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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

2014

Open to Public Inspection

For calendar year 2014, or tax year beginning 01-01-2014 , and ending 12-31-2014

Name of foundation
THE JPB FOUNDATION

A Employer identification number
90-0747216

Number and street (or P O box number if mail is not delivered to street address) Room/suite
9 WEST 57TH STREET 38TH FLOOR

B Telephone number (see instructions)
(212) 935-9860

City or town, state or province, country, and ZIP or foreign postal code
NEW YORK, NY 10019

C If exemption application is pending, check here ▶ ☐

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

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

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

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

I Fair market value of all assets at end of year *(from Part II, col. (c), line 16)*▶$ 3,137,329,946

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

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

Part I **Analysis of Revenue and Expenses** *(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (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)	904,213,152			
	2	Check ▶ ☐ if the foundation is **not** required to attach Sch B				
	3	Interest on savings and temporary cash investments	1,214,900	1,214,900		
	4	Dividends and interest from securities	19,546,565	19,546,565		
	5a	Gross rents				
	b	Net rental income or (loss) _____				
	6a	Net gain or (loss) from sale of assets not on line 10	37,413,154			
	b	Gross sales price for all assets on line 6a 2,161,175,210				
	7	Capital gain net income (from Part IV, line 2)		34,466,392		
	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)	-2,050	5,120,453		
	12	**Total.** Add lines 1 through 11	962,385,721	60,348,310		
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	2,281,677	1,854,615		427,062
	14	Other employee salaries and wages	2,456,498	807,977		1,648,521
	15	Pension plans, employee benefits	1,019,951	426,525		593,426
	16a	Legal fees (attach schedule)	190,451	88,530		101,921
	b	Accounting fees (attach schedule)	121,348	17,200		104,148
	c	Other professional fees (attach schedule)	8,228,484	6,632,311		1,596,173
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	236,094	227,452		0
	19	Depreciation (attach schedule) and depletion	71,565	0		
	20	Occupancy	2,746,054	274,605		2,471,449
	21	Travel, conferences, and meetings	118,278	10,835		107,443
	22	Printing and publications				
	23	Other expenses (attach schedule)	418,540	80,800		337,740
	24	**Total operating and administrative expenses.** Add lines 13 through 23	17,888,940	10,420,850		7,387,883
	25	Contributions, gifts, grants paid	117,636,163			117,636,163
	26	**Total expenses and disbursements.** Add lines 24 and 25	135,525,103	10,420,850		125,024,046
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	826,860,618			
	b	**Net investment income** (if negative, enter -0-)		49,927,460		
	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 (a) Book Value	End of year (b) Book Value	(c) Fair Market Value
Assets	1 Cash—non-interest-bearing	155,462	264,000	264,000
	2 Savings and temporary cash investments	858,049,799	583,234,975	583,234,975
	3 Accounts receivable ▶ 180,149			
	Less allowance for doubtful accounts ▶	6,688	180,149	180,149
	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	2,742	3,887	3,887
	10a Investments—U S and state government obligations (attach schedule)	187,057,146	632,308,374	632,164,628
	b Investments—corporate stock (attach schedule)	631,749,280	1,124,389,722	1,148,559,340
	c Investments—corporate bonds (attach schedule)	131,182,309		
	11 Investments—land, buildings, and equipment basis ▶			
	Less accumulated depreciation (attach schedule) ▶			
	12 Investments—mortgage loans			
	13 Investments—other (attach schedule)	389,439,529	683,461,535	748,670,190
	14 Land, buildings, and equipment basis ▶ 325,014			
	Less accumulated depreciation (attach schedule) ▶ 161,203	186,191	163,811	163,811
	15 Other assets (describe ▶)	23,405,655	24,088,966	24,088,966
	16 **Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	2,221,234,801	3,048,095,419	3,137,329,946
Liabilities	17 Accounts payable and accrued expenses			
	18 Grants payable			
	19 Deferred revenue			
	20 Loans from officers, directors, trustees, and other disqualified persons			
	21 Mortgages and other notes payable (attach schedule)			
	22 Other liabilities (describe ▶)			
	23 **Total liabilities** (add lines 17 through 22)	0	0	
Net Assets or Fund Balances	**Foundations that follow SFAS 117, check here** ▶ ☐ **and complete lines 24 through 26 and lines 30 and 31.**			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ ☑ **and complete lines 27 through 31.**			
	27 Capital stock, trust principal, or current funds	2,221,234,801	3,048,095,419	
	28 Paid-in or capital surplus, or land, bldg , and equipment fund	0	0	
	29 Retained earnings, accumulated income, endowment, or other funds	0	0	
	30 **Total net assets or fund balances** (see instructions)	2,221,234,801	3,048,095,419	
	31 **Total liabilities and net assets/fund balances** (see instructions)	2,221,234,801	3,048,095,419	

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	2,221,234,801
2	Enter amount from Part I, line 27a	2	826,860,618
3	Other increases not included in line 2 (itemize) ▶	3	0
4	Add lines 1, 2, and 3	4	3,048,095,419
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	3,048,095,419

Part IV Capital Gains and Losses for Tax on Investment Income

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

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

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
	(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
a	See Additional Data Table			
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	34,466,392
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))
2013	84,760,654	1,644,442,846	0 051544
2012	52,548,367	328,476,983	0 159976
2011	57,657,597	64,144,532	0 898870
2010			
2009			

2	**Total** of line 1, column (d)	2	1 110390
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 370130
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	2,627,016,714
5	Multiply line 4 by line 3	5	972,337,696
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	499,275
7	Add lines 5 and 6	7	972,836,971
8	Enter qualifying distributions from Part XII, line 4	8	125,024,046

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	998,549
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	2	0
3	Add lines 1 and 2	3	998,549
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)	4	0
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-	5	998,549
6	Credits/Payments		
a	2014 estimated tax payments and 2013 overpayment credited to 2014 — 6a: 1,395,207		
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	1,395,207
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	396,658
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ 396,658 **Refunded** ▶	11	0

Part VII-A **Statements Regarding Activities**

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		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 ▶ $ 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	Yes	
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b	Yes	
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) ▶ DE, NY			
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 2014 or the taxable year beginning in 2014 (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	Yes	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	

Website address ▶ WWW JPBFOUNDATION ORG

14 The books are in care of ▶ THE JPB FOUNDATION Telephone no ▶ (212) 935-9860

Located at ▶ 9 WEST 57TH STREET 38TH FLOOR NEW YORK NY ZIP+4 ▶ 10019

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 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	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 ▶ OC			

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		No
	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 2014?	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 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ Yes ☑ No			
	If "Yes," list the years ▶ 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 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.).*	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 2014?	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**		**No**
	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	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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
DANA L BOURLAND C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	VP, ENVIRONMENT 40 00	319,971	43,435	0
DONNA LAWRENCE C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	VP, POVERTY 40 00	316,029	9,852	0
YVONNE C YU C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	VP, INVESTMENT OPERA 40 00	249,692	62,585	0
WILLIAM W RIBBECKE C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	VP, INVESTMENTS 40 00	249,615	62,532	0
MICHAEL J VACCARO C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	CONTROLLER 40 00	181,538	32,960	0
Total number of other employees paid over $50,000 ▶				13

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
GOLDMAN SACHS ASSET MANAGEMENT LP 200 WEST STREET NEW YORK, NY 10282	MANAGEMENT AND ADVISORY SERVICE	1,543,060
MATHEMATICA POLICY RESEARCH INC PO BOX 2393 PRINCETON, NJ 085432393	CONSULTING SERVICE	1,095,595
JP MORGAN PB FEE OPERATIONS 500 STANTON CHRISTIANA ROAD OPS3 FL 2 NEWARK, DE 19713	MANAGEMENT AND ADVISORY SERVICE	1,030,492
MONTICELLO ASSOCIATES INC 1800 LARIMER STREET SUITE 2100 DENVER, CO 80202	CONSULTING SERVICE	1,000,000
ODB FUND SERVICES LLC 500 MAMARONECK AVENUE HARRISON, NY 10528	CONSULTING SERVICE	738,946
Total number of others receiving over $50,000 for professional services. . . . . ▶		15

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**	
Total. Add lines 1 through 3 . . . . . ▶	0

