efile GRAPHIC print - DO NOT PROCESS | As Filed Data - | DLN: 93491315010126

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 07-01-2015 , and ending 06-30-2016

Name of foundation
CITRIN FAMILY FOUNDATION

% IMOWITZ KOENIG & CO LLP

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

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
GREENWICH, CT 06830

A Employer identification number
20-3144815

B Telephone number (see instructions)

C If exemption application is pending, check here ▶ ☐

D 1. Foreign organizations, check here ▶ ☐

2. Foreign organizations meeting the 85% test, check here and attach computation ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col (c), line 16)* ▶$ 3,622,618

J Accounting method ☑ Cash ☐ Accrual
☐ Other (specify)
(Part I, column (d) must be on cash basis)

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

			(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	19,953			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	558	558		
	4	Dividends and interest from securities	53,303	53,303		
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	81,884			
	b	Gross sales price for all assets on line 6a 197,538				
	7	Capital gain net income (from Part IV, line 2)		81,884		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)				
	12	**Total.** Add lines 1 through 11	155,698	135,745		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages				
	15	Pension plans, employee benefits				
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)				
	c	Other professional fees (attach schedule)				
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	24,296	24,296		
	19	Depreciation (attach schedule) and depletion				
	20	Occupancy				
	21	Travel, conferences, and meetings				
	22	Printing and publications				
	23	Other expenses (attach schedule)	19,703	19,703		
	24	**Total operating and administrative expenses.** Add lines 13 through 23	43,999	43,999		0
	25	Contributions, gifts, grants paid	409,700			409,700
	26	**Total expenses and disbursements.** Add lines 24 and 25	453,699	43,999		409,700
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	-298,001			
	b	**Net investment income** (if negative, enter -0-)		91,746		
	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
1	Cash—non-interest-bearing	101,882	67,886	67,886
2	Savings and temporary cash investments	695,908	511,357	511,357
3	Accounts receivable ▶ 1,980			
	Less allowance for doubtful accounts ▶	3,997	1,980	1,980
4	Pledges receivable ▶			
	Less allowance for doubtful accounts ▶			
5	Grants receivable			
6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
7	Other notes and loans receivable (attach schedule) ▶			
	Less allowance for doubtful accounts ▶			
8	Inventories for sale or use			
9	Prepaid expenses and deferred charges			
10a	Investments—U S and state government obligations (attach schedule)			
b	Investments—corporate stock (attach schedule)			
c	Investments—corporate bonds (attach schedule)			
11	Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
12	Investments—mortgage loans			
13	Investments—other (attach schedule)	2,384,116	2,306,679	3,041,395
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)	3,185,903	2,887,902	3,622,618
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	
	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.			
24	Unrestricted			
25	Temporarily restricted			
26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ and complete lines 27 through 31.			
27	Capital stock, trust principal, or current funds			
28	Paid-in or capital surplus, or land, bldg , and equipment fund			
29	Retained earnings, accumulated income, endowment, or other funds	3,185,903	2,887,902	
30	**Total net assets or fund balances** (see instructions)	3,185,903	2,887,902	
31	**Total liabilities and net assets/fund balances** (see instructions)	3,185,903	2,887,902	

(Side labels: Assets — lines 1–16; Liabilities — lines 17–23; Net Assets or Fund Balances — lines 24–31)

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	3,185,903
2	Enter amount from Part I, line 27a	2	-298,001
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	2,887,902
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	2,887,902

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)
1 a	US TRUST BANK OF AMERICA (SEE ATTACHED)			
b	US TRUST BANK OF AMERICA (SEE ATTACHED)			
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	183,381		128,643	75,613
b	34,673		7,886	26,787
c				
d				
e				

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

	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
a				54,738
b				26,787
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	81,884
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	500,000	3,469,162	0 144127
2013	305,942	2,742,283	0 111565
2012	486,568	1,889,804	0 25747
2011	286,833	1,149,921	0 249437
2010	539,161	990,542	0 544309

2	**Total** of line 1, column (d).	2	1 306908
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 261382
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	3,565,055
5	Multiply line 4 by line 3.	5	931,841
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	917
7	Add lines 5 and 6.	7	932,758
8	Enter qualifying distributions from Part XII, line 4.	8	409,700

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	1	1,835
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	
3	Add lines 1 and 2	3	1,835
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	1,835
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015 — 6a: 13,000		
b	Exempt foreign organizations—tax withheld at source — 6b		
c	Tax paid with application for extension of time to file (Form 8868) — 6c		
d	Backup withholding erroneously withheld — 6d		
7	Total credits and payments Add lines 6a through 6d	7	13,000
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached	8	
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶	9	
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶	10	11,165
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 11,165 **Refunded** ▶	11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*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		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ____________ **(2)** On foundation managers ▶ $ ____________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ____________			
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) ▶ CT			
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?	13	Yes	
	Website address ▶			

