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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 instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 06-01-2015, and ending 05-31-2016

Name of foundation ELEANORE BENNETT CHARITABLE TRUST #1		A Employer identification number 30-6016982	
Number and street (or P O box number if mail is not delivered to street address) 161 WASHINGTON STREET NO 1500		Room/suite	B Telephone number (see instructions) (610) 941-7700
City or town, state or province, country, and ZIP or foreign postal code CONSHOHOCKEN, PA 19428		C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply <input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change		<input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change	
H Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) ▶ \$ 5,434,917		J Accounting method <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis.)	

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	45,456	45,456		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	225,703			
	b Gross sales price for all assets on line 6a 3,614,879				
	7 Capital gain net income (from Part IV, line 2) . . .		225,703		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)				
	12 Total. Add lines 1 through 11	271,159	271,159		
	13 Compensation of officers, directors, trustees, etc	15,000	0		15,000
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	2,000	0		2,000
	c Other professional fees (attach schedule)	47,372	47,372		0
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	8,279	0		0
	19 Depreciation (attach schedule) and depletion . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).	35	0		35
	24 Total operating and administrative expenses.				
	Add lines 13 through 23	72,686	47,372		17,035
	25 Contributions, gifts, grants paid	295,750			295,750
	26 Total expenses and disbursements. Add lines 24 and 25	368,436	47,372		312,785
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-97,277			
	b Net investment income (if negative, enter -0-)		223,787		
	c Adjusted net income (if negative, enter -0-) . . .				

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	28,921	7,860	7,861
	2	Savings and temporary cash investments		128,545	128,545
	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)	5,076,903	3,293,522	3,647,606
	c	Investments—corporate bonds (attach schedule)	0	971,231	968,315
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans.			
	13	Investments—other (attach schedule)	0	607,389	682,590
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)		5,105,824	5,008,547	5,434,917
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 ▶ <input type="checkbox"/> 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 ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	0	0	
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29	Retained earnings, accumulated income, endowment, or other funds	5,105,824	5,008,547	
	30	Total net assets or fund balances(see instructions)	5,105,824	5,008,547	
31	Total liabilities and net assets/fund balances(see instructions)		5,105,824	5,008,547	

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	5,105,824
2	Enter amount from Part I, line 27a	2	-97,277
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	5,008,547
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	5,008,547

Part IV

Capital Gains and Losses for Tax on Investment Income

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

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 3,614,879		3,389,176	225,703
b			
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			225,703
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	225,703
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	

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 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	284,000	5,882,809	0 048276
2013	279,500	5,623,405	0 049703
2012	260,211	5,096,304	0 051059
2011	248,305	4,968,987	0 049971
2010	235,723	5,009,209	0 047058

2	Total of line 1, column (d).	2	0 246067
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 049213
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	5,561,335
5	Multiply line 4 by line 3.	5	273,690
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	2,238
7	Add lines 5 and 6.	7	275,928
8	Enter qualifying distributions from Part XII, line 4.	8	312,785

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 page 18 of the 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

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-)

3

Add lines 1 and 2.

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

9,560

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.

8

Enter any **penalty** for underpayment of estimated tax. Check here ☐ if Form 2220 is attached.

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**.

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** 2,240 **Refunded**

1

2,238

2

0

3

2,238

4

0

5

2,238

7

9,560

8

9

10

7,322

11

5,082

Part VII-A

Statements Regarding Activities

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

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1b

No

c

Did the foundation file **Form 1120-POL** for this year?

1c

No

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

No

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

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on **Form 990-T** for this year?

4b

5

Was there a liquidation, termination, dissolution, or substantial contraction during the year?
If "Yes," attach the statement required by General Instruction T.

5

No

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

Yes

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

Yes

8a

Enter the states to which the foundation reports or with which it is registered (see instructions):
☒ MA _____

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

Yes

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

No

10

Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*

10

No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
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		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address WWW BENNETT FOUNDATION ORG	13	Yes	
14	The books are in care of THOMAS CHAPIN Telephone no (610) 941-7700 Located at 161 WASHINGTON STREET NO 1500 CONSHOHOCKEN PA ZIP+4 19428			
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		
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? See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country	16	Yes	No

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? (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? (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)? (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).	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input checked="" type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)–(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here.		1b	No
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	No
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? If "Yes," list the years 20 , 20 , 20 , 20	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see instructions).		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 20 , 20 , 20 , 20			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 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	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		4a	No
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	No

Part VII-B

Statements Regarding Activities for Which Form 4720 May Be Required (Continued)

5a

During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b

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

5b

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?

☐ 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

No

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

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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
THOMAS M CHAPIN 161 WASHINGTON STREET SUITE 1500 CONSHOHOCKEN, PA 19428	TRUSTEE 1 00	7,500	0	0
STEWART B CHAPIN 161 WASHINGTON STREET SUITE 1500 CONSHOHOCKEN, PA 19428	TRUSTEE 1 00	7,500	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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

0

Part VIII

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

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

Total number of others receiving over \$50,000 for professional services.	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	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1	
2	
All other program-related investments See instructions	
3	

[illegible]

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	5,598,002
b	Average of monthly cash balances.	1b	48,023
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	5,646,025
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	5,646,025
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	84,690
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	5,561,335
6	Minimum investment return.Enter 5% of line 5.	6	278,067

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	278,067
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	2,238
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	2,238
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	275,829
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	275,829
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	275,829

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	312,785
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	312,785
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	2,238
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	310,547

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				275,829
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			112,151	
b Total for prior years 20____, 20____, 20____		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 ▶ \$ _____ 312,785				
a Applied to 2014, but not more than line 2a			112,151	
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.				200,634
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 instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				75,195
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 (see instructions). . . .	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 XV

Supplementary Information(continued)


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

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total			3a	295,750
b Approved for future payment				
Total			3b	0