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes				
a	Average monthly fair market value of securities			1a	2,025,155,474
b	Average of monthly cash balances			1b	618,444,960
c	Fair market value of all other assets (see instructions)			1c	23,421,611
d	**Total** (add lines 1a, b, and c)			1d	2,667,022,045
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0		
2	Acquisition indebtedness applicable to line 1 assets			2	0
3	Subtract line 2 from line 1d			3	2,667,022,045
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)			4	40,005,331
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4			5	2,627,016,714
6	**Minimum investment return.** Enter 5% of line 5			6	131,350,836

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	131,350,836
2a	Tax on investment income for 2014 from Part VI, line 5	2a	998,549		
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	18,678		
c	Add lines 2a and 2b			2c	1,017,227
3	Distributable amount before adjustments Subtract line 2c from line 1			3	130,333,609
4	Recoveries of amounts treated as qualifying distributions			4	0
5	Add lines 3 and 4			5	130,333,609
6	Deduction from distributable amount (see instructions)			6	0
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1			7	130,333,609

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	125,024,046
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	125,024,046
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	0
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	125,024,046

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 2013	(c) 2013	(d) 2014
1 Distributable amount for 2014 from Part XI, line 7				130,333,609
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only.			0	
b Total for prior years 20___ , 20___ , 20___		0		
3 Excess distributions carryover, if any, to 2014				
a From 2009.				
b From 2010.				
c From 2011. 56,270,207				
d From 2012. 36,319,193				
e From 2013. 3,144,601				
f **Total** of lines 3a through e.	95,734,001			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ $ 125,024,046				
a Applied to 2013, but not more than line 2a			0	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2014 distributable amount.				125,024,046
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2014 *(If an amount appears in column (d), the same amount must be shown in column (a).)*	5,309,563			5,309,563
6 **Enter the net total of each column as indicated below:**				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	90,424,438			
b Prior years' undistributed income Subtract line 4b from line 2b		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount —see instructions		0		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	0			
9 **Excess distributions carryover to 2015.** Subtract lines 7 and 8 from line 6a	90,424,438			
10 Analysis of line 9				
a Excess from 2010. . . .				
b Excess from 2011. . . . 50,960,644				
c Excess from 2012. . . . 36,319,193				
d Excess from 2013. . . . 3,144,601				
e Excess from 2014. . . .				

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 2014, 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			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
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))

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**				117,636,163
b *Approved for future payment* See Additional Data Table				
Total . . . . . ▶ **3b**				71,359,634

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments			14	1,214,900	
4 Dividends and interest from securities			14	19,546,565	
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	37,413,154	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a FOREIGN EXCHANGE LOSS			01	-2,050	
b INCOME FROM PARTNERSHIP K-1S	525990	121,427	14	5,122,503	
c LESS K-1 INCOME REFLECTED FOR NET INV INC BUT NOT FOR BOOK	525990	-121,427	14	-5,122,503	
d					
e					
12 Subtotal Add columns (b), (d), and (e)		0		58,172,569	0

13 **Total.** Add line 12, columns (b), (d), and (e) 13 58,172,569

(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

****** | 2015-10-07 | ******

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
STEVEN LAPSKER				P00850484

Firm's name ▶ MCGLADREY LLP

Firm's EIN ▶ 42-0714325

Firm's address ▶ 1185 AVENUE OF THE AMERICAS NEW YORK, NY 100362602

Phone no (212) 372-1000

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
PUBLICLY TRADED SECURITIES			
BREP VII	P		
BRIDGEWATER PRIVATE INVESTORS OFFSHORE LTD	P		
CARLYE VII	P		
EDGBASTON ASIAN EQUITY TRUST FD	P		
FORTRESS MACRO MA 1 LTD	P		
GENERAL ATLANTIC	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
929,901,643		917,351,241	12,550,402
160,202,409		141,480,988	18,721,421
966,068,589		966,068,589	0
47,808,000		47,808,000	0
			2,365,163
31,273,160		30,000,000	1,273,160
			-7,865
			-133,688
25,921,409		24,000,000	1,921,409
			63,379

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			12,550,402
			18,721,421
			0
			0
			2,365,163
			1,273,160
			-7,865
			-133,688
			1,921,409
			63,379

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

(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)
HIGHCLERE INTERNATIONAL INVESTORS MSID FUND	P		
MHR	P		
RAINE II	P		
WALTON VII-Q	P		
WELLINGTON TRUST COMPANY NA	P		
LESS INVESTMENT INCOME	P		

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			19,694
			21,939
			2,809
			27,828
			587,503
			-2,946,762

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			**(l)** Gains (Col (h) gain minus col (k), but not less than -0-) **or** Losses (from col (h))
(i) F M V as of 12/31/69	**(j)** Adjusted basis as of 12/31/69	**(k)** Excess of col (i) over col (j), if any	
			19,694
			21,939
			2,809
			27,828
			587,503
			-2,946,762

Form 990PF Part VIII Line 1 - List all officers, directors, trustees, foundation managers and their compensation

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
GERALD C MCNAMARA C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	CIO 40 00	1,400,000	34,225	0
APRIL C FREILICH C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	COO, SR VP 40 00	606,153	54,228	0
BARBARA PICOWER C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	PRESIDENT 40 00	275,524	43,153	0
JOSHUA HENRI HOCHSCHULER C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	TRUSTEE 3 00	0	0	0
SUSAN C FRUNZI C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	TRUSTEE 3 00	0	0	0
WILLIAM D ZABEL C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	TRUSTEE 3 00	0	0	0
MARTIN R POST C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	TRUSTEE 3 00	0	0	0
GEOFFREY CANADA C/O THE JPB FOUNDATION 9 WEST 57TH ST 38TH FL NEW YORK, NY 10019	TRUSTEE 3 00	0	0	0

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*				
ADVANCEMENT PROJECT 1220 L ST NW STE 850 WASHINGTON,DC 20005	NONE	PC	RIGHT TO VOTE PROJECT	400,000
AEON 901 NORTH 3RD ST STE 150 MINNEAPOLIS,MN 55401	NONE	PC	TO CREATE AND SUSTAIN AFFORDABLE HOMES THAT STRENGTHEN LIVES AND COMMUNITIES	750,000
ALLEY POND ENVIRONMENTAL CENTER 228-06 NORTHERN BOULEVARD DOUGLASTON,NY 11362	NONE	PC	GENERAL OPERATING SUPPORT - ENVIRONMENT	10,000
ALLIANCE FOR A HEALTHIER GENERATION INC C/O THE CLINTON FOUNDATION 1271 AVE OF THE AMERICAS 42ND FL NEW YORK,NY 10020	NONE	PC	HEALTHY SCHOOLS PROGRAM EXPANSION	1,898,445
AMERICAN CIVIL LIBERTIES UNION FOUNDATION INC 125 BRD ST 18TH FL NEW YORK,NY 10004	NONE	PC	POST-ARIZONA V U S LEGAL FALLOUT CAMPAIGN	750,000
THE AMERICAN PROSPECT 1710 RHODE ISLAND AVE NW 12TH FL WASHINGTON,DC 20036	NONE	PC	TO SUSTAIN ITS CORE EDITORIAL PROGRAMS WHILE RESTRUCTURING OPERATIONS AROUND A NEW PUBLISHING MODEL	100,000
THE AMERICAN PROSPECT 1710 RHODE ISLAND AVE NW 12TH FL WASHINGTON,DC 20036	NONE	PC	MATCHING GRANT FOR SUCCESSFULLY RAISING A $200,000 MATCH, PURSUANT TO OUR MARCH 19, 2014 GRANT LETTER	100,000
THE AMERICAN VISIONARY ART MUSEUM 800 KEY HIGHWAY BALTIMORE,MD 212303940	NONE	PC	GENERAL OPERATING SUPPORT - EDUCATION	10,000
THE ASPEN INSTITUTE 1 DUPONT CIRCLE STE 700 WASHINGTON,DC 20036	NONE	PC	ASPEN FORUM FOR COMMUNITY SOLUTIONS	467,886
ATLAS DIY CORPORATION 278 44TH ST 2ND FL BROOKLYN,NY 11232	NONE	PC	SUMMER CAMP - COLLEGE ACCESS FOR MIGRANT PEOPLE	2,500
ATLAS DIY CORPORATION 278 44TH ST 2ND FL BROOKLYN,NY 11232	NONE	PC	SUMMER CAMP - COLLEGE ACCESS FOR MIGRANT PEOPLE	10,000
AUTISM SPEAKS INC 1 EAST 33RD ST 4TH FL NEW YORK,NY 10016	NONE	PC	GENERAL OPERATING SUPPORT - EDUCATION	10,000
BETH ISRAEL DEACONESS MEDICAL CENTER INC 330 BROOKLINE AVE CLS 747 BOSTON,MA 022155491	NONE	PC	BARBARA B KAHN'S RESEARCH TITLED, "CHARACTERIZATION OF A NOVEL CLASS OF LIPIDS INVOLVED IN INSULIN SENSITIVITY"	612,840
BETH ISRAEL DEACONESS MEDICAL CENTER INC 330 BROOKLINE AVE CLS 747 BOSTON,MA 022155491	NONE	PC	BARBARA B KAHN'S RESEARCH TITLED, "CHARACTERIZATION OF A NOVEL CLASS OF LIPIDS INVOLVED IN INSULIN SENSITIVITY"	137,160
BLADDER CANCER ADVOCACY NETWORK 4915 ST ELMO AVE STE 202 BETHESDA,MD 20814	NONE	PC	THE JPB FOUNDATION YOUNG INVESTIGATOR AWARDS	100,000
Total . . . . . ▶ **3a**				117,636,163

