EXTENDED TO NOVEMBER 15, 2016

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 , and ending

| | |
|---|---|
| Name of foundation<br>MYLES D. AND J. FAYE SAMPSON FAMILY<br>FOUNDATION,C/O INTENTIONAL PHILANTHROPHY | **A Employer identification number**<br>25-6407379 |
| Number and street (or P O box number if mail is not delivered to street address): 3 BETHESDA METRO CENTER — Room/suite: 960 | **B** Telephone number<br>1-301-761-4433 |
| City or town, state or province, country, and ZIP or foreign postal code<br>BETHESDA, MD 20814-6345 | **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 ▶ ☐<br>2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐ |
| **H** Check type of organization: ☒ Section 501(c)(3) exempt private foundation ☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundation | **E** If private foundation status was terminated under section 507(b)(1)(A), check here ▶ ☐ |
| **I** Fair market value of all assets at end of year (*from Part II, col (c), line 16*) ▶$ 29,195,524. — **J** Accounting method: ☒ 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))

| | Line | (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 | 16,758. | | N/A | |
| | 2 Check ▶ ☐ if the foundation is not required to attach Sch B | | | | |
| | 3 Interest on savings and temporary cash investments | 1,825. | 1,825. | | STATEMENT 1 |
| | 4 Dividends and interest from securities | 542,188. | 525,479. | | STATEMENT 2 |
| | 5a Gross rents | | | | |
| | b Net rental income or (loss) | | | | |
| | 6a Net gain or (loss) from sale of assets not on line 10 | 851,669. | | | |
| | b Gross sales price for all assets on line 6a 4,876,033. | | | | |
| | 7 Capital gain net income (from Part IV, line 2) | | 851,662. | | |
| | 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 | 349,853. | 349,838. | | STATEMENT 3 |
| | 12 **Total.** Add lines 1 through 11 | 1,762,293. | 1,728,804. | | |
| Operating and Administrative Expenses | 13 Compensation of officers, directors, trustees, etc | 12,225. | 0. | | 12,225. |
| | 14 Other employee salaries and wages | | | | |
| | 15 Pension plans, employee benefits | 974. | 0. | | 974. |
| | 16a Legal fees | | | | |
| | b Accounting fees | | | | |
| | c Other professional fees STMT 4 | 234,481. | 110,481. | | 124,000. |
| | 17 Interest | 1. | 1. | | 0. |
| | 18 Taxes STMT 5 | 20,571. | 571. | | 0. |
| | 19 Depreciation and depletion | | | | |
| | 20 Occupancy | | | | |
| | 21 Travel, conferences, and meetings | 13,283. | 0. | | 13,283. |
| | 22 Printing and publications | | | | |
| | 23 Other expenses STMT 6 | 304,064. | 298,805. | | 5,259. |
| | 24 **Total operating and administrative expenses** Add lines 13 through 23 | 585,599. | 409,858. | | 155,741. |
| | 25 Contributions, gifts, grants paid | 1,113,160. | | | 1,113,160. |
| | 26 **Total expenses and disbursements** Add lines 24 and 25 | 1,698,759. | 409,858. | | 1,268,901. |
| | 27 Subtract line 26 from line 12: | | | | |
| | a Excess of revenue over expenses and disbursements | 63,534. | | | |
| | b **Net investment income** (if negative, enter -0-) | | 1,318,946. | | |
| | c **Adjusted net income** (if negative, enter -0-) | | | N/A | |

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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 (a) Book Value | End of year (b) Book Value | (c) Fair Market Value |
|---|---|---|---|---|
| Assets | 1 Cash - non-interest-bearing | 130,713. | 190,808. | 190,808. |
| | 2 Savings and temporary cash investments | 1,320,973. | 734,260. | 734,260. |
| | 3 Accounts receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 4 Pledges receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 5 Grants receivable | | | |
| | 6 Receivables due from officers, directors, trustees, and other disqualified persons | | | |
| | 7 Other notes and loans receivable ▶ | | | |
| | Less: allowance for doubtful accounts ▶ | | | |
| | 8 Inventories for sale or use | | | |
| | 9 Prepaid expenses and deferred charges | | | |
| | 10a Investments - U.S. and state government obligations | | | |
| | b Investments - corporate stock STMT 7 | 7,401,774. | 7,431,120. | 9,737,576. |
| | c Investments - corporate bonds STMT 8 | 4,655,584. | 3,743,030. | 3,740,238. |
| | 11 Investments - land, buildings, and equipment basis ▶ | | | |
| | Less accumulated depreciation ▶ | | | |
| | 12 Investments - mortgage loans | | | |
| | 13 Investments - other STMT 9 | 12,985,251. | 14,458,611. | 14,792,642. |
| | 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) | 26,494,295. | 26,557,829. | 29,195,524. |
| Liabilities | 17 Accounts payable and accrued expenses | | | |
| | 18 Grants payable | | | |
| | 19 Deferred revenue | | | |
| | 20 Loans from officers, directors, trustees, and other disqualified persons | | | |
| | 21 Mortgages and other notes payable | | | |
| | 22 Other liabilities (describe ▶ ) | | | |
| | 23 **Total liabilities** (add lines 17 through 22) | 0. | 0. | |
| Net Assets or Fund Balances | **Foundations that follow SFAS 117, check here ▶ [X] and complete lines 24 through 26 and lines 30 and 31.** | | | |
| | 24 Unrestricted | 26,494,295. | 26,557,829. | |
| | 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 | | | |
| | 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** | 26,494,295. | 26,557,829. | |
| | 31 **Total liabilities and net assets/fund balances** | 26,494,295. | 26,557,829. | |

**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 | 26,494,295. |
| 2 | Enter amount from Part I, line 27a | 2 | 63,534. |
| 3 | Other increases not included in line 2 (itemize) ▶ | 3 | 0. |
| 4 | Add lines 1, 2, and 3 | 4 | 26,557,829. |
| 5 | Decreases not included in line 2 (itemize) ▶ | 5 | 0. |
| 6 | Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30 | 6 | 26,557,829. |

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

| | (a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.) | (b) How acquired P - Purchase D - Donation | (c) Date acquired (mo., day, yr.) | (d) Date sold (mo., day, yr.) |
|---|---|---|---|---|
| 1a | | | | |
| b | SEE ATTACHED STATEMENT | | | |
| c | | | | |
| d | | | | |
| e | | | | |

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | | | | |
| b | | | | |
| c | | | | |
| d | | | | |
| e | 4,876,033. | | 4,140,877. | 851,662. |

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 | | | | 851,662. |

| | | | |
|---|---|---|---|
| 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 | 851,662. |
| 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)) |
|---|---|---|---|
| 2014 | 1,142,633. | 29,942,879. | .038160 |
| 2013 | 859,635. | 28,243,227. | .030437 |
| 2012 | 756,447. | 26,229,897. | .028839 |
| 2011 | 908,185. | 25,365,229. | .035804 |
| 2010 | 410,648. | 21,113,620. | .019449 |

| | | | |
|---|---|---|---|
| 2 | **Total** of line 1, column (d) | 2 | .152689 |
| 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 | .030538 |
| 4 | Enter the net value of noncharitable-use assets for 2015 from Part X, line 5 | 4 | 29,978,271. |
| 5 | Multiply line 4 by line 3 | 5 | 915,476. |
| 6 | Enter 1% of net investment income (1% of Part I, line 27b) | 6 | 13,189. |
| 7 | Add lines 5 and 6 | 7 | 928,665. |
| 8 | Enter qualifying distributions from Part XII, line 4 | 8 | 1,268,901. |

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 ▶ [X] and enter 1% of Part I, line 27b | | 1 | 13,189. |
| 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 | 13,189. |
| 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 | 13,189. |
| 6 Credits/Payments: | | | |
| a 2015 estimated tax payments and 2014 overpayment credited to 2015 | 6a 34,500. | | |
| 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 | 34,500. |
| 8 Enter any **penalty** for underpayment of estimated tax. Check here [X] 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 | 21,311. |
| 11 Enter the amount of line 10 to be: **Credited to 2016 estimated tax** ▶ 21,311. | **Refunded** ▶ | 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? | 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? | 2 | | X |
| *If "Yes," attach a detailed description of the activities* | | | |
| 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? N/A | 4b | | |
| 5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? | 5 | | X |
| *If "Yes," attach the statement required by General Instruction T* | | | |
| 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) ▶ PA | | | |
| 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 ▶ WWW.THESAMPSONFOUNDATION.ORG

14 The books are in care of ▶ INTENTIONAL PHILANTHROPY, LLC Telephone no. ▶1-301-761-4433
Located at ▶3 BETHESDA METRO CENTER, SUITE 960, BETHESDA, MD ZIP+4 ▶20814-6345

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

| | | | 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**

| | | | Yes | No |
|---|---|---|---|---|
| | **File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.** | | | |
| 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 | | X |
| | 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 | | 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 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.) 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 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.)* 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 2015? | 4b | | X |