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					
4	Dividends and interest from securities.			14	45,456	
5	Net rental income or (loss) from real estate					
a	Debt-financed property.					
b	Not debt-financed property.					
6	Net rental income or (loss) from personal property					
7	Other investment income.					
8	Gain or (loss) from sales of assets other than inventory			18	225,703	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a _____					
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e).		0		271,159	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		271,159

[illegible]

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ADOLESCENT CONSULTING SERVICES 189 CAMBRIDGE STREET CAMBRIDGE,MA 02141	NONE	PC	CHARITY	8,000
AMOS TUCK SCHOOL OF BUSINESS ADMINISTRATION TUCK HALL DARTMOUTH COLLEGE HANOVER,NH 03755	NONE	PC	CHARITY	1,000
ASSOCIATION FOR THE COLONIAL THEATER 227 BRIDGE STREET PHOENIXVILLE,PA 19460	NONE	PC	CHARITY	5,000
BARTRAM'S GARDEN 54TH STREET LINDBERGH BLVD PHILADELPHIA,PA 19143	NONE	PC	CHARITY	10,000
BATES COLLEGE 2 ANDREWS ROAD LEWISTON,ME 04240	NONE	PC	CHARITY	1,000
BAY COVE HUMAN SERVICES 66 CANAL STREET BOSTON,MA 02114	NONE	PC	CHARITY	5,000
BOSTON ARTS ACADEMY FOUNDATION 174 IPSWICH STREET BOSTON,MA 02215	NONE	PC	CHARITY	7,500
CAMBRIDGE CAMPING ASSOCIATION 99 BISHOP ALLEN DRIVE CAMBRIDGE,MA 02139	NONE	PC	CHARITY	5,000
CENTER FOR ADVANCED EVIDENCE-BASED MENTORING UNIVERSITY OF MASSACHUSETTS BOSTON/100 MORRISEY BLVD BOSTON,MA 02467	NONE	PC	CHARITY	2,500
CHESTER COUNTY FOOD BANK 1208 HORSESHOE PIKE DOWNINGTOWN,PA 19355	NONE	PC	CHARITY	12,500
CHESTER COUNTY FUTURES 28 WEST MARKET STREET WEST CHESTER,PA 19382	NONE	PC	CHARITY	7,500
COMMUNITY LEARNING CENTER 2701 N BROAD STREET PHILADELPHIA,PA 19132	NONE	PC	CHARITY	7,500
DARTMOUTH COLLEGE 10 NORTH MAIN STREET HANOVER,NH 03755	NONE	PC	CHARITY	1,000
EAST END HOUSE 105 SPRING STREET CAMBRIDGE,MA 02141	NONE	PC	CHARITY	6,000
FAMILIES FOR DEPRESSION AWARENESS 395 TOTTEN POND ROAD SUITE 404 WALTHAM,MA 02451	NONE	PC	CHARITY	3,000
Total  3a				295,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
FENWAY HEALTH 1340 BOYLSTON STREET BOSTON,MA 02215	NONE	PC	CHARITY	15,000
GREAT VALLEY NATURE CENTER PO BOX 82 DEVAULT,PA 19432	NONE	PC	CHARITY	250
HOLY FAMILY SURGERY CENTER 569 BROOKWOOD VILLAGE SUITE 901 BIRMINGHAM,AL 35209	NONE	PC	CHARITY	500
HOME FOR LITTLE WANDERERS 10 GUEST STREET BOSTON,MA 02135	NONE	PC	CHARITY	5,000
HYDE SQUARE TASK FORCE 375 CENTRE STREET JAMAICA PLAIN,MA 02130	NONE	PC	CHARITY	2,500
JUDGE BAKER CHILDREN'S CENTER 53 PARKER HILL AVENUE BOSTON,MA 02120	NONE	PC	CHARITY	6,000
KIEVE-WAVUS AFFECTIVE EDUCATION 42 KIEVE ROAD NOBLEBORO,ME 04555	NONE	PC	CHARITY	250
MASSACHUSETTS HOUSING AND SHELTER ALLIANCE PO BOX 120070 BOSTON,MA 02112	NONE	PC	CHARITY	2,500
MOTHERS FOR JUSTICE AND EQUALITY 184 DUDLEY STREET ROXBURY,MA 02119	NONE	PC	CHARITY	2,500
PENNSYLVANIA HORTICULTURAL SOCIETY 100 N 20TH STREET 500 PHILADELPHIA,PA 19130	NONE	PC	CHARITY	12,500
PHILADELPHIA MUSEUM OF ART 2600 BENJAMIN FRANKLIN PKWY PHILADELPHIA,PA 19130	NONE	PC	CHARITY	250
PHOENIXVILLE HEALTHCARE ACCESS 723 WHEATLAND STREET PHOENIXVILLE,PA 19460	NONE	PC	CHARITY	12,500
PHOENIXVILLE PUBLIC LIBRARY 183 SECOND AVENUE PHOENIXVILLE,PA 19460	NONE	PC	CHARITY	500
PUBLIC INTEREST LAW CENTER OF PHILA 1709 BENJAMIN FRANKLIN PKWY PHILADELPHIA,PA 19103	NONE	PC	CHARITY	3,500
RAW ART WORKS 37 CENTRAL SQUARE LYNN,MA 01901	NONE	PC	CHARITY	8,000
Total				295,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year				
ROCA 29 SCHOOL STREET SPRINGFIELD,PA 01105	NONE	PC	CHARITY	20,000
SAMARITANS 41 WEST STREET 4TH FLOOR BOSTON,MA 02111	NONE	PC	CHARITY	10,000
SHARE FOOD PROGRAM 2901 WEST HUNTING PARK AVENUE PHILADELPHIA,PA 19129	NONE	PC	CHARITY	20,000
SOUTH SHORE MENTAL HEALTH 500 VICTORY ROAD QUINCY,MA 02171	NONE	PC	CHARITY	8,000
ST MARY'S MEDICAL CENTER P O BOX 7291 LEWISTON,ME 04243	NONE	PC	CHARITY	2,500
THE FOOD TRUST 1617 JOHN F KENNEDY BLVD PHILADELPHIA,PA 19103	NONE	PC	CHARITY	7,500
THE PLUMMER HOME FOR BOYS 37 WINTER ISLAND ROAD SALEM,MA 01970	NONE	PC	CHARITY	5,000
TRISKELES INC 707 EAGLEVIES BLVD SUITE 105 EXTON,PA 19341	NONE	PC	CHARITY	7,500
TRUSTEES OF HAMILTON COLLEGE 198 COLLEGE HILL ROAD CLINTON,NY 13323	NONE	PC	CHARITY	1,000
UTEC INC 34 HURD ST LOWELL,MA 01852	NONE	PC	CHARITY	7,500
UU URBAN MINISTRIES 10 PUTNAM ST ROXBURY,MA 02119	NONE	PC	CHARITY	5,000
WEAVER'S WAY COMMUNITY PROGRAMS 559 CARPENTER LANE PHILADELPHIA,PA 19119	NONE	PC	CHARITY	15,000
WEST PHILADELPHIA ALLIANCE FOR CHILDREN 5070 PARKSIDE AVENUE 1412 PHILADELPHIA,PA 19131	NONE	PC	CHARITY	10,000
WOMEN'S MEDICAL FUND P O BOX 40748 PHILADELPHIA,PA 19107	NONE	PC	CHARITY	10,000
YOUTH HARBORS (JRI) 296 NEWTON STREET SUITE 150 WALTHAM,MA 02453	NONE	PC	CHARITY	5,000
Total				295,750

Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a <i>Paid during the year</i>				
ZOOLOGICAL SOCIETY OF PHILADELPHIA 3400 WEST GIRARD AVENUE PHILADELPHIA, PA 19104	NONE	PC	CHARITY	5,000
ZUMIX 260 SUMNER STREET EAST BOSTON, MA 02128	NONE	PC	CHARITY	2,500
Total.			3a	295,750

TY 2015 Accounting Fees Schedule

Name: ELEANORE BENNETT CHARITABLE TRUST #1

EIN: 30-6016982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
CLIFTONLARSONALLEN	2,000	0		2,000

TY 2015 Investments Corporate Bonds Schedule**Name:** ELEANORE BENNETT CHARITABLE TRUST #1**EIN:** 30-6016982

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DOUBLELINE FDS TR CORE FIXINCM I, 13448.8 SHARES	147,264	146,592
METROPOLITAN WEST FDS TOTAL RET CL I, 33386.92 SHARES	362,916	361,914
VANGUARD INTERMEDIATE TERM CORPORATE BOND, 1118 SHARES	98,049	97,680
WESTERN ASSET FDS INC CORE BD FD CL I, 29110.01 SHARES	363,002	362,129

TY 2015 Investments Corporate Stock Schedule

Name: ELEANORE BENNETT CHARITABLE TRUST #1
EIN: 30-6016982

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AIA GROUP LTD SPONSORED ADR, 92 SHARES	2,488	2,161
APPLE INC COM, 387 SHARES	28,569	38,646
ABBVIE INC COM, 226 SHARES	12,996	14,222
ABERDEEN ASSET MGMT PLC ADR, 239 SHARES	3,425	1,914
ABBOTT LABS COM, 206 SHARES	7,259	8,164
ACADIA PHARMACEUTICALS INC COM, 53 SHARES	1,470	1,878
ACADIA HEALTHCARE COMPANY INC COM, 14 SHARES	835	824
ACCENTURE PLC IRELAND SHS CLASS A, 156 SHARES	10,681	18,559
ADOBE SYS INC COM, 52 SHARES	4,352	5,172
ARCHER DANIELS MIDLAND CO COM, 190 SHARES	7,997	8,126
ADEPTUS HEALTH INC CL A, 7 SHARES	460	501
AGEAS SPONSORED ADR NE, 94 SHARES	3,997	3,795
ALLERGAN PLC SHS, 112 SHARES	31,180	26,404
KONINKLIJKE AHOLD N V SPONSORED ADR NE, 260 SHARES	5,204	5,757
AMN HEALTHCARE SERVICES INC COM, 13 SHARES	346	485
AMERICAN INTL GROUP INC COM NEW , 422 SHARES	21,334	24,425
ASTELLAS PHARMA INC ADR, 335 SHARES	4,008	4,529
ALEXION PHARMACEUTICALS INC COM, 59 SHARES	11,065	8,903
AMADEUS IT HLDG S A ADS, 61 SHARES	1,137	2,825
AMCOR LTD ADR NEW , 104 SHARES	3,943	4,874
AMSURG CORP COM, 8 SHARES	597	598
AMAZON COM INC COM, 37 SHARES	19,344	26,743
ANADARKO PETE CORP COM, 88 SHARES	5,335	4,564
APOGEE ENTERPRISES INC COM, 18 SHARES	792	814
ARRIS INTL INC SHS, 96 SHARES	2,713	2,314
ATHENAHEALTH INC COM, 12 SHARES	1,505	1,522
BROADCOM LTD SHS, 75 SHARES	7,743	11,577
AMERICAN EXPRESS CO COM, 312 SHARES	27,335	20,517
ALLIANZ SE SP ADR 1/10 SH, 303 SHARES	4,924	4,945
BOEING CO COM, 97 SHARES	11,884	12,237