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*				
BLUEGREEN ALLIANCE FOUNDATION 1300 GODSWARD ST NE STE 2625 MINNEAPOLIS, MN 55413	NONE	PC	MAP, GREEN AND GROW THE SUPPLY CHAIN FOR AFFORDABLE HOUSING ENERGY EFFICIENCY (MGG)	750,000
THE BRIDGESPAN GROUP INC 2 COPLEY PLACE 7TH FL STE 3700B BOSTON, MA 02116	NONE	PC	JPB TOXIC STRESS CONSORTIUM PLANNING	159,687
THE BRIDGESPAN GROUP INC 2 COPLEY PLACE 7TH FL STE 3700B BOSTON, MA 02116	NONE	PC	THE OBJECTIVE IS TO IDENTIFY INSIGHTS AND TOOLS, ASSIST LEADERS, AND AGGRESSIVELY ADVOCATE TO ACHIEVE TRANSFORMATIVE SCALE WITH PRACTICAL AND PROVEN SOLUTIONS TO THE MOST IMPORTANT CHALLENGES FACED BY DISADVANTAGED POPULATIONS	2,300,000
BROOKINGS INSTITUTION 1775 MASSACHUSETTS AVE NW WASHINGTON, DC 20036	NONE	PC	SOCIAL GENOME PROJECT FAMILY FORMATION AND PATHWAYS TO MIDDLE CLASS	281,235
CENTER FOR AMERICAN PROGRESS 1333 H ST NW FL 10 WASHINGTON, DC 20005	NONE	PC	REDUCING POVERTY AND ADDRESSING THE NEEDS OF FAMILIES WITH CHILDREN LIVING IN DEEP POVERTY	2,000,000
CENTER FOR COMMUNITY CHANGE 1536 U ST NW WASHINGTON, DC 20009	NONE	PC	GENERAL OPERATING SUPPORT - POVERTY	5,250,000
THE CENTER FOR REPRODUCTIVE RIGHTS INC 120 WALL ST NEW YORK, NY 10005	NONE	PC	FOR GENERAL OPERATING SUPPORT OF THE US PROGRAM	600,000
CENTER FOR YOUTH WELLNESS 3450 THIRD ST BLDG 2 STE 201 SAN FRANCISCO, CA 94124	NONE	PC	ACE'S AND TOXIC STRESS EDUCATION CAMPAIGN A TRANSFORMATIONAL EFFORT TARGETING THE PUBLIC AND MEDICAL COMMUNITIES	500,000
CENTER ON BUDGET AND POLICY PRIORITIES 820 FIRST ST NE WASHINGTON, DC 20002	NONE	PC	ADVANCING EFFECTIVE STRATEGIES TO ADDRESS POVERTY IN AMERICA	1,391,000
CENTRAL PARK CONSERVANCY 14 EAST 60TH ST NEW YORK, NY 10022	NONE	PC	GENERAL OPERATING SUPPORT - ENVIRONMENT	75,000
CHILD TRENDS INCORPORATED 7315 WISCONSIN AVE STE 1200W BETHESDA, MD 20814	NONE	PC	REDUCING TEEN CHILDBEARING AMONG LATINOS DEVELOPING AN INTERVENTION TO REDUCE POVERTY	50,000
THE CHILDREN'S AID SOCIETY 105 EAST 22ND ST NEW YORK, NY 10010	NONE	PC	CARRERA ADOLESCENT PREGNANCY PREVENTION PROGRAM FOR THE SOCIAL INNOVATION FUND MATCH & IN-SCHOOL MODEL GROWTH AND SUSTAINABILITY	1,000,000
CITY HARVEST INC 6 EAST 32ND ST 5TH FL NEW YORK, NY 10016	NONE	PC	GENERAL OPERATING SUPPORT - POVERTY	10,000
CITY OF LONG BEACH 1 WEST CHESTER ST LONG BEACH, NY 11561	NONE	GOV	CITY OF LONG BEACH HURRICANE SANDY RELIEF	178,092
THE CITY PARKS FOUNDATION 830 FIFTH AVE NEW YORK, NY 10065	NONE	PC	GENERAL SUPPORT FOR THE FORT TRYON PARK TRUST	10,000
Total . . . . . ▶ **3a**				117,636,163

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*				
THE TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 615 W 131ST ST ROOM 254 NEW YORK, NY 100277922	NONE	PC	DAVID SULZER'S RESEARCH TITLED, "MECHANISMS OF SUBSTANTIA NIGRA NEURONAL DEATH IN PARKINSON'S DISEASE"	700,000
THE TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 615 W 131ST ST ROOM 254 NEW YORK, NY 100277922	NONE	PC	DOMENICO ACCILI'S RESEARCH TITLED, "B-CELL DIFFERENTIATION AS A DIABETES TREATMENT"	600,000
THE TRUSTEES OF COLUMBIA UNIVERSITY IN THE CITY OF NEW YORK 615 W 131ST ST ROOM 254 NEW YORK, NY 100277922	NONE	PC	DAVID SULZER'S RESEARCH TITLED, "IDENTIFICATION OF AUTOIMMUNITY IN PARKINSON'S DISEASE"	50,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	AMY AND MARTIN POST FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	THE RDG FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	THE FRUNZI/WACHTEL FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	FREILICH FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	PICOWER FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	JOHN K CASTLE FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
COMMUNITY FUNDS INC 909 THIRD AVE NEW YORK, NY 10022	NONE	PC	JOHN K CASTLE FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
DALLAS JEWISH COMMUNITY FOUNDATION BYRNA JOE FUNK FAMILY PHILANTHROPY CENTER 12700 HILLCREST RD STE 201 DALLAS, TX 75230	NONE	PC	LINDSAY & JOSHUA HOCHSCHULER CHARITABLE FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
DANA FARBER CANCER INSTITUTE 450 BROOKLINE AVE CLS11146 BOSTON, MA 02215	NONE	PC	BRUCE M SPIEGELMAN'S RESEARCH TITLED, "EXERCISE, BROWN FAT AND DIABETES TOWARD A NEW GENERATION OF MOLECULAR THERAPEUTICS FOR METABOLIC DISORDERS"	734,644
DANA FARBER CANCER INSTITUTE 450 BROOKLINE AVE CLS11146 BOSTON, MA 02215	NONE	PC	BRUCE SPIEGELMAN'S RESEARCH TITLED, "PARENT GRANT EXERCISE, BROWN FAT AND DIABETES TOWARD A NEW GENERATION OF MOLECULAR THERAPEUTICS FOR METABOLIC DISORDERS SUPPLEMENT ADIPSIN AND THE CONTROL OF B-CELL FUNCTION"	15,500
ECODISTRICTS 1223 SW WASHINGTON ST STE 200 PORTLAND, OR 97205	NONE	PC	ACCELERATING THE ECODISTRICTS MARKETPLACE IN NORTH AMERICA	247,500
EDNA MCCONNELL CLARK FOUNDATION 415 MADISON AVE 10TH FL NEW YORK, NY 10017	NONE	PF	NEW PARTNERSHIP FOR YOUTH LLC - POVERTY	200,000
Total . . . . . ▶ **3a**				117,636,163