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

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

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

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

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

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

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

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

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? N/A | 7b |

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

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

| (a) Name and address | (b) Title, and average hours per week devoted to position | (c) Compensation (If not paid, enter -0-) | (d) Contributions to employee benefit plans and deferred compensation | (e) Expense account, other allowances |
|---|---|---|---|---|
| KATERINE S. MCBRIDE<br>3 BETHESDA METRO CENTER, SUITE 960<br>BETHESDA, MD 20814 | SECRETARY/TRUSTEE<br>1.00 | 1,900. | 0. | 0. |
| J. FAYE SAMPSON<br>3 BETHESDA METRO CENTER, SUITE 960<br>BETHESDA, MD 20814 | TRUSTEE<br>1.00 | 1,900. | 0. | 0. |
| KRISTY S. RODRIGUEZ<br>3 BETHESDA METRO CENTER, SUITE 960<br>BETHESDA, MD 20814 | PRESIDENT/LEAD TRUSTEE<br>5.00 | 8,425. | 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 |
|---|---|---|
| INTENTIONAL PHILANTHROPY LLC - 3 BETHESDA METRO CENTER SUITE 960, BETHESDA, MD 20814 | ADMIN, MGMT, AND CONSULTING | 124,000. |
| S&T WEALTH MANAGEMENT - 603 STANWIX STREET, SUITE 125, PITTSBURGH, PA 15222 | INVESTMENT MANAGEMENT | 60,190. |
| BERNSTEIN PRIVATE WEALTH MANAGEMENT - 1735 MARKET STREET, SUITE 3800, PHILADELPHIA, PA | INVESTMENT MANAGEMENT | 50,284. |
| | | |
| | | |

**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. |

**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 | 27,798,201. |
| b | Average of monthly cash balances | | 1b | 1,050,592. |
| c | Fair market value of all other assets | | 1c | 1,586,000. |
| d | **Total** (add lines 1a, b, and c) | | 1d | 30,434,793. |
| 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 | 30,434,793. |
| 4 | Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions) | | 4 | 456,522. |
| 5 | **Net value of noncharitable-use assets**. Subtract line 4 from line 3. Enter here and on Part V, line 4 | | 5 | 29,978,271. |
| 6 | **Minimum investment return** Enter 5% of line 5 | | 6 | 1,498,914. |

**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 | 1,498,914. |
| 2a | Tax on investment income for 2015 from Part VI, line 5 | 2a 13,189. | | |
| b | Income tax for 2015. (This does not include the tax from Part VI.) | 2b | | |
| c | Add lines 2a and 2b | | 2c | 13,189. |
| 3 | Distributable amount before adjustments. Subtract line 2c from line 1 | | 3 | 1,485,725. |
| 4 | Recoveries of amounts treated as qualifying distributions | | 4 | 0. |
| 5 | Add lines 3 and 4 | | 5 | 1,485,725. |
| 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 | 1,485,725. |

**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 | 1,268,901. |
| 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 | 1,268,901. |
| 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 | 13,189. |
| 6 | **Adjusted qualifying distributions**. Subtract line 5 from line 4 | 6 | 1,255,712. |

**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 | | | | 1,485,725. |
| 2 Undistributed income, if any, as of the end of 2015 | | | | |
| a Enter amount for 2014 only | | | 1,049,970. | |
| b Total for prior years: ___ , ___ , ___ | | 0. | | |
| 3 Excess distributions carryover, if any, to 2015: | | | | |
| a From 2010 | | | | |
| b From 2011 | | | | |
| c From 2012 | | | | |
| d From 2013 | | | | |
| e From 2014 | | | | |
| f **Total** of lines 3a through e | 0. | | | |
| 4 Qualifying distributions for 2015 from Part XII, line 4: ▶ $ 1,268,901. | | | | |
| a Applied to 2014, but not more than line 2a | | | 1,049,970. | |
| 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 2015 distributable amount | | | | 218,931. |
| e Remaining amount distributed out of corpus | 0. | | | |
| 5 Excess distributions carryover applied to 2015 (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:** | | | | |
| a Corpus Add lines 3f, 4c, and 4e Subtract line 5 | 0. | | | |
| 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 2014. Subtract line 4a from line 2a. Taxable amount - see instr. | | | 0. | |
| f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016 | | | | 1,266,794. |
| 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 2010 not applied on line 5 or line 7 | 0. | | | |
| 9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a | 0. | | | |
| 10 Analysis of line 9: | | | | |
| a Excess from 2011 | | | | |
| b Excess from 2012 | | | | |
| c Excess from 2013 | | | | |
| d Excess from 2014 | | | | |
| e Excess from 2015 | | | | |

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

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 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 |
| 2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed | | | | | |
| b 85% of line 2a | | | | | |
| c Qualifying distributions from Part XII, line 4 for each year listed | | | | | |
| d Amounts included in line 2c not used directly for active conduct of exempt activities | | | | | |
| e Qualifying distributions made directly for active conduct of exempt activities. 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).)

J. FAYE SAMPSON

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<br>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 ATTACHMENT B | N/A | PC | | 1,113,160. |
| | | | | |
| | | | | |
| | | | | |
| | | | | |
| **Total** | | | ▶ 3a | 1,113,160. |
| b *Approved for future payment*<br><br>NONE | | | | |
| | | | | |
| | | | | |
| **Total** | | | ▶ 3b | 0. |

**Part XVI-A** **Analysis of Income-Producing Activities**

| Enter gross amounts unless otherwise indicated. | Unrelated business income (a) Business code | Unrelated business income (b) Amount | Excluded by section 512, 513, or 514 (c) Exclusion code | Excluded by section 512, 513, or 514 (d) Amount | (e) Related or exempt function income |
|---|---|---|---|---|---|
| 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 | 1,825. | |
| 4 Dividends and interest from securities | | | 14 | 542,188. | |
| 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 | | | 01 | 348,815. | |
| 8 Gain or (loss) from sales of assets other than inventory | | | 18 | 851,669. | |
| 9 Net income or (loss) from special events | | | | | |
| 10 Gross profit or (loss) from sales of inventory | | | | | |
| 11 Other revenue: | | | | | |
| a SECURITIES LITIGATION | | | | | |
| b PROCEEDS | | | 01 | 1,023. | |
| c FEDERAL EXCISE TAX | | | | | |
| d REFUND | | | 01 | 15. | |
| e | | | | | |
| 12 Subtotal. Add columns (b), (d), and (e) | | 0. | | 1,745,535. | 0. |

13 **Total** Add line 12, columns (b), (d), and (e) 13 1,745,535.

(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). |
|---|---|
| | |

## 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 | |

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] 11/18/16 ▶ Lead Trustee

Signature of officer or trustee Date Title

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

**Paid Preparer Use Only**

| Print/Type preparer's name | Preparer's signature | Date | Check ☐ if self-employed | PTIN |
|---|---|---|---|---|
| CHRISTOPHER PETERMANN | [signature] | 10/6/16 | | P00097440 |
| Firm's name ▶ PKF O'CONNOR DAVIES, LLP | | | Firm's EIN ▶ 27-1728945 | |
| Firm's address ▶ 665 FIFTH AVENUE NEW YORK, NY 10022 | | | Phone no. (212)286-2600 | |

**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 | SALE OF PUBLICLY TRADED SECURITIES | P | VARIOUS | VARIOUS |
| b | ALLIANCEBERNSTEIN EUROPEAN OPPORTUNITIES SERIES | P | VARIOUS | VARIOUS |
| c | SAB CAPITAL MARKETS, LP | P | VARIOUS | VARIOUS |
| d | GABELLI ASSOCIATES FUND II | P | VARIOUS | VARIOUS |
| e | CLOVERLEAF ESTATES WEST L.P. | D | VARIOUS | VARIOUS |
| f | FIRST FORK PROPERTIES, L.P. | D | VARIOUS | VARIOUS |
| g | COST BASIS ADJUSTMENT | P | VARIOUS | VARIOUS |
| h | CAPITAL GAINS DIVIDENDS | | | |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| | (e) Gross sales price | (f) Depreciation allowed (or allowable) | (g) Cost or other basis plus expense of sale | (h) Gain or (loss) (e) plus (f) minus (g) |
|---|---|---|---|---|
| a | 4,686,947. | | 4,140,877. | 546,070. |
| b | | | | 30. |
| c | | | | 26,596. |
| d | | | | 12,022. |
| e | | | | 38,755. |
| f | | | | 39,266. |
| g | | | | <163.> |
| h | 189,086. | | | 189,086. |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

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

| | (i) F.M.V. as of 12/31/69 | (j) Adjusted basis as of 12/31/69 | (k) Excess of col. (i) over col. (j), if any | (l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-") |
|---|---|---|---|---|
| a | | | | 546,070. |
| b | | | | 30. |
| c | | | | 26,596. |
| d | | | | 12,022. |
| e | | | | 38,755. |
| f | | | | 39,266. |
| g | | | | <163.> |
| h | | | | 189,086. |
| i | | | | |
| j | | | | |
| k | | | | |
| l | | | | |
| m | | | | |
| n | | | | |
| o | | | | |

| | | | |
|---|---|---|---|
| 2 Capital gain net income or (net capital loss) | { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 } | 2 | 851,662. |
| 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 |

523591
04-01-15

**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

**2015**

| Name of the organization | Employer identification number |
|---|---|
| MYLES D. AND J. FAYE SAMPSON FAMILY FOUNDATION,C/O INTENTIONAL PHILANTHROPHY | 25-6407379 |