Name of Stock	End of Year Book Value	End of Year Fair Market Value
ALIBABA GROUP HLDG LTD SPONSORED ADS, 28 SHARES	2,262	2,296
BANK AMER CORP COM, 445 SHARES	6,704	6,582
BAYER A G SPONSORED ADR, 35 SHARES	4,080	3,339
BED BATH AND BEYOND INC COM, 285 SHARES	19,915	12,754
FRANKLIN RES INC COM, 79 SHARES	4,432	2,951
BERRY PLASTICS GROUP INC COM, 26 SHARES	828	1,018
BAIDU INC SPON ADR REP A, 32 SHARES	4,915	5,713
BIG LOTS INC COM, 35 SHARES	1,298	1,831
BIOGEN INC COM, 19 SHARES	5,348	5,505
BANCO LATINOAMERICANO DE COME SHS E, 60 SHARES	1,943	1,601
BIOMARIN PHARMACEUTICAL INC COM, 42 SHARES	3,621	3,765
BRISTOL MYERS SQUIBB CO COM, 241 SHARES	14,235	17,280
BNP PARIBAS SPONSORED ADR, 114 SHARES	3,582	3,037
BOFI HLDG INC COM, 45 SHARES	874	845
BP PLC SPONSORED ADR, 98 SHARES	4,419	3,077
BERKSHIRE HATHAWAY INC DEL CL B NEW, 160 SHARES	19,862	22,486
BT GROUP PLC ADR, 124 SHARES	3,892	4,024
BRITISH AMERN TOB PLC SPONSORED ADR, 90 SHARES	8,951	10,949
BURLINGTON STORES INC COM, 6 SHARES	308	362
BUFFALO WILD WINGS INC COM, 14 SHARES	2,088	2,035
BRAMBLES LTD SPONSORED ADR, 89 SHARES	1,190	1,645
BUNZL PUB LTD CO SPON ADR NEW, 69 SHARES	553	2,046
CITIGROUP INC COM NEW, 131 SHARES	5,632	6,101
CALATLANTIC GROUP INC COM, 39 SHARES	1,345	1,443
CARLSBERG AS SPONSORED ADR, 222 SHARES	4,354	4,299
CASEYS GEN STORES INC COM, 23 SHARES	2,487	2,765
CAVIUM INC COM, 41 SHARES	2,220	2,040
CHUBB LIMITED COM, 88 SHARES	7,076	11,142
CONTINENTAL BLDG PRODS INC COM, 48 SHARES	954	1,100
CBS CORP NEW CL B, 315 SHARES	16,939	17,388

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CROWN CASTLE INTL CORP NEW COM, 118 SHARES	10,344	10,716
CARNIVAL CORP PAIRED CTF, 234 SHARES	10,620	11,171
COCA COLA AMATIL LTD SPONSORED ADR, 133 SHARES	1,133	863
CROSS CTRY HEALTHCARE INC COM, 87 SHARES	1,061	1,185
CEDAR REALTY TRUST INC COM NEW, 395 SHARES	2,138	2,682
CEB INC COM, 16 SHARES	1,158	1,020
CELGENE CORP COM, 145 SHARES	11,164	15,300
CERNER CORP COM, 191 SHARES	8,131	10,622
COMPAGNIE FIN RICHEMONTAG SWI ADR, 3325 SHARES	27,059	19,435
CAP GEMINI SA ADR, 92 SHARES	4,283	4,384
CIGNA CORPORATION COM, 44 SHARES	6,070	5,637
CIELO S A SPONSORED ADR, 221.98 SHARES	1,844	1,934
CK HUTCHISON HLDGS LTD ADR, 748.94 SHARES	7,309	8,666
COMCAST CORP NEW CL A, 368 SHARES	16,122	23,294
COMPASS GROUP PLC SPONSORED ADR NE, 210 SHARES	1,491	3,946
CANADIAN NATL RY CO COM, 63 SHARES	2,595	3,735
CYRUSONE INC COM, 67 SHARES	1,124	3,304
COSTCO WHSL CORP NEW COM, 57 SHARES	5,568	8,480
CRH PLC ADR, 75 SHARES	2,298	2,296
SALESFORCE COM INC COM, 98 SHARES	6,444	8,204
CARRIAGE SVCS INC COM, 120 SHARES	2,024	2,825
CONTINENTAL AG SPONSORED ADR, 46 SHARES	2,271	1,972
CUBIC CORP COM, 37 SHARES	1,446	1,510
CARNIVAL PLC ADR, 77 SHARES	4,093	3,810
CENOVUS ENERGY INC COM, 125 SHARES	2,581	1,885
CVS HEALTH CORP COM, 306 SHARES	24,619	29,514
CHEVRON CORP NEW COM, 165 SHARES	19,707	16,665
SPDR MSCI ACWI EX-US ETF, 3483.63 SHARES	111,580	108,516
DELTA AIR LINES INC DEL COM NEW, 104 SHARES	5,317	4,520
DARLING INGREDIENTS INC COM, 102 SHARES	951	1,566

Name of Stock	End of Year Book Value	End of Year Fair Market Value
DEUTSCHE BOERSE ADR, 460 SHARES	3,037	4,002
DUCOMMUN INC DEL COM, 79 SHARES	1,584	1,335
DIAGEO P L C SPON ADR NEW, 205 SHARES	24,343	22,372
DANAHER CORP DEL COM, 133 SHARES	9,295	13,082
DISNEY WALT CO COM DISNEY, 112 SHARES	10,975	11,113
DISCOVERY COMMUNICATNS NEW COM SER C, 846 SHARES	28,889	22,647
DELPHI AUTOMOTIVE PLC SHS, 147 SHARES	9,629	9,990
DENSO CORP ADR, 92 SHARES	1,660	1,788
DEUTSCHE POST AG SPONSORED ADR, 84 SHARES	2,146	2,458
DARDEN RESTAURANTS INC COM, 165 SHARES	10,722	11,192
DEUTSCHE TELEKOM AG SPONSORED ADR, 121 SHARES	2,047	2,139
DEXCOM INC COM, 43 SHARES	3,436	2,773
WISDOMTREE JAPAN HEDGED EQUITY ETF, 4414.33 SHARES	232,568	193,746
DYCOM INDS INC COM, 12 SHARES	750	1,019
ELECTRONIC ARTS INC COM, 129 SHARES	8,383	9,901
AIRBUS GROUP ADR, 275 SHARES	4,658	4,257
ECHO GLOBAL LOGISTICS INC COM, 62 SHARES	1,592	1,405
ECOLAB INC COM, 87 SHARES	10,126	10,200
EURONET WORLDWIDE INC COM, 11 SHARES	815	878
ISHARES EMERGING MARKETS SMALL CAP, 750.78 SHARES	32,653	30,414
EMPLOYERS HOLDINGS INC COM, 84 SHARES	1,844	2,507
EAST JAPAN RAILWAY CO ADR, 142 SHARES	2,251	2,143
ELLIE MAE INC COM, 4 SHARES	298	339
EMCOR GROUP INC COM, 50 SHARES	2,084	2,378
ENERSYS COM, 29 SHARES	1,559	1,743
GLOBAL EAGLE ENTMT INC COM, 86 SHARES	1,194	624
EOG RES INC COM, 107 SHARES	9,388	8,706
ERICSSON ADR B SEK 10, 392 SHARES	4,782	3,030
EMBRAER S A SP ADR REP 4 COM, 69 SHARES	2,402	1,437
ELBIT SYS LTD ORD, 16 SHARES	1,535	1,504