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*				
ELEVATE ENERGY 322 S GREEN ST STE 300 CHICAGO,IL 60607	NONE	PC	THE NATIONAL DELIVERY NETWORK FOR ENERGY EFFICIENCY SERVICE PROVIDERS TO SERVE AFFORDABLE HOUSING	2,710,000
EMMA ALYSON & KATE HANCE FAMILY FOUNDATION INC PO BOX 20795 FLORAL PARK,NY 11002	NONE	PC	GENERAL OPERATING SUPPORT - EDUCATION	20,000
ENERGY FOUNDATION 301 BATTERY ST FIFTH FL SAN FRANCISCO,CA 94111	NONE	PC	SCALING EFFICIENCY IN AFFORDABLE, MULTIFAMILY HOUSING	3,500,000
ENTERPRISE COMMUNITY PARTNERS INC 11000 BROKEN LAND PKWY COLUMBIA,MD 21044	NONE	PC	EVALUATING THE HEALTH BENEFITS OF GREEN AFFORDABLE HOUSING	714,777
ENTERPRISE COMMUNITY PARTNERS INC 11000 BROKEN LAND PKWY COLUMBIA,MD 21044	NONE	PC	EVALUATING THE HEALTH BENEFITS OF GREEN AFFORDABLE HOUSING	14,149
ENVIRONMENTAL AND ENERGY STUDY INSTITUTE 1112 16TH ST NW STE 300 WASHINGTON,DC 20036	NONE	PC	BOOSTING RESIDENTIAL ENERGY EFFICIENCY WITH ON-BILL FINANCING	300,000
ENVIRONMENTAL WORKING GROUP 1436 U ST NW STE 100 WASHINGTON,DC 20009	NONE	PC	EWG'S ENVIRONMENTAL HEALTH RESEARCH PROGRAM	500,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI,OH 452770053	NONE	PC	SCHAFFNER FAMILY FOUNDATION GIVING ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI,OH 452770053	NONE	PC	JAMES S CHANOS GIVING ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI,OH 452770053	NONE	PC	KAREN BECHTEL FOUNDATION GIVING ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI,OH 452770053	NONE	PC	SCHAFFNER FAMILY FOUNDATION GIVING ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI,OH 452770053	NONE	PC	JAMES S CHANOS GIVING ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
FIDELITY INVESTMENTS CHARITABLE GIFT FUND PO BOX 770001 CINCINNATI,OH 452770053	NONE	PC	KAREN BECHTEL FOUNDATION GIVING ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
FOOD RESEARCH AND ACTION CENTER INC 1200 18TH ST NW STE 400 WASHINGTON,DC 20036	NONE	PC	BUILDING ON THE LEVERAGE IN THE FEDERAL NUTRITION PROGRAMS TO REDUCE HUNGER AND IMPROVE NUTRITION FOR LOW-INCOME CHILDREN	150,000
FOUNDATION CENTER 79 FIFTH AVE NEW YORK,NY 10003	NONE	PC	GENERAL OPERATING SUPPORT - EDUCATION	25,000
Total . . . . . ▶ **3a**				117,636,163

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a *Paid during the year*				
THE MAYOR'S FUND FOR PHILADELPHIA INC OFFICE OF THE MAYOR CITY HALL ROOM 215 PHILADELPHIA,PA 19107	NONE	PC	DEVELOPING A REPLICABLE AND SOCIALLY EQUITABLE BIKE SHARING MODEL	2,718,649
THE FUND FOR PUBLIC SCHOOLS 52 CHAMBERS ST ROOM 305 NEW YORK,NY 10007	NONE	PC	TO HELP QUEENS VOCATIONAL & TECHNICAL HIGH SCHOOL STUDENTS	10,000
FUNDERS' NETWORK FOR SMART GROWTH AND LIVABLE COMMUNITIES INC 1500 SAN REMO AVE STE 249 CORAL GABLES,FL 33146	NONE	PC	GREEN! WORKING GROUP AND LOCAL SUSTAINABILITY MATCHING FUND (LSMF)	350,000
THE GARRISON INSTITUTE PO BOX 532 GARRISON,NY 10520	NONE	PC	A PLANNING GRANT TO DEVELOP A FULL PROPOSAL AND PROJECT PLAN FOR FACING CLIMATE CHANGE THE HUMAN DIMENSIONS OF RESILIENT AND SUSTAINABLE SOCIAL SERVICE PROVISION SUPPORTING LOW INCOME COMMUNITIES	75,000
GIRLS INCORPORATED OF NEW YORK CITY 120 WALL ST STE 1804 NEW YORK,NY 10005	NONE	PC	GENERAL SUPPORT - EDUCATION	10,000
GLOBAL PHILANTHROPY PARTNERSHIP 2440 N LAKEVIEW 15A CHICAGO,IL 60614	NONE	PC	URBAN SUSTAINABILITY DIRECTORS NETWORK GOS & INNOVATION FUND	350,000
GOD'S LOVE WE DELIVER INC 630 FLUSHING AVE BROOKLYN,NY 11206	NONE	PC	BIG LOVE WEEKEND	10,000
GREEN & HEALTHY HOMES INITIATIVE 2714 HUDSON ST BALTIMORE,MD 21224	NONE	PC	GREEN & HEALTHY HOMES INITIATIVE NATIONAL SCALING	1,000,000
GROUNDSWELL 1156 15TH ST NW 840 WASHINGTON,DC 20005	NONE	PC	GROUNDSWELL ENERGY SCALE UP	600,000
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FL NEW YORK,NY 10038	NONE	PC	IDENTIFYING PATHWAYS TO IMPROVE CONTRACEPTIVE USE A LONGITUDINAL STUDY	626,995
GUTTMACHER INSTITUTE INC 125 MAIDEN LANE 7TH FL NEW YORK,NY 10038	NONE	PC	RETURN ON INVESTMENT STUDY	86,323
HARLEM CHILDREN'S ZONE INC 35 EAST 125TH ST NEW YORK,NY 10035	NONE	PC	HARLEM CHILDREN'S ZONE'S HEALTHY LIVING INITIATIVE	7,500,000
HARLEM CHILDREN'S ZONE INC 35 EAST 125TH ST NEW YORK,NY 10035	NONE	PC	GENERAL OPERATING SUPPORT - POVERTY	125,000
HEALTH CARE WITHOUT HARM 12355 SUNRISE DRIVE STE 680 RESTON,VA 20191	NONE	PC	GENERAL OPERATING SUPPORT - ENVIRONMENT	1,000,000
HEALTH LEADS INC 2 OLIVER ST 10TH FL BOSTON,MA 02109	NONE	PC	CATALYZING SYSTEMS CHANGE THROUGH DESK STAFFING ENHANCEMENT AND SECTOR LEADERSHIP INITIATIVES	781,020
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HUMAN RIGHTS FIRST 75 BROAD ST 31ST FL NEW YORK, NY 10004	NONE	PC	REFUGEE PROTECTION PROGRAM	750,000
HUMAN RIGHTS FIRST 75 BROAD ST 31ST FL NEW YORK, NY 10004	NONE	PC	EXPANSION OF HUMAN RIGHTS FIRST'S REPRESENTATION OF IMMIGRANT CHILDREN AND FAMILIES	750,000
HUMAN RIGHTS WATCH 350 5TH AVE 34TH FL NEW YORK, NY 10118	NONE	PC	HUMAN RIGHTS WATCH FILM FESTIVAL PROGRAM	10,000
ICAHN SCHOOL OF MEDICINE AT MOUNT SINAI 1 GUSTAVE L LEVY PLACE BOX 1065 NEW YORK, NY 10029	NONE	PC	ALISON GOATE'S RESEARCH TITLED, "IDENTIFICATION OF NOVEL ALZHEIMER'S DISEASE GENES USING NEXT GENERATION SEQUENCING"	310,000
IMMIGRANT LEGAL RESOURCE CENTER 1663 MISSION ST STE 602 SAN FRANCISCO, CA 94103	NONE	PC	NEW AMERICANS CAMPAIGN (NAC)	1,000,000
INDIANA UNIVERSITY UNIVERSITY SCHOOL OF MEDICINE 410 WEST 10TH ST INDIANAPOLIS, IN 46038	NONE	PC	DAVID MARRERO'S RESEARCH TITLED, "THE DIABETES PREVENTION PROGRAM FOR FAMILIES, AKA PRIMARY PREVENTION OF DIABETES IN CHILDREN AND MOTHERS AT INCREASED RISK"	615,594
INDIANA UNIVERSITY UNIVERSITY SCHOOL OF MEDICINE 410 WEST 10TH ST INDIANAPOLIS, IN 46038	NONE	PC	THE DIABETES PREVENTION PROGRAM FOR FAMILIES PROJECT	111,749
INNOVATION NETWORK INC 1625 K ST NW STE 1050 WASHINGTON, DC 20006	NONE	PC	EVALUATION OF THE CENTER FOR COMMUNITY CHANGE - JPB PROVISION OF GENERAL OPERATING SUPPORT	497,679
INTERNATIONAL LIVING FUTURE INSTITUTE 721 NW NINTH AVE STE 195 PORTLAND, OR 97209	NONE	PC	LIVING PRODUCT CHALLENGE	800,000
ISLAND PRESS 2000 M ST NW STE 650 WASHINGTON, DC 20036	NONE	PC	BUILDING HEALTHY, RESILIENT CITIES	500,000
JEWISH COMMUNAL FUND 575 MADISON AVE NEW YORK, NY 10022	NONE	PC	ROGER W AND CAROL B EINIGER PHILANTHROPIC FUND ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
JEWISH COMMUNAL FUND 575 MADISON AVE NEW YORK, NY 10022	NONE	PC	ROGER W AND CAROL B EINIGER PHILANTHROPIC FUND ACCOUNT - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
CORNELL UNIVERSITY 525 EAST 68TH ST BOX 99 NEW YORK, NY 10065	NONE	PC	MICHAEL G KAPLITT'S RESEARCH TITLED, "P11 ACTIONS ON MOTOR AND NON-MOTOR SYMPTOMS IN PARKINSON'S DISEASE"	700,000
CORNELL UNIVERSITY 525 EAST 68TH ST BOX 99 NEW YORK, NY 10065	NONE	PC	MICHAEL G KAPLITT'S RESEARCH TITLED,"FOCUSED ULTRASOUND MEDIATED GENE THERAPY FOR PARKINSON'S DISEASE - SUPPLEMENTAL GRANT"	50,000
JOHNS HOPKINS UNIVERSITY SCHOOL OF MEDICINE 733 N BROADWAY STE 731 BALTIMORE, MD 21205	NONE	PC	TED M DAWSON'S RESEARCH TITLED, "CHARACTERIZATION OF THE PARKIN/PINK1/PARIS PATHWAY OF NEURODEGENERATION IN PARKINSON'S DISEASE"	700,000
Total . . . . . ▶ **3a**				117,636,163