**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 foundation |

Check 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)

| Name of organization | Employer identification number |
|---|---|
| MYLES D. AND J. FAYE SAMPSON FAMILY FOUNDATION,C/O INTENTIONAL PHILANTHROPHY | 25-6407379 |

**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 | TORO DEVELOPMENT CORPORATION<br>2500 ELDO ROAD, SUITE 1<br>MONROEVILLE, PA 15146 | $ 16,758. | Person [X]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions ) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions ) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions ) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions ) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions ) |
| | | $ | Person [ ]<br>Payroll [ ]<br>Noncash [ ]<br>(Complete Part II for noncash contributions ) |

| Name of organization | Employer identification number |
|---|---|
| MYLES D. AND J. FAYE SAMPSON FAMILY FOUNDATION,C/O INTENTIONAL PHILANTHROPHY | 25-6407379 |

**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 |
|---|---|---|---|
| | | $ | |

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

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

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

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

| (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 |
|---|---|
| MYLES D. AND J. FAYE SAMPSON FAMILY FOUNDATION, C/O INTENTIONAL PHILANTHROPHY | 25-6407379 |

**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 |
|---|---|
| | |

| (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 |
|---|---|
| | |

| (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 |
|---|---|
| | |

| (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 |
|---|---|
| | |

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 1

| SOURCE | (A) REVENUE PER BOOKS | (B) NET INVESTMENT INCOME | (C) ADJUSTED NET INCOME |
|---|---|---|---|
| BERSTEIN - INTEREST | 1,797. | 1,797. | |
| S&T TRUST - INTEREST | 28. | 28. | |
| TOTAL TO PART I, LINE 3 | 1,825. | 1,825. | |

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 2

| SOURCE | GROSS AMOUNT | CAPITAL GAINS DIVIDENDS | (A) REVENUE PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME |
|---|---|---|---|---|---|
| DIVIDENDS AND INTEREST THRU INVESTMENTS | 706,374. | 189,086. | 517,288. | 517,288. | |
| DIVIDENDS AND INTEREST THRU K-1'S | 24,900. | 0. | 24,900. | 8,191. | |
| TO PART I, LINE 4 | 731,274. | 189,086. | 542,188. | 525,479. | |

FORM 990-PF OTHER INCOME STATEMENT 3

| DESCRIPTION | (A) REVENUE PER BOOKS | (B) NET INVEST-MENT INCOME | (C) ADJUSTED NET INCOME |
|---|---|---|---|
| OTHER INCOME THRU K-1'S | 348,815. | 348,815. | |
| SECURITIES LITAGATION PROCEEDS | 1,023. | 1,023. | |
| FEDERAL EXCISE TAX REFUND | 15. | 0. | |
| TOTAL TO FORM 990-PF, PART I, LINE 11 | 349,853. | 349,838. | |

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| S&T TRUST | 60,190. | 60,190. | | 0. |
| INTENTIONAL PHILANTHROPY LLC | 124,000. | 0. | | 124,000. |
| AMERICAN STOCK LLC | 7. | 7. | | 0. |
| BERNSTEIN PRIVATE WEALTH MANAGEMENT | 50,284. | 50,284. | | 0. |
| TO FORM 990-PF, PG 1, LN 16C | 234,481. | 110,481. | | 124,000. |

FORM 990-PF TAXES STATEMENT 5

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| EXCISE TAXES | 20,000. | 0. | | 0. |
| FOREIGN WITHHOLDING TAX | 150. | 150. | | 0. |
| FOREIGN WITHHOLDING TAX THRU K-1'S | 421. | 421. | | 0. |
| TO FORM 990-PF, PG 1, LN 18 | 20,571. | 571. | | 0. |

FORM 990-PF OTHER EXPENSES STATEMENT 6

| DESCRIPTION | (A) EXPENSES PER BOOKS | (B) NET INVEST- MENT INCOME | (C) ADJUSTED NET INCOME | (D) CHARITABLE PURPOSES |
|---|---|---|---|---|
| PAYROLL SERVICE FEE | 549. | 0. | | 549. |
| OTHER DEDUCTIONS THRU K-1'S | 298,805. | 298,805. | | 0. |
| DUES AND SUBSCRIPTIONS | 4,511. | 0. | | 4,511. |
| OFFICE SUPPLIES | 199. | 0. | | 199. |
| TO FORM 990-PF, PG 1, LN 23 | 304,064. | 298,805. | | 5,259. |

| FORM 990-PF | CORPORATE STOCK | STATEMENT 7 |
|---|---|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|
| CORPORATE STOCK - SEE ATTACHMENT A-1 PAGE 3 OF 5 | 4,089,360. | 5,772,671. |
| 6776.85 SHARES OF S&T BANCORP INC. | 179,915. | 208,863. |
| CORPORATE STOCK - SEE ATTACHMENT A-2 PAGE 4 OF 4 | 3,161,845. | 3,756,042. |
| TOTAL TO FORM 990-PF, PART II, LINE 10B | 7,431,120. | 9,737,576. |

| FORM 990-PF | CORPORATE BONDS | STATEMENT 8 |
|---|---|---|

| DESCRIPTION | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|
| CORPORATE BONDS - SEE ATTACHMENT A-1 PAGE 5 OF 5 | 3,743,030. | 3,740,238. |
| TOTAL TO FORM 990-PF, PART II, LINE 10C | 3,743,030. | 3,740,238. |

| FORM 990-PF | OTHER INVESTMENTS | STATEMENT 9 |
|---|---|---|

| DESCRIPTION | VALUATION METHOD | BOOK VALUE | FAIR MARKET VALUE |
|---|---|---|---|
| GABELLI ASSOCIATES FUND II | COST | 764,427. | 811,634. |
| GOLDEN MILE PROPERTIES LP | COST | 899,638. | 1,221,000. |
| SAB CAPITAL MARKETS LP | COST | 1,388,848. | 1,402,865. |
| MUTUAL FUNDS - SEE ATTACHMENT A-2 PAGE 4 OF 4 | COST | 10,998,209. | 10,584,543. |
| EUROPEAN OPPORTUNITIES SERIES DBT | COST | 407,489. | 407,600. |
| FIRST FORK PROPERTIES, LP | COST | 0. | 365,000. |
| TOTAL TO FORM 990-PF, PART II, LINE 13 | | 14,458,611. | 14,792,642. |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
EIN: 25-6407379

| Asset Description | Units | Market Value<br>Cost | Est. Annual Income<br>Accruals | Current<br>Yield |
|---|---|---|---|---|
| **Equities** | | | | |
| Flextronics Intl LTD | 16,914 000 | 189,605 94<br>94,452 42 | 0.00 | 0 00% |
| Agl Resources Inc | 2,747 000 | 175,286 07<br>128,432 39 | 5,603 00 | 3 20% |
| Aecom | 6,104 000 | 183,303 12<br>151,332 44 | 0 00 | 0 00% |
| American Eagle Outfitters | 6,443 000 | 99,866.50<br>86,310.43 | 3,221 00 | 3 23% |
| Amerisourcebergen | 2,121 000 | 219,968 91<br>75,217 24 | 2,884 00 | 1 31% |
| Amtrust Financial Services, Inc | 4,728.000 | 291,150 24<br>177,537 42 | 5,673 00<br>1,418 40 | 1 95% |
| Berkshire Hathaway Inc Cl B New | 1,678 000 | 221,563 12<br>119,343 97 | 0 00 | 0 00% |
| Blackhawk Network Holdings Inc | 3,429 000 | 151,596 09<br>143,665 14 | 0 00 | 0 00% |
| Cf Industries Holdings Inc | 2,890 000 | 117,940 90<br>36,157.38 | 3,468 00 | 2 94% |
| Coach Inc | 2,049 000 | 67,063 77<br>101,090 49 | 2,766 00 | 4 12% |
| Cummins Inc | 740 000 | 65,127 40<br>37,639 25 | 2,886 00 | 4 43% |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
EIN: 25-6407379