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EXPRESS SCRIPTS HLDG CO COM, 436 SHARES	31,675	32,940
EATON CORP PLC SHS, 98 SHARES	6,151	6,040
EVERI HLDGS INC COM, 1060 SHARES	4,821	1,516
EDWARDS LIFESCIENCES CORP COM, 29 SHARES	3,055	2,857
EXPEDITORS INTL WASH INC COM, 358 SHARES	14,380	17,381
EXPEDIA INC DEL COM NEW, 83 SHARES	5,842	9,233
EXPERIAN PLC SPONSORED ADR, 184 SHARES	3,373	3,481
FANUC CORPORATION ADR, 62 SHARES	1,611	1,572
FACEBOOK INC CL A, 268 SHARES	19,907	31,841
FEDEX CORP COM, 54 SHARES	5,308	8,908
FIRST FINL BANCORP OH COM, 106 SHARES	1,604	2,096
FLUSHING FINL CORP COM, 91 SHARES	1,498	1,898
FIBROGEN INC COM, 17 SHARES	377	317
FIDELITY NATL INFORMATION SVCS COM, 253 SHARES	15,629	18,790
FISERV INC COM, 25 SHARES	2,635	2,633
FLEETMATICS GROUP PLC COM, 25 SHARES	1,014	1,023
FOMENTO ECONOMICO MEXICANO SAB SPON ADR UNITS, 24 SHARES	1,706	2,176
FIRST MERCHANTS CORP COM, 110 SHARES	2,236	2,850
GRUPO FINANCIERO BANORTE S A B ADR, 103 SHARES	3,382	2,691
GENERAL ELECTRIC CO COM, 294 SHARES	9,127	8,888
GROUPE CGI INC CL A SUB VTG, 117 SHARES	3,469	5,473
GILEAD SCIENCES INC COM, 48 SHARES	4,688	4,179
GENERAL MLS INC COM, 166 SHARES	6,107	10,421
GETINGE AB ADR, 141 SHARES	3,341	3,001
GENERAC HLDGS INC COM, 62 SHARES	2,193	2,350
ALPHABET INC CAP STK CL C, 64.99 SHARES	36,914	47,822
ALPHABET INC CAP STK CL A, 34 SHARES	14,171	25,461
GRIFOLS S A SP ADR REP B NVT, 120 SHARES	1,975	1,984
GOLDMAN SACHS GROUP INC COM, 78 SHARES	11,769	12,439
GRAY TELEVISION INC COM, 207 SHARES	2,272	2,447

Name of Stock	End of Year Book Value	End of Year Fair Market Value
GTT COMMUNICATIONS INC COM, 45 SHARES	770	843
GREAT WESTN BANCORP INC COM, 96 SHARES	2,234	3,266
GREAT PLAINS ENERGY INC COM, 63 SHARES	1,332	1,838
HAIN CELESTIAL GROUP INC COM, 129 SHARES	5,808	6,378
HALLIBURTON CO COM, 407 SHARES	17,207	17,167
HOME DEPOT INC COM, 96 SHARES	11,151	12,684
HD SUPPLY HLDGS INC COM, 168 SHARES	4,845	5,930
WISDOMTREE EUROPEAN HEDGED EQUITY ETF, 3402.71 SHARES	203,499	182,318
HEINEKEN N V SPONSORED ADR L1, 81 SHARES	3,415	3,750
HENKEL AG AND CO KGAA SPON ADR PFD, 32 SHARES	3,467	3,724
HARDING LOEVNER INSTITUTIONAL EMERGING MARKETS, 4973.73 SHARES	80,064	78,585
HARDING LOEVNER INTERNATIONAL SMALL CO FUND, 5690.56 SHARES	72,698	76,937
HEALTHSOUTH CORP COM NEW, 75 SHARES	2,720	3,024
HONDA MOTOR LTD AMERN SHS, 93 SHARES	2,779	2,602
HNI CORP COM, 17 SHARES	726	783
HOYA CORP SPONSORED ADR, 53 SHARES	2,078	1,844
HONEYWELL INTL INC COM, 383 SHARES	35,879	43,597
HORIZON PHARMA PLC SHS, 102 SHARES	1,693	1,757
INTERNATIONAL BUSINESS MACHS COM, 29 SHARES	5,021	4,458
ICF INTL INC COM, 36 SHARES	1,444	1,468
INDUSTRIAL AND COML BK CHINA ADR, 102 SHARES	1,316	1,083
INTERVAL LEISURE GROUP INC COM, 123 SHARES	2,573	1,766
INTERNAP CORP COM PAR \$.001, 456 SHARES	3,933	990
INFOSYS LTD SPONSORED ADR, 232 SHARES	3,368	4,510
ING GROEP N V SPON ADR, 159 SHARES	1,942	1,978
INTERXION HOLDING N.V SHS, 18 SHARES	596	674
INTUITIVE SURGICAL INC COM NEW, 14 SHARES	5,606	8,886
ITOCHU CORP ADR, 120 SHARES	2,897	2,975
ILLINOIS TOOL WKS INC COM, 274 SHARES	22,746	29,052
JAPAN TOB INC ADR, 411 SHARES	6,472	8,142