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JOHNS HOPKINS UNIVERSITY SCHOOL OF MEDICINE 733 N BROADWAY STE 731 BALTIMORE,MD 21205	NONE	PC	TED M DAWSON'S RESEARCH TITLED, "IDENTIFICATION OF PARIS INHIBITORS FOR THE TREATMENT OF PARKINSON'S DISEASE"	50,000
KALAMAZOO COLLEGE DIVISION OF COLLEGE ADVANCEMENT 1200 ACADEMY ST KALAMAZOO,MI 49006	NONE	PC	CENTER FOR ENVIRONMENTAL STEWARDSHIP	10,000
LAWYERS' COMMITTEE FOR CIVIL RIGHTS UNDER LAW 1401 NEW YORK AVE NW STE 400 WASHINGTON,DC 20005	NONE	PC	VOTING RIGHTS PROJECT	3,000,000
LIVING CITIES INC 1040 AVE OF THE AMERICAS FL 17 NEW YORK,NY 10018	NONE	PC	GENERAL OPERATING SUPPORT - POVERTY	1,000,000
LOCAL INITIATIVES SUPPORT CORPORATION 501 SEVENTH AVE 7TH FL NEW YORK,NY 10018	NONE	PC	LISC RELIEF FUND	125,000
MALTA HOUSE INC 5 PROWITT ST NORWALK,CT 06851	NONE	PC	RESTRICTED FUNDS FOR THE RECRUITMENT OF PART-TIME CHILD CARE STAFF FOR EVENING AND WEEKEND SERVICES	10,000
MANHATTAN THEATRE CLUB INC 311 WEST 43RD ST 8TH FL NEW YORK,NY 10036	NONE	PC	MTC'S EDUCATION PROGRAM	50,000
MASSACHUSETTS GENERAL HOSPITAL 114 16TH ST CHARLESTOWN,MA 02129	NONE	PC	BRADLEY HYMAN'S RESEARCH TITLED, "UNDERSTANDING PROGRESSION OF NEURAL SYSTEM FAILURE IN ALZHEIMER'S DISEASE"	750,000
MASSACHUSETTS GENERAL HOSPITAL 114 16TH ST CHARLESTOWN,MA 02129	NONE	PC	RUDOLPH TANZI 'S RESEARCH TITLED, "WHOLE GENOME APPROACH TO IDENTIFYING AND CHARACTERIZING FUNCTIONAL VARIANTS IN ALZHEIMER'S DISEASE"	750,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BUILDING 3-208 CAMBRIDGE,MA 021394307	NONE	PC	PICOWER INSTITUTE INNOVATION FUND (PIIF)	2,700,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BUILDING 3-208 CAMBRIDGE,MA 021394307	NONE	PC	PICOWER INSTITUTE INNOVATION FUND (PIIF)	200,000
MASSACHUSETTS INSTITUTE OF TECHNOLOGY 77 MASSACHUSETTS AVE BUILDING 3-208 CAMBRIDGE,MA 021394307	NONE	PC	JUNIOR FACULTY DEVELOPMENT PROGRAM	3,200,000
MDRC 16 EAST 34TH ST 19TH FL NEW YORK,NY 10039	NONE	PC	THE CAMPAIGN TO TRANSFORM MDRC	1,000,000
MEMORIAL SLOAN KETTERING CANCER CENTER 1275 YORK AVE NEW YORK,NY 10065	NONE	PC	YUEMING LI 'S RESEARCH TITLED, "FROM MECHANISM TO DRUG DEVELOPMENT OF ALZHEIMER'S DISEASE TARGETS"	750,000
MERIDIAN INSTITUTE PO BOX 1829 DILLON,CO 80435	NONE	PC	RESILIENT POWER BUILDING A STRONGER CLEAN ENERGY FUTURE	600,000
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MOUNTAIN ASSOCIATION FOR COMMUNITY ECONOMIC DEVELOPMENT 433 CHESTNUT ST BEREA, KY 40403	NONE	PC	ADVANCING A JUST APPALACHIAN TRANSITION	895,000
NATIONAL ACADEMY OF SCIENCES INSTITUTE OF MEDICINE KECK CENTER 500 FIFTH ST NW WASHINGTON, DC 20001	NONE	PC	A FRAMEWORK FOR ASSESSING THE HEALTH, ENVIRONMENTAL, AND SOCIAL EFFECTS OF THE FOOD SYSTEM	488,022
NATIONAL ACADEMY OF SCIENCES INSTITUTE OF MEDICINE KECK CENTER 500 FIFTH ST NW WASHINGTON, DC 20001	NONE	PC	ROUNDTABLE ON OBESITY SOLUTIONS	150,000
THE NATIONAL CAMPAIGN TO PREVENT TEEN AND UNPLANNED PREGNANCY 1776 MASSACHUSETTS AVE NW STE 200 WASHINGTON, DC 20036	NONE	PC	BIRTH CONTROL 2 0 RE-BUILDING SUPPORT FOR FAMILY PLANNING	519,500
NATIONAL COUNCIL OF YOUNG MEN'S CHRISTIAN ASSOCIATIONS OF THE UNITED STATES 101 N WACKER DRIVE CHICAGO, IL 60606	NONE	PC	NATIONAL SCALING AND DISSEMINATION OF THE YMCA'S DIABETES PREVENTION PROGRAM	2,795,012
NATIONAL DANCE INSTITUTE 217 WEST 147TH ST NEW YORK, NY 10039	NONE	PC	IN SCHOOL PROGRAM CHILDREN, COMMUNITIES, AND EXCELLENCE - EDUCATION	50,000
NATIONAL ECZEMA ASSOCIATION 77 MARK DRIVE STE 8 SAN RAFAEL, CA 94903	NONE	PC	GENERAL SUPPORT - MEDICAL	10,000
NATIONAL HOUSING TRUST 1101 30TH ST NW STE 100A WASHINGTON, DC 20007	NONE	PC	SCALING UP EFFICIENCY IN LOW-INCOME COMMUNITIES	570,000
NATIONAL LEAGUE OF CITIES INSTITUTE 1301 PENNSYLVANIA AVE NW STE 550 WASHINGTON, DC 20004	NONE	SO I	CITIES PROMOTING ACCESS TO NATURE	678,665
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD STE 150 JENKINTOWN, PA 190463531	NONE	PC	WIEN FAMILY FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD STE 150 JENKINTOWN, PA 190463531	NONE	PC	WIEN FAMILY FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
NATIONAL PHILANTHROPIC TRUST 165 TOWNSHIP LINE ROAD STE 150 JENKINTOWN, PA 190463531	NONE	PC	THE TRUE NORTH FUND - ORGANIZE PRIVATE AND PUBLIC CAPITAL ON BEHALF OF LOW INCOME YOUTH, ENCOURAGE ADVOCACY AND CHANGE IN HOW CAPITAL IS DEPLOYED	1,000,000
NATURAL RESOURCES DEFENSE COUNCIL INC 40 WEST 20TH ST NEW YORK, NY 10011	NONE	PC	SCALING UP EFFICIENCY IN LOW-INCOME COMMUNITIES	2,200,000
THE NATURE CONSERVANCY 4245 NORTH FAIRFAX DRIVE STE 100 ARLINGTON, VA 22203	NONE	PC	CULTIVATING WHOLE CITIES	1,767,000
NEO PHILANTHROPY 45 WEST 36TH ST 6TH FL NEW YORK, NY 10018	NONE	PC	PUBLIC INTEREST PROJECTS, INC 'S $2,500,000 FOR THE FOUR FREEDOMS FUND AND $200,000 FOR THE NATIONAL PARTNERSHIP FOR NEW AMERICANS	2,700,000
Total . . . . . ▶ **3a**				117,636,163