| Asset Description | Units | Market Value<br>Cost | Est. Annual Income<br>Accruals | Current Yield |
|---|---|---|---|---|
| Devon Energy Corp | 1,569 000 | 50,208 00<br>114,463 79 | 1,506 00 | 3 00% |
| Emcor Group Inc | 3,730 000 | 179,189 20<br>84,157 71 | 1,193 00 | 0 67% |
| Express Scripts Holding Co | 1,568 000 | 137,058 88<br>63,912 29 | 0 00 | 0 00% |
| Exxon Mobil Corp | 1,285 000 | 100,165 75<br>84,599 28 | 3,752 00 | 3 75% |
| FMC Corporation | 1,784 000 | 69,807 92<br>49,474 07 | 1,177 00<br>294 36 | 1 69% |
| Federated Invs Inc PA<br>Cl B | 2,332 000 | 66,811 80<br>57,749 75 | 2,332 00 | 3 49% |
| F5 Networks Inc | 1,242 000 | 120,424 32<br>97,709 14 | 0 00 | 0 00% |
| Gamestop Corp | 4,795 000 | 134,451 80<br>123,710 66 | 6,904 00 | 5 14% |
| General Electric Co | 4,462 000 | 138,991 30<br>65,238 78 | 4,105 00<br>1,026 26 | 2 95% |
| Intel Corp | 3,066.000 | 105,623 70<br>59,052 33 | 2,943 00 | 2 79% |
| J2 Global Inc | 2,123 000 | 174,765.36<br>62,490 76 | 2,674 00 | 1 53% |
| Kirby Corp | 1,227 000 | 64,564.74<br>46,400.25 | 0 00 | 0 00% |
| Lifelock Inc | 22,142 000 | 317,737.70<br>236,982 49 | 0 00 | 0 00% |
| Microsoft Corp | 2,239 000 | 124,219 72<br>69,842 03 | 3,224 00 | 2 60% |
| The Mosaic Co | 1,528 000 | 42,157 52<br>71,483 29 | 1,680 00 | 3 99% |
| Myriad Genetics Inc | 3,262 000 | 140,787 92<br>80,061 46 | 0 00 | 0 00% |
| Neustar Inc | 6,228.000 | 149,285 16<br>164,030.06 | 0 00 | 0.00% |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
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| Asset Description | Units | Market Value<br>Cost | Est. Annual Income<br>Accruals | Current<br>Yield |
|---|---|---|---|---|
| Occidental Petroleum Corp | 750 000 | 50,707 50<br>59,145 57 | 2,250 00<br>562 50 | 4 44% |
| Parexel International Corp | 1,568 000 | 106,812 16<br>100,515 97 | 0 00 | 0 00% |
| Pepsico Inc | 1,515 000 | 151,378 80<br>93,757 61 | 4,257 00<br>1,064 28 | 2 81% |
| Polaris Inds Inc<br>Com | 1,029 000 | 88,442 55<br>70,341 98 | 2,181 00 | 2 47% |
| Proctor & Gamble Co | 1,166 000 | 92,592 06<br>71,233 43 | 3,092 00 | 3 34% |
| Skyworks Solutions Inc<br>Com | 3,155 000 | 242,398 65<br>63,293 83 | 3,281 00 | 1 35% |
| Solarwinds Inc | 4,927 000 | 290,200 30<br>211,433 17 | 0 00 | 0 00% |
| Tech Data Corp | 2,386 000 | 158,382 68<br>128,988 63 | 0 00 | 0 00% |
| Tetra Tech, Inc | 5,370 000 | 139,727 40<br>131,429 36 | 1,718 00 | 1 23% |
| 3M Co | 1,256 000 | 189,203 84<br>90,999 51 | 5,149.00 | 2 72% |
| Triumph Group Inc | 1,647 000 | 65,468 25<br>58,933 01 | 263 00 | 0 40% |
| Vantiv Inc | 1,838 000 | 87,157 96<br>75,181 50 | 0.00 | 0 00% |
| Web Com Group Inc | 5,968 000 | 119,419 68<br>141,174 02 | 0 00 | 0 00% |
| Western Digital Corp | 1,533.000 | 92,056 65<br>110,395 32 | 3,066 00<br>766 50 | 3 33% |
| **Total Equities** | | **$ 5,772,671.33**<br>**$ 4,089,359.62** | **83,248.00**<br>**5,132.30** | **1.44%** |
| **Fixed Income** | | | | |
| Autozone Inc 6 95% 061516 | 250,000 000 | 256,165 00<br>249,031 85 | 17,375 00<br>772 22 | 6 78% |

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| Asset Description | Units | Market Value<br>Cost | Est. Annual Income<br>Accruals | Current Yield |
|---|---|---|---|---|
| BMC Software Inc<br>7 25 06/01/2018 | 250,000 000 | 206,250 00<br>269,257 63 | 18,125 00<br>1,510.41 | 8.79% |
| Baker Hughes Inc 7 50% 11151<br>8 | 100,000 000 | 112,902 00<br>99,727 88 | 7,500 00<br>958 33 | 6 64% |
| CVS Pass Through Trust<br>6 036% 12/10/28 | 73,721 393 | 80,960 10<br>83,970 87 | 4,449 00<br>259 62 | 5 50% |
| CA Inc<br>5 375 12/01/2019 | 250,000 000 | 269,777 50<br>271,323 55 | 13,437 00<br>1,119 79 | 4 98% |
| Canonsburg-Huston Sewer<br>3 75% Due 12/1/16 | 35,000 000 | 35,053 90<br>34,815 41 | 1,312 00<br>109 37 | 3 74% |
| Delaware Cty PA 4 092 111520 | 250,000 000 | 263,987 50<br>248,428 74 | 10,230 00<br>1,307 16 | 3 88% |
| Dun & Bradstreet<br>3 25 12/01/2017 | 400,000 000 | 403,112 00<br>401,856 66 | 13,000 00<br>1,083.33 | 3 22% |
| Dun & Bradstreet 4 375 120122 | 70,000 000 | 68,520 20<br>68,779 49 | 3,062 00<br>255 20 | 4 47% |
| Gabelli Abc Fund Adv | 16,655 688 | 166,723 44<br>168,722 12 | 0 00 | 0 00% |
| Lycoming Cnty PA 5 375 081518 | 33,000 000 | 33,839 19<br>33,577 45 | 1,773.00<br>670.08 | 5 24% |
| Lycoming Cnty PA 5 375 081518 | 42,000 000 | 43,068 06<br>42,734 92 | 2,257.00<br>864 77 | 5 24% |
| Montana St Brd Regents Highe<br>R Ed 3 984 051517 | 100,000 000 | 103,052 00<br>100,000 00 | 3,984 00<br>509 06 | 3 87% |
| Nextra Energy Capital 2 70 091519 | 250,000 000 | 248,892 50<br>249,636 90 | 6,750 00<br>1,987 50 | 2 71% |
| Snap on 4 25 011518 | 250,000 000 | 262,180 00<br>249,697 22 | 10,625 00<br>4,899 30 | 4 05% |
| Tech Data Corp<br>3 75 09/21/2017 | 340,000 000 | 344,059.60<br>342,972.95 | 12,750 00<br>3,541.66 | 3 71% |
| Tulsa OK Babs 4 222 090117 | 45,000 000 | 46,600 20<br>45,000 00 | 1,899 00<br>633 30 | 4 08% |
| Valero Energy 6 125% 061517 | 200,000 000 | 210,572 00<br>199,970 58 | 12,250 00<br>544 44 | 5 82% |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
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| Asset Description | Units | Market Value<br>Cost | Est. Annual Income<br>Accruals | Current<br>Yield |
|---|---|---|---|---|
| Vodafone Group PLC<br>1 5 021918 | 200,000 000 | 197,778 00<br>197,400 43 | 3,000 00<br>1,099 99 | 1 52% |
| Western Ill Babs 4 35 040117 | 25,000 000 | 25,632 00<br>24,896 10 | 1,087 00<br>271 87 | 4 24% |
| West Union Co 5 93% 100116 | 350,000 000 | 361,112 50<br>361,228 75 | 20,755 00<br>5,188 75 | 5 75% |
| **Total Fixed Income** | | **$ 3,740,237.69**<br>**$ 3,743,029.50** | **165,620.00**<br>**27,586.15** | **4.43%** |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
EIN: 25-6407379