14 The books are in care of ▶IMOWITZ KOENIG & CO LLP Telephone no ▶(212) 867-8711

Located at ▶622 3RD AVENUE 33RD FLOOR NEW YORK NY ZIP +4 ▶10017

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐

and enter the amount of tax-exempt interest received or accrued during the year ▶ 15

			Yes	No
16	At any time during calendar year 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16		No
	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 ▶			

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		
	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		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? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
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? ☐ Yes ☑ No			
b	If "Yes," did it have excess business holdings in 2015 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015).*	3b		
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)***

			Yes	No
5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	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**		
	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	**(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
RONA HOLLANDER CITRIN 7 DEWART ROAD GREENWICH, CT 06830	TRUSTEE 0 0	0	0	0
CITRIN JEFFREY 7 DEWART ROAD GREENWICH, CT 06830	TRUSTEE 0 0	0	0	0

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances

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

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation

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

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

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

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

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

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	3,023,728
b	Average of monthly cash balances	1b	595,617
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	3,619,345
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	3,619,345
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	54,290
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	3,565,055
6	**Minimum investment return.** Enter 5% of line 5	6	178,253

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	178,253
2a	Tax on investment income for 2015 from Part VI, line 5	2a	1,835		
b	Income tax for 2015 (This does not include the tax from Part VI)	2b			
c	Add lines 2a and 2b			2c	1,835
3	Distributable amount before adjustments Subtract line 2c from line 1			3	176,418
4	Recoveries of amounts treated as qualifying distributions			4	
5	Add lines 3 and 4			5	176,418
6	Deduction from distributable amount (see instructions)			6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	176,418

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	409,700
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	0
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	409,700
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	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	409,700

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					176,418
2 Undistributed income, if any, as of the end of 2015					
a Enter amount for 2014 only.				0	
b Total for prior years 2013 , 2012 , 2011			0		
3 Excess distributions carryover, if any, to 2015					
a From 2010.	491,646				
b From 2011.	229,337				
c From 2012.	393,942				
d From 2013.	171,944				
e From 2014.	339,438				
f **Total** of lines 3a through e.		1,626,307			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ $ 409,700					
a Applied to 2014, but not more than line 2a				0	
b Applied to undistributed income of prior years (Election required—see instructions).					
c Treated as distributions out of corpus (Election required—see instructions).					
d Applied to 2015 distributable amount.					176,418
e Remaining amount distributed out of corpus		233,282			
5 Excess distributions carryover applied to 2015					
(If an amount appears in column (d), the same amount must be shown in column (a))					
6 **Enter the net total of each column as indicated below:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		1,859,589			
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.					
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					0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)					
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions) . . .		491,646			
9 **Excess distributions carryover to 2016.** Subtract lines 7 and 8 from line 6a		1,367,943			
10 Analysis of line 9					
a Excess from 2011. . . .	229,337				
b Excess from 2012. . . .	393,942				
c Excess from 2013. . . .	171,944				
d Excess from 2014. . . .	339,438				
e Excess from 2015. . . .	233,282				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, enter the date of the ruling. . . . . ▶

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

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

Part XV Supplementary Information (Complete this part only if the organization 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))

JEFFREY CITRIN

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

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

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

a The name, address, and telephone number or email address of the person to whom applications should be addressed

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

c Any submission deadlines

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

Part XV Supplementary Information(continued)

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year* See Additional Data Table				
Total . . . . ▶ **3a**				409,700
b *Approved for future payment*				
Total . . . . ▶ **3b**				

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	558	
4 Dividends and interest from securities			14	53,303	
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	81,884	
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)				135,745	

13 **Total.** Add line 12, columns (b), (d), and (e) 13 135,745

(See worksheet in line 13 instructions to verify calculations)

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

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

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)**		No
	(2) Other assets.	**1a(2)**		No
b	Other transactions			
	(1) Sales of assets to a noncharitable exempt organization.	**1b(1)**		No
	(2) Purchases of assets from a noncharitable exempt organization.	**1b(2)**		No
	(3) Rental of facilities, equipment, or other assets.	**1b(3)**		No
	(4) Reimbursement arrangements.	**1b(4)**		No
	(5) Loans or loan guarantees.	**1b(5)**		No
	(6) Performance of services or membership or fundraising solicitations.	**1b(6)**		No
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees.	**1c**		No