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NEO PHILANTHROPY 45 WEST 36TH ST 6TH FL NEW YORK, NY 10018	NONE	PC	PUBLIC INTEREST PROJECTS, INC 'S STATE INFRASTRUCTURE FUND, TO BE ALLOCATED AS FOLLOWS $500,000 FOR THE SHELBY RESPONSE FUND, AND $350,000 FOR GENERAL OPERATING SUPPORT	850,000
NEO PHILANTHROPY 45 WEST 36TH ST 6TH FL NEW YORK, NY 10018	NONE	PC	PUBLIC INTEREST PROJECTS, INC 'S DEFINE AMERICAN PROJECT - POVERTY	700,000
NEW VENTURE FUND 1201 CONNECTICUT AVE STE 300 WASHINGTON, DC 20036	NONE	PC	COMMUNICATIONS HUB FOR CIVIL LEGAL AID	223,000
NEW YORK HALL OF SCIENCE 47-01 111TH ST CORONA, NY 11368	NONE	PC	CONNECTED WORLDS	500,000
THE NEW YORK PUBLIC LIBRARY ASTOR LENOX AND TILDEN FOUNDATIONS FIFTH AVE AND 42ND ST NEW YORK, NY 10018	NONE	PC	ENGLISH FOR SPEAKERS OF OTHER LANGUAGES (ESOL) PROGRAM	500,000
NONTRADITIONAL EMPLOYMENT FOR WOMEN (NEW) 243 WEST 20TH ST NEW YORK, NY 11215	NONE	PC	GENERAL SUPPORT - TO TRAIN 500 WOMEN IN CORE AND ADVANCED TRAINING IN SKILLED CONSTRUCTION, UTILITY AND MAINTENANCE TRADES	10,000
NORTHWESTERN UNIVERSITY DEPARTMENT OF PHYSIOLOGYFEINBERG SCHOOL OF MEDICINE 303 E SUPERIOR S CHICAGO, IL 60611	NONE	PC	D JAMES SURMEIER'S RESEARCH TITLED, "MOLECULAR AND CELLULAR MECHANISMS OF PARKINSON'S DISEASE"	975,000
PARENTS ASSOCIATION BRONX HIGH SCHOOL OF SCIENCE 75 WEST 205TH ST BRONX, NY 10468	NONE	PC	TECHNOLOGY UPGRADES, SUPPLEMENTAL TEXT BOOKS AND SUPPLIES NOT PROVIDED BY THE CITY COLLEGE PROGRAMS, MATH AND SCIENCE RESEARCH PROJECTS	10,000
PARTNERSHIP FOR A HEALTHIER AMERICA INC 2001 PENNSYLVANIA AVE NW 9TH FL WASHINGTON, DC 20006	NONE	PC	MAKING THE HEALTHY CHOICE THE EASY CHOICE	500,000
PHILANTHROPY NEW YORK INC 79 FIFTH AVE 4TH FL NEW YORK, NY 10003	NONE	PC	GENERAL SUPPORT - EDUCATION	24,250
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 434 WEST 33RD ST NEW YORK, NY 10001	NONE	PC	SOUTHERN ACCESS PROJECT - POVERTY	3,000,000
PLANNED PARENTHOOD FEDERATION OF AMERICA INC 434 WEST 33RD ST NEW YORK, NY 10001	NONE	PC	PUBLIC POLICY LITIGATION AND LAW PROGRAM	1,500,000
PREP FOR PREP 328 WEST 71ST ST NEW YORK, NY 10023	NONE	PC	THE JPB FOUNDATION/PREP FOR PREP SCHOLARS AND PROFESSIONAL ADVANCEMENT	200,000
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON, MA 02115	NONE	PC	STEVEN GORTMAKER'S RESEARCH TITLED, "CHILDHOOD OBESITY INTERVENTIONS - EVALUATING THE COST-EFFECTIVENESS OF STRATEGIES "	1,596,177
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON, MA 02115	NONE	PC	DOUGLAS MELTON'S RESEARCH TITLED, "USING STEM CELLS TO MAKE MATURE PANCREATIC CELLS FOR TRANSPLANTATION AND THE ANALYSIS OF GENETIC PREDISPOSITION TO DIABETES"	600,000
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PRESIDENT AND FELLOWS OF HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON,MA 02115	NONE	PC	THE ENVIRONMENTAL HEALTH FELLOWS PROGRAM FOR URBAN HEALTH	1,003,343
PRESIDENT AND FELLOWS OF HARVARD COLLEGE 677 HUNTINGTON AVE BOSTON,MA 02115	NONE	PC	DIANE MATHIS RESEARCH TITLED, "INFLAMMATORY ASPECTS OF DIABETES"	1,000,000
RAYMOND F KRAVIS CENTER FOR THE PERFORMING ARTS INC 701 OKEECHOBEE BOULEVARD WEST PALM BEACH,FL 33401	NONE	PC	GENERAL OPERATING SUPPORT FOR STAR SERIES	50,000
REGIONAL PLAN ASSOCIATION 4 IRVING PLACE 7TH FL NEW YORK,NY 10003	NONE	PC	A REGION STILL AT RISK A PROPOSAL FOR A FOURTH REGIONAL PLAN - ENVIRONMENT	500,000
THE ROBIN HOOD FOUNDATION 826 BROADWAY 9TH FL NEW YORK,NY 10003	NONE	PC	IMMIGRANT JUSTICE CORPS (IJC)	2,000,000
ROCKEFELLER PHILANTHROPY ADVISORS INC 6 WEST 48TH ST 10TH FL NEW YORK,NY 10036	NONE	PC	COLLECTIVE FUNDING EFFORTS -POVERTY	1,000,000
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK,NY 100656399	NONE	PC	JEFFREY M FRIEDMAN'S RESEARCH TITLED, "TRANSLATIONAL STUDIES OF LEPTIN AND THE NEURAL CIRCUIT REGULATING BODY WEIGHT"	1,108,020
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK,NY 100656399	NONE	PC	PAUL GREENGARD'S RESEARCH TITLED, "MOLECULAR MECHANISMS UNDERLYING DEGENERATION AND CELL-SPECIFIC ADAPTATION IN PARKINSON'S DISEASE"	963,800
ROCKEFELLER UNIVERSITY 1230 YORK AVE NEW YORK,NY 100656399	NONE	PC	SUBHASH C SINHA'S RESEARCH TITLED, "DISCOVERY AND DEVELOPMENT OF HIT AND LEAD COMPOUNDS OF ALZHEIMER DISEASE TARGETS"	750,000
ROCKVILLE INSTITUTE 1600 RESEARCH BOULEVARD ROCKVILLE,MD 208503129	NONE	PC	HEALTHY SCHOOLS RANDOMIZED CONTROLLED TRIAL	318,070
ROUNDABOUT THEATRE COMPANY INC 231 WEST 39TH ST STE 1200 NEW YORK,NY 10018	NONE	PC	ROUNDABOUT GENERAL SUPPORT - EDUCATION	50,000
SAGE ELDERCARE INC 290 BROAD ST SUMMIT,NJ 07901	NONE	PC	GENERAL OPERATING SUPPORT -POVERTY	10,000
SALK INSTITUTE FOR BIOLOGICAL STUDIES 10010 NORTH TORREY PINES ROAD LA JOLLA,CA 920371002	NONE	PC	FRED GAGE'S RESEARCH TITLED, "MODELING PARKINSON'S DISEASE"	700,000
SALK INSTITUTE FOR BIOLOGICAL STUDIES 10010 NORTH TORREY PINES ROAD LA JOLLA,CA 920371002	NONE	PC	FRED GAGE'S RESEARCH TITLED, "MULTIDIMENSIONAL ANALYSIS OF LIVE SINGLE HUMAN NEURONS FROM PARKINSON PATIENTS"	50,000
SCRIPPS RESEARCH INSTITUTE 10550 N TORREY PINES ROAD LA JOLLA,CA 92307	NONE	PC	RICHARD LERNER'S RESEARCH TITLED, "SELECTION OF AGONIST ANTIBODIES THAT REGULATE METABOLISM"	1,062,500
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SOUTHFACE ENERGY INSTITUTE 241 PINE ST ATLANTA, GA 30308	NONE	PC	GRANTS TO GREEN REAL ESTATE PORTFOLIO	891,850
STANFORD UNIVERSITY SCHOOL OF MEDICINE FAIRCHILD BUILDING ROOM D 235 STANFORD, CA 943055125	NONE	PC	BEN A BARRES'S RESEARCH TITLED, "UNDERSTANDING THE ROLE OF GLIA IN ALZHEIMER'S DISEASE"	750,000
THE FRESH AIR FUND 633 3RD AVE 14TH FL NEW YORK, NY 10017	NONE	PC	GENERAL OPERATING SUPPORT - ENVIRONMENT	50,000
WNET 825 EIGHTH AVE NEW YORK, NY 10019	NONE	PC	POVERTY INITIATIVE PLANNING GRANT	62,800
WNET 825 EIGHTH AVE NEW YORK, NY 10019	NONE	PC	CYBERCHASE HEALTHY KIDS, HEALTHY PLANET	1,305,969
WNET 825 EIGHTH AVE NEW YORK, NY 10019	NONE	PC	POVERTY THE FIFTY YEAR WAR	1,373,263
TIDES CENTER 55 EXCHANGE PLACE STE 402 NEW YORK, NY 10005	NONE	PC	GENERAL OPERATING SUPPORT - POVERTY	1,000,000
TIDES FOUNDATION PO BOX 29903 SAN FRANCISCO, CA 94129	NONE	PC	ALLIANCE FOR CITIZENSHIP (A4C)	1,000,000
TRUST FOR CONSERVATION INNOVATIONGLOBAL COOL CITIES ALLIANCE 150 POST ST STE 342 SAN FRANCISCO, CA 94108	NONE	PC	THE RESILIENT ROOFS ENABLING HEALTHIER AND MORE COST-EFFICIENT AFFORDABLE HOUSING PROJECT	220,000
THE TRUST FOR PUBLIC LAND 666 BROADWAY NINTH FL NEW YORK, NY 10012	NONE	PC	PARKS FOR PEOPLE REALIZING THE 10-MINUTE WALK	500,000
TRUSTEES OF TUFTS COLLEGE OFFICE OF RESEARCH ADMINISTRATION 136 HARRISON AVE MEDFORD, MA 02111	NONE	PC	CHILD OBESITY 180 PROGRAM	1,000,000
UNION SETTLEMENT ASSOCIATION 237 EAST 104TH ST NEW YORK, NY 10029	NONE	PC	UNION SETTLEMENT'S YOUTH SERVICE PROGRAM	10,000
THE REGENTS OF THE UNIVERSITY OF CALIFORNIA SAN FRANCISCO 3333 CALIFORNIA ST STE 335 SAN FRANCISCO, CA 94118	NONE	PC	UCSF BIXBY CENTER'S PROJECT, "REDUCING UNPLANNED PREGNANCY IN THE US ADDRESSING THE NEEDS OF AT-RISK WOMEN THROUGH LONG-ACTING REVERSIBLE CONTRACEPTION"	300,000
THE REGENTS OF THE UNIVERSITY OF MICHIGAN 1415 WASHINGTON HEIGHTS ANN ARBOR, MI 48109	NONE	PC	CENTER FOR MANAGING CHRONIC DISEASE'S ACCELERATING TEAM IMPACT	960,069
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 12-102 TRANSLATIONAL RESEARCH CENTER 3400 CIVIC CENTER BOULEVARD PHILADELPHIA, PA 191046149	NONE	PC	MITCHELL LAZAR'S RESEARCH TITLED, "THE EPIGENETICS OF DIABETES"	450,000
Total . . . . . ▶ **3a**				117,636,163