| Asset Class | Qty. | Description | | | Avg. Unit Cost | Market Price | Total Cost | Market Value | Accrued Income | Unrealized Gain (Loss) | Est. Annual Income | Yield |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Stocks | 18,236 278 | AB DISCOVERY GRWTH FUND- ADV | M | CHCYX | $ 8 37 | $ 8 84 | 152,590 | 161,209 | $ - | $ 8,618 | $ - | 0 0% |
| Stocks | 8,957 493 | AB DISCOVERY VALUE FUND- ADV | M | ABYSX | $ 18 81 | $ 18 30 | 168,474 | 163,922 | $ - | $ (4,552) | $ 475 | 0 3% |
| Bonds | 214,009 582 | AB GLOBAL BOND FUND-ADV(1) | M | ANAYX | $ 8 44 | $ 8 15 | 1,806,513 | 1,744,178 | $ 3,250 | $ (62,335) | $ 40,020 | 2 3% |
| Stocks | 9,231 461 | AB SMALL CAP VALUE PORT- CL A(1) | M | SCAVX | $ 10 88 | $ 10 00 | 100,481 | 92,315 | $ - | $ (8,167) | $ - | 0 0% |
| Stocks | 443 000 | AETNA INC | C | AET | $ 77 97 | $ 108 12 | 34,542 | 47,897 | $ - | $ 13,355 | $ 443 | 0 9% |
| Real Asset Securities | 94,260 456 | ALLIANCEBERNSTEIN ALL MARKET R CLASS 1(1) | M | AMTOX | $ 10 26 | $ 7 29 | 967,220 | 687,159 | $ - | $ (280,061) | $ - | 0 0% |
| Stocks | 1,231 000 | ALLSTATE CORP | C | ALL | $ 68 69 | $ 62 09 | 84,560 | 76,433 | $ 369 | $ (8,127) | $ 1,477 | 1 9% |
| Stocks | 49 000 | ALPHABET INC-CL A | C | GOOGL | $ 294 60 | $ 778 01 | 14,436 | 38,122 | $ - | $ 23,687 | $ - | 0 0% |
| Stocks | 120 000 | ALPHABET INC-CL C | C | GOOG | $ 426 05 | $ 758 88 | 51,126 | 91,066 | $ - | $ 39,939 | $ - | 0 0% |
| Stocks | 1,428 000 | ALTRIA GROUP INC | C | MO | $ 48 98 | $ 58 21 | 69,945 | 83,124 | $ 807 | $ 13,179 | $ 3,227 | 3 9% |
| Stocks | 543 000 | AMDOCS LTD | C | DOX | $ 40 33 | $ 54 57 | 21,898 | 29,632 | $ 92 | $ 7,733 | $ 369 | 1 3% |
| Stocks | 688 000 | AMERICAN ELECTRIC POWER | C | AEP | $ 55 03 | $ 58 27 | 37,863 | 40,090 | $ - | $ 2,226 | $ 1,541 | 3 8% |
| Stocks | 615 000 | AMPHENOL CORP-CL A | C | APH | $ 43 18 | $ 52 23 | 26,555 | 32,121 | $ 86 | $ 5,566 | $ 344 | 1 1% |
| Stocks | 414 000 | ANSYS INC | C | ANSS | $ 78 93 | $ 92 50 | 32,676 | 38,295 | $ - | $ 5,619 | $ - | 0 0% |
| Stocks | 339 000 | ANTHEM INC | C | ANTM | $ 115 85 | $ 139 44 | 39,274 | 47,270 | $ - | $ 7,996 | $ 848 | 1 8% |
| Stocks | 1,294 000 | APPLE INC | C | AAPL | $ 77 50 | $ 105 26 | 100,281 | 136,206 | $ - | $ 35,925 | $ 2,692 | 2 0% |
| Stocks | 3,149 000 | APPLIED MATERIALS INC | C | AMAT | $ 18 92 | $ 18 67 | 59,588 | 58,792 | $ - | $ (796) | $ 1,260 | 2 1% |
| Stocks | 664 000 | BALL CORP | C | BLL | $ 56 46 | $ 72 73 | 37,491 | 48,293 | $ - | $ 10,801 | $ 345 | 0 7% |
| Stocks | 4,890 000 | BANK OF AMERICA CORP | C | BAC | $ 13 78 | $ 16 83 | 67,387 | 82,299 | $ - | $ 14,912 | $ 978 | 1 2% |
| Stocks | 33,896 668 | BERNSTEIN EMERGING MARKETS PORTFOLIO(1) | M | SNEMX | $ 24 48 | $ 22 47 | 829,957 | 761,658 | $ - | $ (68,299) | $ 10,067 | 1 3% |
| Bonds | 132,634 610 | BERNSTEIN INTERMEDIATE DURATION PORTFOLIO(1) | M | SNIDX | $ 13 70 | $ 13 01 | 1,817,577 | 1,725,576 | $ 1,404 | $ (92,001) | $ 45,653 | 2 5% |
| Stocks | 56,939 058 | BERNSTEIN INTERNATIONAL PORTFOLIO(1) | M | SIMTX | $ 14 43 | $ 15 22 | 821,362 | 866,612 | $ - | $ 45,250 | $ 15,772 | 1 8% |
| Stocks | 137 000 | BIOGEN INC | C | BIIB | $ 166 21 | $ 306 35 | 22,771 | 41,970 | $ - | $ 19,199 | $ - | 0 0% |
| Stocks | 549 000 | CAPITAL ONE FINANCIAL CORP | C | COF | $ 57 48 | $ 72 18 | 31,555 | 39,627 | $ - | $ 8,071 | $ 878 | 2 2% |
| Stocks | 1,283 000 | CF INDUSTRIES HOLDINGS INC | C | CF | $ 55 01 | $ 40 81 | 70,577 | 52,359 | $ - | $ (18,218) | $ 1,540 | 2 9% |
| Stocks | 1,382 000 | CITIZENS FINANCIAL GROUP | C | CFG | $ 26 64 | $ 26 19 | 36,815 | 36,195 | $ - | $ (620) | $ 553 | 1 5% |
| Stocks | 1,121 000 | COMCAST CORP-CLASS A | C | CMCSA | $ 45 43 | $ 56 43 | 50,928 | 63,258 | $ - | $ 12,330 | $ 1,121 | 1 8% |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
EIN: 25-6407379

| Asset Class | Qty. | Description | | | Avg. Unit Cost | Market Price | Total Cost | Market Value | Accrued Income | Unrealized Gain (Loss) | Est. Annual Income | Yield |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Stocks | 265 000 | COSTCO WHOLESALE CORP | C | COST | $ 120 04 | $ 161 50 | 31,811 | 42,798 | $ - | $ 10,986 | $ 424 | 1 0% |
| Stocks | 734 000 | CVS HEALTH CORP | C | CVS | $ 72 79 | $ 97 77 | 53,427 | 71,763 | $ - | $ 18,337 | $ 1,248 | 1 7% |
| Stocks | 660 000 | DANAHER CORP | C | DHR | $ 71 23 | $ 92 88 | 47,013 | 61,301 | $ 89 | $ 14,288 | $ 356 | 0 6% |
| Stocks | 777 000 | DELTA AIR LINES INC | C | DAL | $ 39 65 | $ 50 69 | 30,812 | 39,386 | $ - | $ 8,574 | $ 420 | 1 1% |
| Stocks | 832 000 | DISCOVER FINANCIAL SERVICES | C | DFS | $ 58 95 | $ 53 62 | 49,049 | 44,612 | $ - | $ (4,438) | $ 932 | 2 1% |
| Stocks | 724 000 | DOLLAR GENERAL CORP | C | DG | $ 64 71 | $ 71 87 | 46,848 | 52,034 | $ 159 | $ 5,186 | $ 637 | 1 2% |
| Stocks | 639 000 | DR PEPPER SNAPPLE GROUP INC | C | DPS | $ 60 63 | $ 93 20 | 38,741 | 59,555 | $ 307 | $ 20,814 | $ 1,227 | 2 1% |
| Stocks | 1,047 000 | EBAY INC | C | EBAY | $ 24 20 | $ 27 48 | 25,341 | 28,772 | $ - | $ 3,431 | $ - | 0 0% |
| Stocks | 595 000 | EDISON INTERNATIONAL | C | EIX | $ 57 11 | $ 59 21 | 33,982 | 35,230 | $ 286 | $ 1,248 | $ 1,142 | 3 2% |
| Stocks | 538 000 | EOG RESOURCES INC | C | EOG | $ 81 88 | $ 70 79 | 44,052 | 38,085 | $ - | $ (5,967) | $ 360 | 1 0% |
| Stocks | 402 000 | ESTEE LAUDER COMPANIES-CL A | C | EL | $ 75 59 | $ 88 06 | 30,386 | 35,400 | $ - | $ 5,014 | $ 482 | 1 4% |
| Stocks | 100 000 | F5 NETWORKS INC | C | FFIV | $ 104 86 | $ 96 96 | 10,486 | 9,696 | $ - | $ (790) | $ - | 0 0% |
| Stocks | 750 000 | FACEBOOK INC-A | C | FB | $ 70 42 | $ 104 66 | 52,819 | 78,495 | $ - | $ 25,676 | $ - | 0 0% |
| Stocks | 366 000 | FISERV INC | C | FISV | $ 64 25 | $ 91 46 | 23,514 | 33,474 | $ - | $ 9,960 | $ - | 0 0% |
| Stocks | 752 000 | GAMESTOP CORP-CLASS A | C | GME | $ 35 86 | $ 28 04 | 26,968 | 21,086 | $ - | $ (5,882) | $ 1,083 | 5 1% |
| Stocks | 656 000 | GILEAD SCIENCES INC | C | GILD | $ 70 33 | $ 101 19 | 46,137 | 66,381 | $ - | $ 20,244 | $ 1,128 | 1 7% |
| Stocks | 533 000 | HESS CORP | C | HES | $ 77 57 | $ 48 48 | 41,345 | 25,840 | $ - | $ (15,505) | $ 533 | 2 1% |
| Stocks | 1,948 000 | HEWLETT PACKARD ENTERPRIS | C | HPE | $ 14 64 | $ 15 20 | 28,513 | 29,610 | $ 107 | $ 1,096 | $ 429 | 1 5% |
| Stocks | 603 000 | HOME DEPOT INC | C | HD | $ 58 41 | $ 132 25 | 35,221 | 79,747 | $ - | $ 44,526 | $ 1,423 | 1 8% |
| Stocks | 1,948 000 | HP INC | C | HPQ | $ 12 17 | $ 11 84 | 23,709 | 23,064 | $ 242 | $ (645) | $ 966 | 4 2% |
| Stocks | 72 000 | INTUITIVE SURGICAL INC | C | ISRG | $ 418 61 | $ 546 16 | 30,140 | 39,324 | $ - | $ 9,184 | $ - | 0 0% |
| Stocks | 1,080 000 | ITT CORP | C | ITT | $ 44 62 | $ 36 32 | 48,187 | 39,226 | $ - | $ (8,962) | $ 511 | 1 3% |
| Stocks | 849 000 | JETBLUE AIRWAYS | C | JBLU | $ 22 43 | $ 22 65 | 19,046 | 19,230 | $ - | $ 184 | $ - | 0 0% |
| Stocks | 571 000 | JOHNSON & JOHNSON | C | JNJ | $ 67 20 | $ 102 72 | 38,368 | 58,653 | $ - | $ 20,285 | $ 1,713 | 2 9% |
| Stocks | 183 000 | KIMBERLY-CLARK CORP | C | KMB | $ 110 15 | $ 127 30 | 20,157 | 23,296 | $ 161 | $ 3,139 | $ 644 | 2 8% |
| Stocks | 964 000 | KROGER CO | C | KR | $ 14 62 | $ 41 83 | 14,090 | 40,324 | $ - | $ 26,234 | $ 405 | 1 0% |
| Stocks | 198 000 | L BRANDS INC | C | LB | $ 94 66 | $ 95 82 | 18,743 | 18,972 | $ - | $ 229 | $ 396 | 2 1% |
| Stocks | 422 000 | L-3 COMMUNICATIONS HOLDINGS | C | LLL | $ 118 93 | $ 119 51 | 50,187 | 50,433 | $ - | $ 247 | $ 1,097 | 2 2% |
| Stocks | 606 000 | LYONDELLBASELL INDU-CL A | C | LYB | $ 74 66 | $ 86 90 | 45,245 | 52,661 | $ - | $ 7,417 | $ 1,891 | 3 6% |
| Stocks | 419 000 | MAGNA INTERNATIONAL INC | C | MGA | $ 53 33 | $ 40 56 | 22,344 | 16,995 | $ - | $ (5,349) | $ 369 | 2 2% |
| Stocks | 152 000 | MCKESSON CORP | C | MCK | $ 215 60 | $ 197 23 | 32,771 | 29,979 | $ 43 | $ (2,792) | $ 170 | 0 6% |
| Stocks | 479 000 | MEDTRONIC PLC | C | MDT | $ 74 71 | $ 76 92 | 35,787 | 36,845 | $ 182 | $ 1,057 | $ 728 | 2 0% |
| Stocks | 428 000 | MERCK & CO INC | C | MRK | $ 48 03 | $ 52 82 | 20,557 | 22,607 | $ 197 | $ 2,050 | $ 788 | 3 5% |
| Stocks | 2,070 000 | MICROSOFT CORP | C | MSFT | $ 45 52 | $ 55 48 | 94,236 | 114,844 | $ - | $ 20,608 | $ 2,981 | 2 6% |