Name of Stock	End of Year Book Value	End of Year Fair Market Value
JULIUS BAER GROUP LTD ADR, 368 SHARES	2,492	3,257
JOHNSON CTLS INC COM, 113 SHARES	4,820	4,989
JOHNSON AND JOHNSON COM, 343 SHARES	28,964	38,653
JPMORGAN CHASE AND CO COM, 386 SHARES	16,307	25,194
KOREA ELECTRIC PWR SPONSORED ADR, 134 SHARES	1,898	3,539
KINGFISHER PLC SPON ADR PAR, 338 SHARES	3,184	3,586
KOMATSU LTD SPON ADR NEW, 127 SHARES	2,857	2,169
KOPPERS HOLDINGS INC COM, 67 SHARES	1,433	1,696
KASIKORNBANK PUB CO LTD ADR, 161 SHARES	3,929	3,125
LITHIA MTRS INC CL A, 15 SHARES	1,404	1,235
LDR HLDG CORP COM, 19 SHARES	484	400
LIVE OAK BANCSHARES INC COM, 97 SHARES	1,890	1,566
LOWES COS INC COM, 299 SHARES	13,769	23,959
LEVEL 3 COMMUNICATIONS INC COM NEW, 126 SHARES	6,235	6,798
LVMH MOET HENNESSY LOU VUITTON ADR, 101 SHARES	3,735	3,241
LLOYDS BANKING GROUP PLC SPONSORED ADR, 660 SHARES	3,165	2,805
MASTERCARD INC CL A, 335 SHARES	25,352	32,127
MANPOWERGROUP INC COM, 151 SHARES	13,499	12,042
MANHATTAN ASSOCS INC COM, 10 SHARES	616	659
MDC PARTNERS INC CL A SUB VTG, 127 SHARES	2,548	2,278
MEDTRONIC PLC SHS, 142 SHARES	10,701	11,428
MEDIA GEN INC NEW COM, 111 SHARES	1,684	1,980
MERCER INTL INC COM, 267 SHARES	2,835	2,406
METLIFE INC COM, 220 SHARES	7,060	10,021
MAGNA INTL INC COM, 27 SHARES	1,096	1,094
MICHELIN COMPAGNIE GENERALE DE ADR, 116 SHARES	2,588	2,350
MATTHEWS EMERGING ASIA FUND, 6544.15 SHARES	75,391	77,090
MCCORMICK AND CO INC COM NON VTG, 91 SHARES	6,747	8,833
MARKEL CORP COM, 24 SHARES	14,388	22,872
MARKETO INC COM, 26 SHARES	691	916

Name of Stock	End of Year Book Value	End of Year Fair Market Value
MARKETAXESS HLDGS INC COM, 3 SHARES	349	420
3M CO COM, 49 SHARES	6,419	8,248
MAXIMUS INC COM, 31 SHARES	1,681	1,787
MONSANTO CO NEW COM, 34 SHARES	3,211	3,824
MERCK AND CO INC NEW COM, 240 SHARES	14,216	13,502
MORGAN STANLEY COM NEW, 177 SHARES	5,719	4,844
MICROSEMI CORP COM, 250 SHARES	7,393	8,458
MICROSOFT CORP COM, 592 SHARES	28,862	31,376
VAIL RESORTS INC COM, 13 SHARES	1,701	1,706
MA COM TECHNOLOGY SOLUTIONS COM, 29 SHARES	965	1,044
MITSUBISHI UFJ FINL GROUP INC SPONSORED ADR, 452 SHARES	3,140	2,219
MASTEC INC COM, 92 SHARES	1,592	2,116
MUNICH RE GROUP ADR, 257 SHARES	5,005	4,834
NEUROCRINE BIOSCIENCES INC COM, 33 SHARES	1,548	1,638
NORWEGIAN CRUISE LINE HLDGS LT SHS, 191 SHARES	10,209	8,864
NASDAQ INC COM, 132 SHARES	5,167	8,713
NOMURA HLDGS INC SPONSORED ADR, 484 SHARES	3,315	2,057
NORTHROP GRUMMAN CORP COM, 73 SHARES	11,301	15,525
NISSAN MOTORS SPONSORED ADR, 157 SHARES	2,704	3,153
NESTLE S A SPONSORED ADR, 152 SHARES	9,840	11,233
NETEASE INC SPONSORED ADR, 6 SHARES	450	1,067
NIPPON TELEG AND TEL CORP SPONSORED ADR, 107 SHARES	3,770	4,684
NOVO-NORDISK A S ADR, 38 SHARES	440	2,130
NEVRO CORP COM, 19 SHARES	1,178	1,325
NOVARTIS A G SPONSORED ADR, 25 SHARES	1,285	1,988
NEWELL BRANDS INC COM, 177.94 SHARES	7,983	8,489
NXP SEMICONDUCTORS N V COM, 46 SHARES	3,644	4,347
NEXSTAR BROADCASTING GROUP INC CL A, 74 SHARES	3,793	3,938
CORPORATE OFFICE PPTYS TR SH BEN INT, 107 SHARES	2,549	2,892
OPUS BK IRVINE CALIF COM, 77 SHARES	2,402	2,900