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*				
TRUSTEES OF THE UNIVERSITY OF PENNSYLVANIA 12-102 TRANSLATIONAL RESEARCH CENTER 3400 CIVIC CENTER BOULEVARD PHILADELPHIA,PA 191046149	NONE	PC	MITCHELL LAZAR'S RESEARCH TITLED, "THE EPIGENOMICS OF DIABETES TRANSLATION TO PERSONALIZED MEDICINE"	300,000
VANGUARD CHARITABLE ENDOWMENT PROGRAM PO BOX 55766 BOSTON,MA 022055766	NONE	PC	THE GERALD C MCNAMARA AND RENEE K PETROFES CHARITABLE FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
VANGUARD CHARITABLE ENDOWMENT PROGRAM PO BOX 55766 BOSTON,MA 022055766	NONE	PC	THE GERALD C MCNAMARA AND RENEE K PETROFES CHARITABLE FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
VANGUARD CHARITABLE ENDOWMENT PROGRAM PO BOX 55766 BOSTON,MA 022055766	NONE	PC	THE GEOFFREY AND YVONNE CANADA FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	150,000
VANGUARD CHARITABLE ENDOWMENT PROGRAM PO BOX 55766 BOSTON,MA 022055766	NONE	PC	THE GERALD C MCNAMARA AND RENEE K PETROFES CHARITABLE FUND - MEDICAL, ENVIRONMENT, POVERTY, EDUCATION	50,000
VIVIAN BEAUMONT THEATER INC 150 WEST 65TH ST NEW YORK,NY 10023	NONE	PC	TO SUPPORT LINCOLN CENTER THEATER'S OPEN STAGES EDUCATION PROGRAM	50,000
WASHINGTON UNIVERSITY CAMPUS BOX 8134 425 S EUCLID AVE ST LOUIS,MO 63110	NONE	PC	DAVID M HOLTZMAN'S RESEARCH TITLED, "UNDERSTANDING THE RELATIONSHIP BETWEEN AMYLOID-B, APOE, AND TAU IN ALZHEIMER'S DISEASE"	850,000
WASHINGTON UNIVERSITY CAMPUS BOX 8134 425 S EUCLID AVE ST LOUIS,MO 63110	NONE	PC	ALISON GOATE'S RESEARCH TITLED, "IDENTIFICATION OF NOVEL ALZHEIMER'S DISEASE GENES USING NEXT GENERATION SEQUENCING"	440,000
WHAT IS MISSING FOUNDATION 112 PRINCE ST 4TH FL NEW YORK,NY 10012	NONE	POF	GENERAL OPERATING SUPPORT - ENVIRONMENT	50,000
WHITEHEAD INSTITUTE FOR BIOMEDICAL RESEARCH 9 CAMBRIDGE CENTER CAMBRIDGE,MA 021421479	NONE	PC	SUSAN LINDQUIST'S RESEARCH TITLED, "A YEAST DISCOVERY PLATFORM FOR PARKINSON'S DISEASE GENOMICS AND DRUG DISCOVERY"	695,466
WILLIAM J BRENNAN JR CENTER FOR JUSTICE INC 161 AVE OF THE AMERICAS 12TH FL NEW YORK,NY 10013	NONE	PC	GENERAL OPERATING SUPPORT - POVERTY	400,000
YESHIVA UNIVERSITY 55 FIFTH AVE NEW YORK,NY 10013	NONE	PC	IMMIGRATION JUSTICE CLINIC/ASYLUM REPRESENTATION PROJECT	860,963
YOUNG DANCERS IN REPERTORY INC 6424 18TH AVE 2ND FL BROOKLYN,NY 11204	NONE	PC	ARTS-IN-EDUCATION	10,000
Total . . . . . ▶ **3a**				117,636,163

