00	2 2689	2,812 50
KEYCORP MTN 2 9% 09/15/2020 SR LIEN S&P BBB+ /Moody's Baa1	50,000 00	99 6240	49,812 00 426 94	99 9820	49,991 00	(179 00)	2 9039	1,450 00
JPMORGAN CHASE & CO FRN 10/29/2020 USLIB 3MO +120 50BP SR LIEN CPN 10/29/15-01/28/16 1 5289% Next Call Dt. 09 29 20 S&P A- /Moody's A3	100,000 00	100 9750	100,975 00 267 56	100.0000	100,000 00	975 00		1,528 90

FIXED INCOME (Continued)

	Quantity / Current Face	Market Price	Market Value / Accrued Income	Unit Cost	Adjusted Cost / Original Cost	Unrealized Gain (Loss)	Yield to Maturity in Percentage	Estimated Annual Income
INVESTMENT GRADE FIXED INCOME								
GS CORPORATE FIXED INCOME								
NATIONAL RURAL UTIL COOP 2 3% 11/01/2020 SR LIEN Next Call Dt 10 01 20 S&P A /Moody's A1	75,000 00	99 0310	74,273 25 306 67	99 7980	74,848 50	(575 25)	2.3429	1,725 00
SANOFI-AVENTIS 4 0% 03/29/2021 USD SR LIEN S&P AA /Moody's A1	150,000.00	107 0130	160,519 50 1,533 33	107 4000 107 73	161,100 03 161,601 00	(580 53) (1,081 50)	2 4861	6,000 00
CHEVRON CORPORATION FRN 11/15/2021 USD USLIB 3MO +53 00BP SR LIEN CPN 11/16/15-02/15/16 0.8916% S&P AA /Moody's Aa1	100,000 00	99 2230	99,223 00 108 97	100 0000	100,000 00	(777 00)		891 60
CONOCOPHILLIPS COMPANY FRN 05/15/2022 USD USLIB 3MO +90 00BP SR LIEN CPN 11/15/15-02/14/16 1 2616% S&P A /Moody's A2	50,000 00	98 5190	49,259.50 80 60	100.0000	50,000.00	(740 50)		630 80

	Market Value	Adjusted Cost / Original Cost	Unrealized Gain (Loss)
TOTAL PORTFOLIO	3,499,838.16	3,456,594.97	43,243.19

THE HEALEY FAMILY FOUNDATION
EIN: 13-3531967
FYE 12/31/2015

FORM 990-PF

SCHEDULE OF PASSIVE LOSS CARRYFORWARD:

	CURRENT YEAR PASSIVE GAINS / (LOSSES)	PRIOR YEARS' PASSIVE (LOSSES) UTILIZED	NET PASSIVE (LOSSES)	TOTAL SUSPENDED PASSIVE (LOSSES)
4/30/2009	(40,474)	0	(40,474)	(40,474)
4/30/2010	(32,657)	0	(32,657)	(73,131)
4/30/2011	(39,172)	0	(39,172)	(112,303)
4/30/2012	(67,389)	0	(67,389)	(179,692)
4/30/2013	(53,157)	0	(53,157)	(232,849)
4/30/2014	(16,645)	0	(16,645)	(249,494)
4/30/2015	(39,747)	0	(39,747)	(289,241)
TAX YEAR CHANGED FROM 4/30 TO 12/31.				
12/31/2015	(79,720)	0	(79,720)	(368,961)

SCHEDULE OF MASTER LIMITED PARTNERSHIP ORDINARY LOSS CARRYFORWARD:

	CURRENT YEAR PASSIVE GAINS / (LOSSES)	PRIOR YEARS' PASSIVE (LOSSES) UTILIZED	NET PASSIVE (LOSSES)	TOTAL SUSPENDED PASSIVE (LOSSES)
4/30/2012	(38,039)	0	(38,039)	(38,039)
4/30/2013	(13,886)	0	(13,886)	(51,925)
4/30/2014	(13)	0	(13)	(51,938)
4/30/2015	(783)	0	(783)	(52,721)
TAX YEAR CHANGED FROM 4/30 TO 12/31.				
12/31/2015	(81,051)	0	(81,051)	(133,772)