Myles D. and J. Faye Sampson Family Foundation
December 31, 2015
EIN: 25-6407379

| Asset Class | Qty. | Description | | | Avg. Unit Cost | Market Price | Total Cost | Market Value | Accrued Income | Unrealized Gain (Loss) | Est. Annual Income | Yield |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Stocks | 378 000 | MOBILEYE NV | C | MBLY | $ 39 27 | $ 42 28 | 14,843 | 15,982 | $ - | $ 1,138 | $ - | 0 0% |
| Stocks | 147 000 | MONSTER BEVERAGE CORP | C | MNST | $ 73 29 | $ 148 96 | 10,774 | 21,897 | $ - | $ 11,123 | $ - | 0 0% |
| Stocks | 1,075 000 | MURPHY OIL CORP | C | MUR | $ 43 40 | $ 22 45 | 46,654 | 24,134 | $ - | $ (22,521) | $ 1,505 | 6 2% |
| Stocks | 1,006 000 | NIKE INC -CL B | C | NKE | $ 39 16 | $ 62 50 | 39,396 | 62,875 | $ 161 | $ 23,479 | $ 644 | 1 0% |
| Stocks | 325 000 | NORTHROP GRUMMAN CORP | C | NOC | $ 160 46 | $ 188 81 | 52,148 | 61,363 | $ - | $ 9,215 | $ 1,040 | 1 7% |
| Stocks | 829 000 | ORACLE CORP | C | ORCL | $ 39 14 | $ 36 53 | 32,447 | 30,283 | $ - | $ (2,164) | $ 497 | 1 6% |
| Dynamic Asset Allocation Overlay | 274,176 441 | OVERLAY A PORTFOLIO CLASS 2 | M | SAOTX | $ 11 06 | $ 11 54 | 3,031,695 | 3,163,996 | $ - | $ 132,301 | $ 54,287 | 1 7% |
| Dynamic Asset Allocation Overlay | 119,991 897 | OVERLAY B PORTFOLIO CLASS 2 | M | SBOTX | $ 10 85 | $ 10 15 | 1,302,338 | 1,217,918 | $ - | $ (84,420) | $ 38,277 | 3 1% |
| Stocks | 664 000 | PEPSICO INC | C | PEP | $ 90 95 | $ 99 92 | 60,389 | 66,347 | $ 466 | $ 5,958 | $ 1,866 | 2 8% |
| Stocks | 1,963 000 | PFIZER INC | C | PFE | $ 22 08 | $ 32 28 | 43,352 | 63,366 | $ - | $ 20,013 | $ 2,356 | 3 7% |
| Stocks | 1,227 000 | PPL CORPORATION | C | PPL | $ 33 46 | $ 34 13 | 41,050 | 41,878 | $ 463 | $ 827 | $ 1,853 | 4 4% |
| Stocks | 25 000 | PRICELINE GROUP INC/THE | C | PCLN | $ 901 25 | $ 1,274 95 | 22,531 | 31,874 | $ - | $ 9,343 | $ - | 0 0% |
| Stocks | 82 000 | PUBLIC STORAGE | C | PSA | $ 215 07 | $ 247 70 | 17,636 | 20,311 | $ - | $ 2,676 | $ 558 | 2 8% |
| Stocks | 132 000 | ROCKWELL COLLINS INC | C | COL | $ 92 17 | $ 92 30 | 12,167 | 12,184 | $ - | $ 17 | $ 174 | 1 4% |
| Stocks | 920 000 | ROSS STORES INC | C | ROST | $ 50 51 | $ 53 81 | 46,470 | 49,505 | $ - | $ 3,035 | $ 432 | 0 9% |
| Stocks | 369 000 | SCHLUMBERGER LTD | C | SLB | $ 88 47 | $ 69 75 | 32,647 | 25,738 | $ 185 | $ (6,909) | $ 738 | 2 9% |
| Stocks | 666 000 | SEALED AIR CORP | C | SEE | $ 52 11 | $ 44 60 | 34,708 | 29,704 | $ - | $ (5,005) | $ 346 | 1 2% |
| Stocks | 184 000 | SERVICENOW INC | C | NOW | $ 46 86 | $ 86 56 | 8,622 | 15,927 | $ - | $ 7,305 | $ - | 0 0% |
| Stocks | 131 000 | SHERWIN-WILLIAMS CO/THE | C | SHW | $ 204 07 | $ 259 60 | 26,733 | 34,008 | $ - | $ 7,274 | $ 351 | 1 0% |
| Stocks | 1,036 000 | STARBUCKS CORP | C | SBUX | $ 39 64 | $ 60 03 | 41,070 | 62,191 | $ - | $ 21,121 | $ 829 | 1 3% |
| Stocks | 677 000 | SYNCHRONY FINANCIAL | C | SYF | $ 30 58 | $ 30 41 | 20,704 | 20,588 | $ - | $ (117) | $ - | 0 0% |
| Stocks | 322 000 | UNION PACIFIC CORP | C | UNP | $ 74 43 | $ 78 20 | 23,966 | 25,180 | $ - | $ 1,214 | $ 708 | 2 8% |
| Stocks | 278 000 | UNITED TECHNOLOGIES CORP | C | UTX | $ 118 60 | $ 96 07 | 32,970 | 26,707 | $ - | $ (6,263) | $ 712 | 2 7% |
| Stocks | 564 000 | UNITEDHEALTH GROUP INC | C | UNH | $ 113 82 | $ 117 64 | 64,193 | 66,349 | $ - | $ 2,156 | $ 1,128 | 1 7% |
| Stocks | 1,190 000 | US BANCORP | C | USB | $ 41 13 | $ 42 67 | 48,950 | 50,777 | $ 303 | $ 1,827 | $ 1,214 | 2 4% |
| Stocks | 441 000 | VALERO ENERGY CORP | C | VLO | $ 50 50 | $ 70 71 | 22,272 | 31,183 | $ - | $ 8,911 | $ 882 | 2 8% |
| Stocks | 613 000 | VERIZON COMMUNICATIONS INC | C | VZ | $ 46 75 | $ 46 22 | 28,660 | 28,333 | $ - | $ (327) | $ 1,385 | 4 9% |
| Stocks | 976 000 | VISA INC - CLASS A SHRS | C | V | $ 38 32 | $ 77 55 | 37,396 | 75,689 | $ - | $ 38,293 | $ 547 | 0 7% |
| Stocks | 713 000 | VOYA FINANCIAL INC | C | VOYA | $ 42 26 | $ 36 91 | 30,132 | 26,317 | $ - | $ (3,815) | $ 29 | 0 1% |
| Stocks | 558 000 | WALT DISNEY CO/THE | C | DIS | $ 73 20 | $ 105 08 | 40,843 | 58,635 | $ 396 | $ 17,792 | $ 792 | 1 4% |
| Stocks | 1,969 000 | WELLS FARGO & COMPANY | C | WFC | $ 40 76 | $ 54 36 | 80,266 | 107,035 | $ - | $ 26,769 | $ 2,954 | 2 8% |