Name of Stock	End of Year Book Value	End of Year Fair Market Value
OCCIDENTAL PETE CORP DEL COM, 117 SHARES	10,044	8,826
BANK OF THE OZARKS INC COM, 26 SHARES	1,040	1,012
PROSIEBENSAT 1 MEDIA SE ADR, 350 SHARES	3,876	4,394
PACIRA PHARMACEUTICALS INC COM, 11 SHARES	593	512
PEPSICO INC COM, 239 SHARES	19,803	24,180
PINNACLE FOODS INC DEL COM, 97 SHARES	4,256	4,087
PFIZER INC COM, 346 SHARES	7,293	12,006
PROVIDENT FINL SVCS INC COM, 123 SHARES	2,103	2,512
PREMIER INC CL A, 70 SHARES	2,309	2,226
DAVE AND BUSTERS ENTMT INC COM, 25 SHARES	968	976
PHILIP MORRIS INTL INC COM, 225 SHARES	13,288	22,203
PNC FINL SVCS GROUP INC COM, 59 SHARES	5,231	5,295
PANDORA A /S ADR, 251 SHARES	5,782	9,320
PINNACLE FINL PARTNERS INC COM, 16 SHARES	790	787
PT BK MANDIRI PERSERO TBK ADR, 321 SHARES	2,219	2,135
PPG INDS INC COM, 146 SHARES	15,800	15,721
PRADA S P A ADR, 168 SHARES	2,519	1,095
PERFICIENT INC COM, 143 SHARES	2,502	2,996
PARTY CITY HOLDCO INC COM, 158 SHARES	2,356	2,203
PRUDENTIAL FINL INC COM, 59 SHARES	2,993	4,676
PAREXEL INTL CORP COM, 16 SHARES	982	1,006
PUBLICIS S A NEW SPONSORED ADR, 288 SHARES	4,279	5,098
PVH CORP COM, 59 SHARES	5,618	5,534
PAYPAL HLDGS INC COM, 285 SHARES	9,450	10,770
PAPA JOHNS INTL INC COM, 21 SHARES	1,214	1,330
QLIK TECHNOLOGIES INC COM, 30 SHARES	884	861
ULTRAGENYX PHARMACEUTICAL INC COM, 10 SHARES	678	731
ROYAL DUTCH SHELL PLC SPONS ADR A, 114 SHARES	5,585	5,528
ROYAL DUTCH SHELL PLC SPON ADR B, 70 SHARES	4,527	3,415
RADIUS HEALTH INC COM NEW, 29 SHARES	990	1,052

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RELX PLC SPONSORED ADR, 327 SHARES	3,001	6,033
REAL IND INC COM, 218 SHARES	2,090	1,477
RELX NV SPONSORED ADR, 259 SHARES	4,275	4,488
ROCHE HLDG LTD SPONSORED ADR, 308 SHARES	9,016	10,127
RAMCO-GERSHENSON PPTYS TR COM SH BEN INT, 145 SHARES	1,644	2,611
RED ROCK RESORTS INC CL A, 199 SHARES	3,756	4,058
RUDOLPH TECHNOLOGIES INC COM, 161 SHARES	1,693	2,351
ROYAL BK CDA MONTREAL QUE COM, 51 SHARES	3,475	3,071
RYANAIR HLDGS PLC SPONSORED ADR NE, 59 SHARES	4,253	5,157
SAFRAN S A SPON ADR, 142 SHARES	2,724	2,480
SAP SE SPON ADR, 63 SHARES	4,196	5,107
SCHNEIDER ELECTRIC SE ADR, 242 SHARES	3,545	3,107
STARBUCKS CORP COM, 206 SHARES	6,590	11,307
COMSCORE INC COM, 62 SHARES	1,685	2,008
SODEXO SPONSORED ADR, 140 SHARES	3,040	2,927
SOFTBANK GROUP CORP ADR, 94 SHARES	3,241	2,615
SHERWIN WILLIAMS CO COM, 10 SHARES	2,527	2,911
SIGNET JEWELERS LIMITED SHS, 21 SHARES	2,587	2,078
SVB FINL GROUP COM, 13 SHARES	1,101	1,433
SMUCKER J M CO COM NEW, 59 SHARES	7,592	7,620
SEKISUI HOUSE LTD SPONSORED ADR, 158 SHARES	2,381	2,806
SK TELECOM LTD SPONSORED ADR, 76 SHARES	1,715	1,583
SKY PLC SPONSORED ADR, 124 SHARES	6,893	6,928
SCHLUMBERGER LTD COM, 136 SHARES	10,758	10,377
SYNCHRONOSS TECHNOLOGIES INC COM, 116 SHARES	4,473	4,091
SMITH AND NEPHEW PLC SPDN ADR NEW, 253.95 SHARES	7,520	8,740
SONIC CORP COM, 30 SHARES	875	894
STERICYCLE INC COM, 114 SHARES	10,917	11,171
SSANDC TECHNOLOGIES HLDGS INC COM, 32 SHARES	1,990	1,971
STERIS PLC SHS USD, 58 SHARES	4,030	4,027

Name of Stock	End of Year Book Value	End of Year Fair Market Value
STEEL DYNAMICS INC COM, 62 SHARES	1,078	1,531
STAMPS COM INC COM NEW, 86 SHARES	9,047	7,825
STATOIL ASA SPONSORED ADR, 0 SHARES	0	0
SUNCOR ENERGY INC NEW COM, 123 SHARES	4,011	3,401
SUMMIT MATLS INC CL A, 104.97 SHARES	2,428	2,284
STRYKER CORP COM, 237 SHARES	22,365	26,345
SYNAPTICS INC COM, 43 SHARES	3,175	2,917
SYNGENTA AG SPONSORED ADR, 20 SHARES	1,306	1,578
MOLSON COORS BREWING CO CL B, 70 SHARES	6,413	6,943
TENCENT HLDGS LTD ADR, 95 SHARES	1,332	2,119
TENNECO INC COM, 11 SHARES	588	591
TEVA PHARMACEUTICAL INDS LTD ADR, 123 SHARES	5,720	6,380
TARGET CORP COM, 253 SHARES	16,088	17,401
TREEHOUSE FOODS INC COM, 5 SHARES	371	474
TJX COS INC NEW COM, 455 SHARES	25,371	34,635
TOKIO MARINE HOLDINGS INC ADR, 65 SHARES	2,820	2,235
TOYOTA MOTOR CORP SP ADR REP2COM, 15 SHARES	1,791	1,551
THERMO FISHER SCIENTIFIC INC COM, 290 SHARES	32,773	44,013
TOTAL S A SPONSORED ADR, 46 SHARES	2,273	2,232
TRAVELERS COMPANIES INC COM, 93 SHARES	7,504	10,615
TESLA MTRS INC COM, 12 SHARES	2,619	2,679
TAIWAN SEMICONDUCTOR MFG LTD SPONSORED ADR, 319 SHARES	5,329	7,886
TDK CORP AMERN DEP SH, 31 SHARES	2,290	1,830
TATA MTRS LTD SPONSORED ADR, 52 SHARES	2,084	1,741
TECHTRONIC INDS LTD SPONSORED ADR, 268 SHARES	3,237	5,402
TUBEMOGUL INC COM, 146 SHARES	1,813	1,812
GRUPO TELEVISA SA SPON ADR REP ORD, 133 SHARES	2,988	3,556
TIME WARNER INC COM NEW, 59 SHARES	4,480	4,464
TEXAS INSTRS INC COM, 206 SHARES	10,004	12,484
TYCO INTL PLC SHS, 68 SHARES	2,527	2,898