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

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

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

******	2016-10-25	******
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
NEIL TIPOGRAPH		2016-10-25		P00296695

Firm's name ▶ IMOWITZ KOENIG & CO LLP | Firm's EIN ▶

Firm's address ▶ 622 THIRD AVENUE 33RD FLOOR NEW YORK, NY 10017 | Phone no (212) 867-8711

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

Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
a *Paid during the year*				
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755			GENERAL	50,000
ASPEN ART MUSEUM 637 E Hyman Ave Aspen, CO 81611			GENERAL	50,000
HOSPITAL FOR SPECIAL SURGERY 535 E 70th St New York, NY 10021			GENERAL	25,000
Guggenheim Museum Foundation 1071 Fifth Avenue NEW YORK, NY 10128			GENERAL	11,000
DARTMOUTH COLLEGE 6066 DEVELOPMENT OFFICE HANOVER, NH 03755			GENERAL	200,000
GREENWICH HOSPITAL FOUNDATION 35 RIVER ROAD COS COB, CT 06807			GENERAL	2,500
ANDERSON RANCH CENTER FOR THE ARTS 5263 Owl Creek Road PO Box 5598 Snowmass Village, CO 81615			GENERAL	50,000
CREATIVE TIME 59 EAST 4TH STREET 6TH FLOOR NEW YORK, NY 10003			GENERAL	17,700
ROBIN HOOD FOUNDATION 826 Broadway 9th Floor new york, NY 10003			GENERAL	2,500
ASPEN VALLEY HOSPITAL FOUNDATION 0401 CASTLE CREEK ROAD ASPEN, CO 81611			GENERAL	1,000
Total . . . . ▶ **3a**				409,700

Note: To capture the full content of this document, please select landscape mode (11" x 8.5") when printing.

TY 2015 Depreciation Schedule

Name: CITRIN FAMILY FOUNDATION

EIN: 20-3144815

TY 2015 Investments - Other Schedule

Name: CITRIN FAMILY FOUNDATION

EIN: 20-3144815

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
MARKETABLE SECURITIES		2,306,679	3,041,395

TY 2015 Other Expenses Schedule

Name: CITRIN FAMILY FOUNDATION

EIN: 20-3144815

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUST FEES - US TRUST CO OF NY	19,337	19,337		
OTHER DEDUCTIONS	366	366		

TY 2015 Taxes Schedule

Name: CITRIN FAMILY FOUNDATION

EIN: 20-3144815

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TAX ON INVESTMENT INCOME	24,296	24,296		

Schedule B

(Form 990, 990-EZ, or 990-PF)

Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 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
CITRIN FAMILY FOUNDATION	20-3144815

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 other 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 990PF, 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
CITRIN FAMILY FOUNDATION

Employer identification number
20-3144815

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	JEFFREY CITRIN 7 dewart road greenwich, CT 06830	$ 19,953	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
		$	Person ☐ Payroll ☐ Noncash ☐ (Complete Part II for noncash contributions)

Name of organization
CITRIN FAMILY FOUNDATION

Employer identification number
20-3144815

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
CITRIN FAMILY FOUNDATION

Employer identification number
20-3144815

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 information once. See instructions.) ▶ $