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| Asset Class | Qty. | Description | | | Avg. Unit Cost | Market Price | Total Cost | Market Value | Accrued Income | Unrealized Gain (Loss) | Est. Annual Income | Yield |
|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Stocks | 4,414 000 | XEROX CORP | C | XRX | $ 10 77 | $ 10 63 | 47,553 | 46,921 | $ 309 | $ (632) | $ 1,236 | 2 6% |
| | | **NET PORTFOLIO VALUE** | | | | | **14,160,054** | **14,340,585** | **$ 9,755** | **$ 181,163** | **$ 270,189** | **1.9%** |

| | Cost | Market |
|---|---|---|
| CORPORATE STOCK = SUM OF C = | 3,161,845 | 3,756,042 |
| MUTUAL FUNDS = SUM OF M = | 10,998,209 | 10,584,543 |
| | 14,160,054 | 14,340,585 |

**Myles D and J Faye Sampson Family Foundation**
**December 31, 2015**
**EIN 25-6407379**
**Grant Paid**

| Organization Name | Organization Tax Id | Tax Staus | Organization Address | Project Name | Decision Date | Installment Amount | Installment Due Date | Decision Comments |
|---|---|---|---|---|---|---|---|---|
| 1000 Days | 47-1062064 | PC | 1400 16th Street, NW Suite 210 Washington DC 20036 | General Operating Support | 11/30/2015 | $1,500 | 12/11/2015 | To support the education of the international community of the importance of building a child s strong nutritional foundation starting during pregnancy and continuing through toddler years |
| AFRICA YOGA PROJECT INC | 26-2853513 | PC | 1750 W Front Street Ste 200 Boise ID 83702 | Mentor Scholarship | 03/20/2015 | $1 500 | 03/23/2015 | |
| AFRICA YOGA PROJECT INC | 26-2853513 | PC | 1750 W Front Street Ste 200 Boise ID 83702 | General Operating Support 2015 | 09/23/2015 | $2,500 | 09/30/2015 | To support training yoga teachers in Kenya and providing yoga instruction to their communities |
| Attachment Parenting International | 62-1574168 | PC | P O Box 4615 Alpharetta GA 30023 | General Operating Support 2015 | 09/23/2015 | $2,000 | 09/30/2015 | To support promoting parenting practices that create strong, healthy emotional bonds between children and their parents for life |
| Black Hills Regional Ski for Light | 46-0355182 | PC | P O Box 3707 Rapid City SD 57709 | 37th Annual Black Hills Regional Ski For Light | 03/31/2015 | $12,500 | 04/17/2015 | |
| Butler County Family YMCA | 25-0965619 | PC | 339 N Washington St Butler Butler PA 16001 5261 | General Operating Support | 11/30/2015 | $5,000 | 12/11/2015 | To support cultivating in youth the values, skills and relationships that lead to positive behaviors, better health and educational achievement |
| Center for Mind Body Medicine | 52-1755744 | PC | The Center for Mind-Body Medicine 5225 Connecticut Avenue, NW, Suite 415 Washington DC 20015 | Access to Integrative Medicine & Mind-Body Medicine Education from The Center for Mind-Body Medicine | 08/27/2015 | $47,000 | 09/11/2015 | To provide scholarships to system leaders to attend CMBM conferences, and to create an on-line webinar series |
| Children's Inn at NIH | 52-1638207 | PC | 7 West Drive Bethesda MD 20814-1509 | Healthy Breakfast Cart/CookINN | 11/30/2015 | $15 000 | 12/18/2015 | To provide healthy breakfast options to patients and their families staying at the Children's INN and being treated at NIH |
| Chris 4 Life Colon Cancer Foundation | 27-1151647 | PC | 8330 Boone Blvd , Ste 450 Vienna VA 22182 | General Operating Support | 03/31/2015 | $50,000 | 04/17/2015 | |
| Chris 4 Life Colon Cancer Foundation | 27-1151647 | PC | 8330 Boone Blvd Ste 450 Vienna VA 22182 | Blue Hope Bash 2015 Match | 09/08/2015 | $5,000 | 09/18/2015 | To be used as matching funds for the Blue Hope Bash to raise money to support awareness, prevention and support for those fighting colon cancer |
| Community Kitchen Pittsburgh | 90-1009621 | PC | 1323 Forbes Ave Pittsburgh PA 15219 | Community Kitchen Pittsburgh Food Access & Education | 08/27/2015 | $50,000 | 09/11/2015 | To support fresh cooked food provided to schools along with nutrition education to youth |
| Docomomo WEWA | 20-1664303 | PC | Po Box 70245 Seattle WA 98127 | General Operating Support | 12/01/2015 | $3,000 | 12/11/2015 | To support to documentation and conservation of buildings, sites and neighborhoods of the modern movement |
| Dog Tag Bakery Inc | 45-2130904 | PC | 3206 Grace Street NW Washington DC 20007 | Dog Tag Inc | 03/31/2015 | $25 000 | 04/17/2015 | |
| Dr Eisenberg at the Culinary Institute of America | 06-0653264 | PC | 1946 Campus Dr Hyde Park NY 12538 | Healthy Kitchens Healthy Lives Teaching Kitchen Early Adopter Learning Collaborative | 08/27/2015 | $125,000 | 09/11/2015 | To fund a learning collaborative for directors of teaching kitchens overseen by Dr Eisenberg and a team from the CIA |
| Environmental Working Group | 52-2148600 | PC | 1436 U St NW suite 100 Washington DC 20009 | Healthy Child Healthy World 2015 | 09/23/2015 | $5,000 | 09/30/2015 | To support empowering parents, promoting solutions and influencing policy, to help kids get and stay healthy |
| Environmental Working Group | 52-2148600 | PC | 1436 U St NW suite 100 Washington DC 20009 | Food database/Skin Deep 2015 | 09/23/2015 | $1,000 | 09/30/2015 | To support the continued development of the food database and skin deep database to educate consumers on how to purchase "clean" |
| Environmental Working Group | 52-2148600 | PC | 1436 U St NW suite 100 Washington DC 20009 | EWG Gala | 11/18/2015 | $1,500 | 12/04/2015 | To support consumer education and efforts to create a safer environment with consumer choice |
| Evergreen State College Foundation | 91-0981488 | PC | 2700 Evergreen Pky Nw L1113 Olympia WA 98505 | Tom Rainey Scholarship Fund | 05/18/2015 | $10,000 | 05/29/2015 | |
| Family House | 25-1519959 | PC | 5001 Baum Blvd Suite 545 Pittsburgh PA 15213 | Healthy Eating Program and Guest Assistance | 03/31/2015 | $55,000 | 04/17/2015 | |
| Flourish Foundation | 27-4446378 | PC | PO Box 2429 Ketchum ID 83340 | 2015 General Operating Support | 12/15/2015 | $2 300 | 12/25/2015 | To support promoting contemplative-based practices in communities for the purpose of achieving mental balance and compassion, focusing on the human potential to be morally and ethically responsible world citizens |
| Franklin Regional Band Fund | 45-2375290 | PC | 3200 School Rd Murrysville PA 15668 | Rose Bowl Fund | 07/15/2015 | $1,000 | 07/31/2015 | To be used to assist the FR band in getting equipment to the Rose Bowl to perform |
| Give Back Yoga Foundation | 20-8666751 | PC | 900 Baseline Road Cottage 13B Boulder CO 80302-7547 | Mindful Yoga Therapy for Veterans (MYT) | 03/31/2015 | $25 000 | 04/17/2015 | |