Name of Stock	End of Year Book Value	End of Year Fair Market Value
TYLER TECHNOLOGIES INC COM, 6 SHARES	976	920
UBS GROUP AG SHS, 397 SHARES	8,000	6,110
UNILEVER N V N Y SHS NEW, 215 SHARES	8,364	9,623
UNITEDHEALTH GROUP INC COM, 102 SHARES	12,240	13,634
UNION PAC CORP COM, 58 SHARES	4,706	4,883
UNITED OVERSEAS BK LTD SPONSORED ADR, 90 SHARES	3,181	2,388
US BANCORP DEL COM NEW, 319 SHARES	13,670	13,660
UNITED TECHNOLOGIES CORP COM, 296 SHARES	30,337	29,772
VISA INC COM CL A, 377 SHARES	21,318	29,760
VONAGE HLDGS CORP COM, 532 SHARES	2,631	2,453
VANGUARD INTL EQUITY INDEX FD EUROPEAN ETF, 1557.74 SHARES	85,161	77,281
VIRTUSA CORP COM, 44 SHARES	1,717	1,550
VERTEX PHARMACEUTICALS INC COM, 45 SHARES	5,220	4,192
VANGUARD INDEX VALUE ETF, 3038.39 SHARES	164,351	256,843
VANGUARD INDEX GROWTH ETF, 1224.56 SHARES	77,702	132,554
VIAD CORP COM NEW, 84 SHARES	1,894	2,672
VERIZON COMMUNICATIONS INC COM, 460 SHARES	22,807	23,414
WAYFAIR INC CL A, 11 SHARES	379	453
WAGeworks INC COM, 17 SHARES	754	953
WESTERN ALLIANCE BANCORP COM, 11 SHARES	415	415
WALGREENS BOOTS ALLIANCE INC COM, 189 SHARES	15,263	14,629
WELLCARE HEALTH PLANS INC COM, 2 SHARES	182	203
WELLS FARGO AND CO NEW COM, 731 SHARES	33,253	37,076
WH GROUP LTD ADR, 333 SHARES	4,325	5,068
WNS HOLDINGS LTD SPON ADR, 26 SHARES	739	793
WPP PLC NEW ADR, 49 SHARES	3,729	5,681
BERKLEY W R CORP COM, 367 SHARES	15,220	20,930
WILLIAMS SONOMA INC COM, 140 SHARES	7,158	7,426
WEST CORP COM, 106 SHARES	2,531	2,237
XCERRA CORP COM, 318 SHARES	2,372	2,077

Name of Stock	End of Year Book Value	End of Year Fair Market Value
XCEL ENERGY INC COM, 68 SHARES	2,448	2,813
XPO LOGISTICS INC COM, 30 SHARES	917	878
YAHOO JAPAN CORP ADR, 524 SHARES	3,869	4,643
YAHOO INC COM, 284 SHARES	10,463	10,775
ZAYO GROUP HLDGS INC COM, 52 SHARES	1,333	1,445

TY 2015 Investments - Other Schedule**Name:** ELEANORE BENNETT CHARITABLE TRUST #1**EIN:** 30-6016982

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ROBECO BOSTON PARTNERS L/S RESEARCH FUND, 2563.81 SHARES	AT COST	37,131	38,534
FRANKLIN ALTERNATIVE STRT FDS FRN K2 ALTST Z, 4556.68 SHARES	AT COST	49,871	48,210
ASG GLOBAL ALTERNATIVES, 3052.61 SHARES	AT COST	33,859	29,244
INVESCO GLOBAL TARGETED RETURNS FUND, 3175.98 SHARES	AT COST	33,276	33,062
JOHN HANCOCK GLOBAL ABSOLUTE RETURN, 3110.72 SHARES	AT COST	33,424	31,730
MILL CREEK INTERNATIONAL ABSOLUTE RETURN, 3357.58 SHARES	AT COST	350,000	424,741
AQR LONG-SHORT EQUITY FUND, 3409.39 SHARES	AT COST	35,678	42,481
AQR FDS STYLE PR ALT I, 3462.29 SHARES	AT COST	34,150	34,588

TY 2015 Other Expenses Schedule

Name: ELEANORE BENNETT CHARITABLE TRUST #1

EIN: 30-6016982

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MASSACHUSETTS FILING FEE	35	0		35

TY 2015 Other Professional Fees Schedule**Name:** ELEANORE BENNETT CHARITABLE TRUST #1**EIN:** 30-6016982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MILL CREEK CAPITAL ADVISORS	20,760	20,760		0
BRINKER FEE	26,612	26,612		0

TY 2015 Taxes Schedule

Name: ELEANORE BENNETT CHARITABLE TRUST #1

EIN: 30-6016982

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL TAXES	8,279	0		0