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

Cıtrın Famıly Foundatıon
EIN# 20-3144815
Capıtal Gaın Schedule
FYE 06/30/16

KRAFT FOODS GROUP INC COM	5/29/2013	7/27/2015	-89	7,933 91	(6,465 41)		-	1,468 50
KRAFT FOODS GROUP INC COM	5/23/2012	7/27/2015	-22	1,961 19	(1,598 19)		-	363 00
KRAFT FOODS GROUP INC COM	3/9/2012	7/27/2015	-24 667	2,198 94	(1,791 93)		-	407 01
KRAFT FOODS GROUP INC COM	3/18/2011	7/27/2015	-11 667	1,040 06	(847 55)		-	192 51
KRAFT FOODS GROUP INC COM	2/28/2011	7/27/2015	-6	534 87	(435 87)		-	99 00
KRAFT FOODS GROUP INC COM	1/20/2011	7/27/2015	-5	445 73	(363 23)		-	82 50
KRAFT FOODS GROUP INC COM	12/27/2010	7/27/2015	-9	802 31	(653 81)		-	148 50
KRAFT FOODS GROUP INC COM	4/12/2010	7/27/2015	-106	9,449 37	(7,700 37)		-	1,749 00
KRAFT FOODS GROUP INC COM	4/16/2012	7/27/2015	-13 333	1,188 57	(968 58)		-	219 99
KRAFT FOODS GROUP INC COM	2/18/2011	7/27/2015	-8 333	742 84	(605 35)		-	137 49
EATON VANCE ATLANTA CAP SMID-CAP FUND CL I	NA	12/10/2015		9,548 66	-		-	9,548 66
DB X-TRACKERS MSCI EAFE HEDGED EQUITY FUND	NA	12/16/2015		76 62	-		-	76 62
WISDOMTREE JAPAN HEDGED EQUITY FUND	NA	12/21/2015		767 65	-		-	767 65
HEWLETT PACKARD CO COM	NA	1/14/2016		33 21	-		-	33 21
POTBELLY CORP COM	12/24/2008	1/27/2016	-328	3,658 77	(2,624 00)		-	1,034 77
POTBELLY CORP COM	12/24/2008	1/27/2016	-359	4,004 57	(2,872 00)		-	1,132 57
POTBELLY CORP COM	2/24/2006	1/27/2016	-58	646 98	(784 74)		-	(137 76)
POTBELLY CORP COM	9/19/2002	1/27/2016	-351	3,915 33	(1,755 00)		-	2,160 33
POTBELLY CORP COM	9/24/2001	1/27/2016	-2,307	25,734 11	(6,598 02)		-	19,136 09
POTBELLY CORP COM	9/21/2001	1/27/2016	-2,127	23,726 25	(6,657 51)		-	17,068 74
POWERSHARES DB COMMODITY INDEX TRACKING FUND UNIT BEN INT	9/9/2014	1/27/2016	-2,000	24,584 14	(48,650 00)	20,875 00	-	(3,190 86)
QUALCOMM INC COM	2/4/2010	1/27/2016	-29	1,385 58	(1,113 53)		-	272 05
QUALCOMM INC COM	12/15/2009	1/27/2016	-193	9,221 27	(8,676 58)		-	544 69
CHUBB CORP COM	5/29/2013	2/25/2016	-265	34,384 53	(23,153 51)		-	11,231 02
CHUBB LTD COM SWITZERLAND	1/14/2016	3/9/2016	-0 504	58 97	(55 95)		3 02	-
NEW ORIENTAL ED & TECHNOLOGY GROUP INC SPONSORED ADR REPSTG COM CAYMAN ISLANDS	NA	3/30/2016		18 31	-		-	18 31
POTBELLY CORP COM	3/16/2016	6/13/2016	-2,608	34,613 92	(7,829 96)		26,783 96	-
TRUPANION INC COM	11/13/2013	6/16/2016	-16 78	215 21	(80 71)		-	134 50
TRUPANION INC COM	2/15/2013	6/16/2016	-119 9	1,537 73	(485 60)		-	1,052 13
TRUPANION INC COM	4/9/2012	6/16/2016	-50 36	645 87	(209 50)		-	436 37
TRUPANION INC COM	1/13/2012	6/16/2016	-41 97	538 27	(130 95)		-	407 32
TRUPANION INC COM	1/3/2012	6/16/2016	-143 88	1,845 28	(598 54)		-	1,246 74
TRUPANION INC COM	10/27/2011	6/16/2016	-576 72	7,396 50	(2,399 16)		-	4,997 34
TRUPANION INC COM	5/14/2010	6/16/2016	-249 39	3,198 45	(423 96)		-	2,774 49
TOTAL SHORT-TERM CAPITAL GAIN				**34,672 89**	**(7,885 91)**		**26,786 98**	
TOTAL LONG-TERM CAPITAL GAIN				**183,381 08**	**(128,643 60)**	**20,875 00**		**75,612 48**