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| Organization Name | Organization Tax Id | Tax Staus | Organization Address | Project Name | Decision Date | Installment Amount | Installment Due Date | Decision Comments |
|---|---|---|---|---|---|---|---|---|
| Give Back Yoga Foundation | 20-8666751 | PC | 900 Baseline Road Cottage 13B Boulder CO 80302-7547 | Eat Breathe Thrive | 08/27/2015 | $65,000 | 09/11/2015 | To support fully staffing program to enable growth |
| GlobalGiving | 30-0108263 | PC | 1110 Vermont Avenue NW Suite 550 Washington DC 20005 | GlobalGiving General Operating Grant | 03/31/2015 | $25,000 | 04/17/2015 | |
| Grow Pittsburgh | 43-2112710 | PC | 6587 Hamilton Avenue #2 W Pittsburgh PA 15206 | Edible Schoolyard Pittsburgh | 08/27/2015 | $50 000 | 09/11/2015 | To support nutrition and garden education in schools |
| Grow Pittsburgh | 43-2112710 | PC | 6587 Hamilton Avenue #2 W Pittsburgh PA 15206 | General Operating Support | 11/30/2015 | $10,000 | 12/18/2015 | To support teaching members of the Pittsburgh Community to grow food and make healthy food choices |
| Historic Seattle | 91-1729777 | PC | 1117 Minor Ave Seattle WA 98101 | General Operating Support | 12/01/2015 | $3 500 | 12/11/2015 | To support the preservation of historic locations in the Seattle area |
| Hope Worldwide Ltd | 04-3129839 | PC | 1285 Drummers Lane Suite 105 Wayne PA 19087 | Disaster Relief for Nepal | 04/30/2015 | $10 000 | 05/08/2015 | |
| Lambert House | 94-3036815 | PC | PO Box 23111 Seattle WA 98102 | General Operating Support | 12/01/2015 | $2,500 | 12/11/2015 | To support the LGBT community through the development of leadership, social and life skills at the center |
| MAGEE-WOMENS RESEARCH INSTITUTE AND FOUNDATION | 25-1462312 | PC | 3339 Ward Street Pittsburgh Pittsburgh PA 15213 | Twenty-Five Club | 11/30/2015 | $10,000 | 12/11/2015 | To support keeping quality women's health care affordable |
| Mom's Across America | 94-3160809 | PC | 24000 Alicia Parkway #17-236 Mission Viejo CA 92691 | 2015 General Operating Support | 12/15/2015 | $1,100 | 12/25/2015 | To support the education and empowering of consumers across the nation in making better food choices for their families |
| Non-GMO Project | 02-0799621 | PC | 1155 N State Street Suite #502 Bellingham WA 98225 | General Operating Support 2015 | 09/23/2015 | $5,000 | 09/30/2015 | To support the continued advocacy for GMO labeling and regulation |
| Our Clubhouse | 25-1845284 | PC | 2816 Smallman Street Pittsburgh PA 15222 4722 | 2015 General Operating Support | 12/01/2015 | $25,000 | 12/18/2015 | To support building a community which supports and educates people and families touched by cancer through support groups, art & expression, nutrition education, and yoga |
| Parent Encouragement Program | 52-1379642 | PC | 10100 Connecticut Ave Kensington MD 20895 | General Operating Support | 11/30/2015 | $1,500 | 12/11/2015 | To support the teaching of positive parenting techniques to parents and all who care for children aged toddler through teens |
| Physicians Committee for Responsible Medicine | 52-1394893 | PC | 5100 Wisconsin Ave N W , Ste 400, Washington DC 20016 | Promoting Plant-Based Nutrition to Combat Chronic Disease | 08/27/2015 | $50,000 | 09/11/2015 | To support the continued growth of plant based nutrition education as a means of preventing and treating diet related disease |
| PITTSBURGH BALLET THEATRE INC | 23-7101094 | PC | 2900 LIBERTY AVE PITTSBURGH PA 152011511 | General Operating Support | 11/30/2015 | $10,000 | 12/11/2015 | To support the preforming arts in Pittsburgh |
| Pittsburgh Cares | 25-1702048 | PC | 3505 Butler Street Pittsburgh PA 15201 | Youth Engaged in Service (YES) | 03/31/2015 | $15,000 | 04/17/2015 | |
| PITTSBURGH PUBLIC THEATER CORPORATION | 23-7398683 | PC | 621 Penn Avenue Pittsburgh PA 15222 | General Operating Support 2015 | 10/01/2015 | $10,000 | 10/16/2015 | To be used to enhance the Pittsburgh Community's art experience through theater productions |
| PITTSBURGH PUBLIC THEATER CORPORATION | 23-7398683 | PC | 621 Penn Avenue Pittsburgh PA 15222 | General Operating Support | 11/30/2015 | $10,000 | 12/11/2015 | To support the performing arts in Pittsburgh |
| PIZZA KLATCH | 45-5534793 | PC | 4305 Lacey Blvd Se # 29 Lacey WA 98503 | General Operating Support | 12/01/2015 | $2,500 | 12/11/2015 | To support the LGBT community by serving pizza to students and allies at 11 schools in the Seattle area |
| Real Food For Kids | 46-3514249 | PC | 21304 Marsh Creek Drive Ashburn VA 20148 | Real Food For Kids Partnership with The Center For Mind-Body Medicine | 06/22/2015 | $12,000 | 07/10/2015 | To support RFFk staff and partner staff attending CMBM conferences to be training in best practices for building wellness communities |
| Real Food For Kids | 46-3514249 | PC | 21304 Marsh Creek Drive Ashburn VA 20148 | Real Food For Kids General Operating Expenses | 08/27/2015 | $50,000 | 09/11/2015 | To support staff and enable stable sustainable growth as RFFK continues to impact school food and wellness programs at a county level |
| Real Food For Kids | 46-3514249 | PC | 21304 Marsh Creek Drive Ashburn VA 20148 | Real Food For Kids General Operating Expenses | 08/27/2015 | $17,160 | 12/30/2015 | To support staff and enable stable sustainable growth as RFFK continues to impact school food and wellness programs at a county level |
| Seattle Area Feline Rescue | 91-2041961 | PC | 14717 Aurora Ave N Shoreline WA 98133 | General Operating Support | 12/01/2015 | $3 000 | 12/11/2015 | To support the rescue of cats in Seattle |

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| Organization Name | Organization Tax Id | Tax Staus | Organization Address | Project Name | Decision Date | Installment Amount | Installment Due Date | Decision Comments |
|---|---|---|---|---|---|---|---|---|
| Seattle Childrens Hospital Foundation | 91-1156519 | PC | PO BOX 5371 MS S200 Seattle WA 98145 | General Operating Support | 12/01/2015 | $5,000 | 12/11/2015 | To support the care and treatment of sick children in Seattle |
| Story of Stuff Project | 46-4334785 | PC | 1442 A Walnut St #272 Berkeley CA 94709 | Catalog Choice 2015 | 09/23/2015 | $1 000 | 09/30/2015 | To support the Catalog choice program |
| Story of Stuff Project | 46-4334785 | PC | 1442 A Walnut St #272 Berkeley CA 94709 | Nestlé Water Exploitation Film | 09/23/2015 | $2 500 | 09/30/2015 | To support the creation of a film exposing Nestlé's world wide water explotation |
| SWEDISH MEDICAL CENTER FOUNDATION | 91-0983214 | PC | 747 Broadway Seattle WA 98122 | Support for Swedish NICU | 12/01/2015 | $10,000 | 12/11/2015 | To support the care of babies born with medical needs requiring intensive care |
| The Hawn Foundation | 20-0653982 | PC | 1815 Purdy Ave Miami Beach FL 33139 | 2015 General Operating Support | 12/15/2015 | $2,100 | 12/25/2015 | To support the Mind up Program - teaching children how to manage their emotions reduce stress, and improve focus |
| The Mindfulness Center | 27-3917718 | PC | 4963 Elm St Ste 100 Bethesda MD 20814 | General Operating Support 2015 | 09/23/2015 | $1,000 | 09/30/2015 | To promote health and self-healing for individuals and the community, through charitable educational and research programs in mind-body practices |
| TSPC dba A Place To Be | 45-3081114 | PC | 15 South Madison Street Middleburg VA 20117 | 50/25 Program 2015 | 09/23/2015 | $2,500 | 09/30/2015 | To support using music and arts to help people face navigate and overcome life s challenges |
| University of Arizona Foundation for the benefit of Az Center for Integrative Medicine | 86-6050388 | PC | 1111 N Cherry Ave Tucson AZ 85721-0109 | Expansion and Evaluation of Integrative Medicine Educational Programs | 06/22/2015 | $100,000 | 07/10/2015 | To support the continued expansion of the PIMR program to more pediatric residencies, and to provide a scholarship fund to enable practitioners from Pittsburgh to attend IHeLp trainings |
| USA for UNHCR (The UN Refugee Agency) | 52-1662800 | PC | 1775 K Street, NW Suite 580 Washington DC 20006 | Syrian Refugee Aid | 12/02/2015 | $50,000 | 12/18/2015 | To support the Syrian refugee crisis by providing life-saving essentials including shelter, water food safety, and protection |
| Western Pennsylvania Conservancy | 25-1053485 | PC | 800 Waterfront Drive, Fl 2 Pittsburgh PA 15222 | General Operating Support | 11/30/2015 | $10,000 | 12/11/2015 | To support the beatification of and community building within Pittsburgh |
| Wholesome Wave | 26-0352899 | PC | 855 Main Street Suite 910 Bridgeport CT 06604 | Fruit and Vegetable Prescription Program Implementing a strategy for sustainability | 08/27/2015 | $40,000 | 09/11/2015 | To support the development of a reproducible Fruit & Vegetable prescription program model |
| YMCA of Greater Pittsburgh | 25-0969497 | PC | 420 Fort Duquesne Boulevard Suite 625 Pittsburgh PA 15222 | Registered Dietitian for YMCA Teaching Kitchen | 08/27/2015 | $40 000 | 09/11/2015 | To support the creation of a direction of the teaching kitchen to oversee all teaching kitchen programing and nutrition education |
| Yoga in Schools | 27-0130056 | PC | 6818 Simonton St Pittsburgh PA 15208 | General Operating 2015 | 09/23/2015 | $5 000 | 09/30/2015 | To support yoga programs being offered to students in Pittsburgh schools |
| YoKid Stretch Your Limits | 26-0714762 | PC | 500 North Washington St Alexandria VA 22314 | YoKid National Conference | 03/23/2015 | $9,500 | 03/25/2015 | |
| YoKid Stretch Your Limits | 26-0714762 | PC | 500 North Washington St Alexandria VA 22314 | General Operating Support | 03/23/2015 | $500 | 03/25/2015 | |
| **TOTAL** | | | | | | **$1,113,160** | | |