RONA AND JEFFREY CITRIN CHARITABLE FOUNDATION
6/30/2016
FORM 990 - PF

EIN # 20-3144815

PART II - LINE 13 INVESTMENTS - OTHER

# OF SHARES	INVESTMENT	ENDING FAIR MARKET VALUE	ENDING BOOK VALUE
150 00	ABBOTT LABS	5 897	4 676
33 00	ALPHABET INC	22 839	8 523
33 00	ALPHABET INC	23 216	8 574
86 00	AMAZON COM	61 543	15 803
934 00	APPLE INC	89 290	-
518 00	AT&T INC	22 383	14 728
295 00	AUTOMATIC DATA PROCESSING INC	27 102	18 046
175 00	BAKER HUGHES INC	7 898	7 220
235 00	BERKSHIRE HATHAWAY INC	34 026	18 625
60 00	BLACKROCK INC	20 552	17 180
265 00	CATERPILLAR INC	20 090	22 701
240 00	CELGENE INC	23 671	20 375
1 245 00	CISCO SYS INC	35 719	22 455
355 00	COACH INC	14 463	20 705
175 00	COCA COLA CO	7 933	6 516
490 00	COLGATE PALMOLIVE CO	35 868	24 915
295 00	COSTCO WHSL CORP NEW	46 327	33 586
320 00	CVS HEALTH CORP	30 637	10 159
450 00	DISNEY WALT CO	44 019	18 539
650 00	EBAY INC	15 217	10 205
654 00	EMC CORP	17 769	13 720
195 00	EMERSON ELEC CO	10 171	9 879
195 00	EXPRESS SCRIPTS HLDG CO	14 781	6 149
716 00	EXXON MOBIL CORP	67 118	50 611
1 650 00	FORD MTR CO DEL	20 741	16 912
363 00	GILEAD SCIENCES INC	30 281	7 257
175 00	HONEYWELL INTL INC	20 356	11 144
474 00	JP MORGAN CHASE & CO	29 454	17 483
325 00	JOHNSON & JOHNSON	39 423	20 344
295 00	KRAFT FOODS GROUP INC	26 102	12 206
275 00	LOWES COS INC	21 772	275
305 00	MARSH & MCLENNAN COS INC	20 880	9 414
578 00	MERCK & CO INC	33 299	17 945
365 00	MONDELEZ INTL INC	16 611	7 210
156 00	MONSANTO CO	16 132	10 195
650 00	PAYPAL HOLDINGS INC	23 732	15 782
593 00	PEPSICO INC	62 822	38 018
175 00	PRAXAIR INC	19 668	20 261
880 00	PROCTER & GAMBLE CO	74 510	62 322
319 00	PUBLIC SVC ENTERPRISE GROUP	14 869	9 435
355 00	SALESFORCE COM INC	28 191	21 780
295 00	SCHLUMBERGER LTD	23 329	20 401
430 00	SELECT SECTOR SPDR TR UTILITIES	22 562	15 407
475 00	TE CONNECTIVITY LTD	27 127	21 297
126 00	THERMO FISHER SCIENTIFIC CORP	18 618	6 735
295 00	TJX COS INC NEW	22 783	12 606
283 00	UNION PAC CORP	24 692	8 356
235 00	UNITED PARCEL SVC INC	25 314	20 298
175 00	UNITED TECHNOLOGY CORP	17 946	12 663
320 00	WALMART STORES INC	23 366	19 115
355 00	WALGREENS BOOTS ALLIANCE INC	29 561	10 806
525 00	WELLS FARGO & CO	24 848	16 350
101 00	CDK GLOBAL INC	5 604	2 682
130 00	DOVER CORP	9 012	3 743
5 502 28	EATON VANCE ATLANTA CAP SMID-CAP	152 303	100 000
335 00	ISHARES RUSSELL MID-CAP-ETF	56 347	55 827
160 00	MEAD JOHNSON NUTRITION CO	14 520	13 753
194 00	NATIONAL OILWELL VARCO INC	6 528	5 710
148 00	PRINCIPAL FINL GROUP INC	6 084	3 431
590 00	WHOLE FOODS MKT INC	18 892	30 603
235 00	ISHARES RUSSELL 2000 ETF	27 020	27 471
295 00	ACCENTURE PLC	33 421	20 875
159 00	CHUBB LTD	20 783	17 652
945 00	DB X-TRACKERS MSCI EAFE HEDGED	23 616	28 459
700 00	ISHARES	30 058	39 463
2 120 00	ISHARES MSCI JAPAN	24 380	19 634
334 00	MEDTRONIC PLC	28 981	25 454
295 00	NESTLE S A	22 756	19 858
305 00	NOVARTIS A G	25 166	22 120
620 00	ROCHE HLDG LTD	20 373	19 724
128 00	SIEMENS A G	13 055	9 001
520 00	VANGUARD FTSE EUROPE EFT	24 263	26 771
525 00	WISDOMTREE JAPAN HEDGED EQUITY	20 360	28 980
295 00	ALIBABA GROUP HLDG LTD	23 461	25 991
7 880 45	COLUMBIA EMERGING MARKETS FUND	74 313	80 000
960 00	ISHARES CHINA LARGE CAP	32 851	31 115
1 505 00	ISHR MSCI TAIWAN	21 145	17 788
61 179 09	CMG ULTRA SHORT TERM BOND FUND	551 224	550 000
1 980 00	ISHARES	100 228	100 139
386 00	AMERICAN TOWER CORP	43 853	20 656
204 00	DIGITAL RLTY TR INC	22 234	12 381
1 300 00	VANGUARD REIT ETF	115 271	86 547
530 00	WEYERHAEUSER CO	15 778	14 942
		3 041 395	2 306 679