TY 2014 Accounting Fees Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	121,348	17,200		104,148

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

TY 2014 Depreciation Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
COMPUTER SOFTWARE	2011-10-12	39,997	32,098	SL	3 000000000000	7,899	0		
COMPUTER SOFTWARE	2011-10-13	15,000	12,083	SL	3 000000000000	2,917	0		
COMPUTER SOFTWARE	2012-01-26	15,000	7,500	SL	3 000000000000	5,000	0		
COMPUTER SOFTWARE	2012-11-01	18,500	9,250	SL	3 000000000000	6,167	0		
OFFICE & COMPUTER	2012-01-05	1,287	644	SL	3 000000000000	429	0		
OFFICE & COMPUTER	2012-01-18	625	312	SL	3 000000000000	208	0		
OFFICE & COMPUTER	2012-03-20	278	139	SL	3 000000000000	93	0		
OFFICE & COMPUTER	2012-06-20	14,903	7,452	SL	3 000000000000	4,968	0		
OFFICE & COMPUTER	2012-06-25	200	100	SL	3 000000000000	67	0		
OFFICE & COMPUTER	2012-09-12	448	224	SL	3 000000000000	149	0		
OFFICE & COMPUTER	2012-11-27	4,149	2,074	SL	3 000000000000	1,383	0		
COMPUTER SOFTWARE	2013-01-01	10,950	1,825	SL	3 000000000000	3,650	0		
OFFICE & COMPUTER	2013-01-01	27,058	2,706	SL	5 000000000000	5,412	0		
FURNITURE & FIXTURE	2013-01-01	84,075	6,005	SL	7 000000000000	12,011	0		
LEASEHOLD IMPROVEMENT	2013-01-01	43,359	7,226	SL	3 000000000000	14,453	0		
COMPUTER SOFTWARE	2014-07-01	14,845		SL	3 000000000000	2,474	0		
OFFICE & COMPUTER	2014-07-01	25,715		SL	3 000000000000	4,285	0		
LEASEHOLD IMPROVEMENT	2014-07-01	8,625		SL	15 000000000000	0	0		

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

TY 2014 Expenditure Responsibility Statement

Name: THE JPB FOUNDATION

EIN: 90-0747216

Grantee's Name	Grantee's Address	Grant Date	Grant Amount	Grant Purpose	Amount Expended By Grantee	Any Diversion By Grantee?	Dates of Reports By Grantee	Date of Verification	Results of Verification
WHAT IS MISSING FOUNDATION	112 PRINCE STREET 4TH FLOOR NEW YORK, NY 10012	2014-02-25	50,000	THIS PROJECT WILL COMPLETE EDUCATIONAL INFOGRAPHICS FOR THE WEBSITE, THE WHAT YOU CAN DO (WYCD) DOWNLOADABLE BOOKLET, AND THE WHAT IF ELEMENT OF GREENPRINT FOR THE FUTURE	50,000	THERE HAS BEEN NO DIVERSION BY THE GRANTOR	FINANCIAL REPORTS RECEIVED 4/1/2015	2015-04-01	THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS FROM THE GRANTEE
EDNA MCCONNELL CLARK FOUNDATION	415 MADISON AVE 10TH FL NEW YORK, NY 10017	2014-03-24	200,000	NEW PARTNERSHIP FOR YOUTH, LLC WILL ORGANIZE PRIVATE AND PUBLIC CAPITAL ALLOWING FOR COLLABORATION AMONG FUNDERS TO FIND SOLUTIONS TO LARGE AND DIFFICULT PROBLEMS RELATED TO ALLEVIATING POVERTY	200,000	THERE HAS BEEN NO DIVERSION BY THE GRANTOR	FINANCIAL REPORTS RECEIVED 7/22/2015	2015-07-22	THE GRANTOR HAS NO REASON TO DOUBT THE ACCURACY OR RELIABILITY OF THE REPORTS FROM THE GRANTEE

TY 2014 General Explanation Attachment

Name: THE JPB FOUNDATION

EIN: 90-0747216

Identifier	Return Reference	Explanation
DONOR ADVISED FUND	FORM 990-PF, PART VII-A, LINE 12	THE JPB FOUNDATION MADE CHARITABLE GIFTS IN THE YEAR ENDED 12/31/2014 TO DONOR ADVISED FUNDS THAT IT TREATED AS QUALIFIED DISTRIBUTIONS ALL CONTRIBUTIONS ARE BEING USED TO SUPPORT CHARITABLE PURPOSES AS DESCRIBED IN 170(C)(2)(B) ALL DISTRIBUTIONS WILL BE USED TO FURTHER MEDICAL, ENVIRONMENT, POVERTY AND EDUCATIONAL EFFORTS

Identifier	Return Reference	Explanation
NAME OF FOREIGN COUNTRY	FORM 990-PF, PART VII-A, LINE 16	UNITED KINGDOM AND CANADA

TY 2014 Investments Corporate Stock Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Name of Stock	End of Year Book Value	End of Year Fair Market Value
9200 ADR AMCOR LTD	391,741	406,548
20510 ADR AMCOR LTD	810,805	906,337
30326 ADR BRAMBLES LTD ADR	529,409	521,910
29965 ADR COCA COLA AMTIL LTD SPONSORED	268,462	227,285
26500 ADR ANHEUSER BUSCH INBEV SA/NV SPONSORED ADR	2,521,752	2,976,480
70710 ADR BANCO BRADESCO S A SPONSORED ADR REPSTG PFD SHS NEW 2004	1,008,253	945,393
24420 ADR CIELO S A SPONSORED ADR	506,571	383,882
16194 BRF S.A ADR	388,885	378,130
9125 CANADIAN NATL RY CO	597,455	628,804
11238 CENOVUS ENERGY INC	365,865	231,728
51200 CENOVUS ENERGY INC	1,091,729	1,055,744
8700 ENBRIDGE INC	429,719	447,267
36314 ENCANA CORP	816,094	503,675
21605 GROUPE CGI INC CL A SUB VTG CL A SUB VTG	773,460	824,447
35570 RITCHIE BROS AUCTIONEERS INC	923,675	956,477
27284 SUNCOR ENERGY INC NEW	1,107,831	867,086
3289 ADR BAIDU INC SPONSORED ADR	638,081	749,793
1542 ADR CNOOC LTD SPONSORED ADR SPONSORED ADR	278,182	208,848
13601 ADR GREAT WALL MTR CO LTD ADR	535,792	773,462
44397 ADR IND & M BK OF-UNSPON ADR	563,708	648,196
38058 ADR CARLSBERG AS SPONSORED ADR	786,968	585,713
9601 ADR NOVO-NORDISK A S ADR	443,534	406,314
31600 ADR NOVO-NORDISK A S ADR	1,467,416	1,337,312
46750 JC DECAUX SA	1,625,508	1,615,917
28000 PERNOD RICARD NPV EUR 1.55	3,261,469	3,125,898
24900 ADR AIR LIQUIDE ADR	628,878	613,785
20000 ADR BNP PARIBAS SPONSORED ADR REPSTG	635,850	587,600
22900 ADR DANONE SPONSORED ADR	322,410	298,089
6500 ADR ESSILOR INTL ADR	367,924	361,628
10100 ADR L'OREAL CO ADR	345,402	336,633

Name of Stock	End of Year Book Value	End of Year Fair Market Value
36100 ADR PERNOD RICARD S A ADR	851,506	792,756
51651 ADR PUBLICIS S A NEW SPONSORED ADR	1,044,298	921,454
44254 ADR SCHNEIDER ELECTRIC SE	817,699	637,700
42500 ADR SCHNEIDER ELECTRIC SE	686,931	612,425
0 ADR TOTAL SA	0	0
12996 ADIDAS AG	630,761	448,427
6300 ADR BAYER A G SPONSORED ADR	929,297	862,092
15600 ADR BAYERISCHE MOTOREN WERKE A G ADR	588,721	555,672
82347 ADR DEUTSCHE BOERSE ADR	633,355	583,017
44788 ADR PROSIEBENSAT 1 MEDIA AG ADR	461,627	470,946
7900 ADR SIEMENS AG	911,263	884,800
28475 ALLIANZ SE ADR EACH REP 1/10 ORD SHS	475,360	471,831
4200 DAIMLER AG SPONSORED ADR	358,419	347,718
12899 DEUTSCHE POST AG SPONSORED ADR	460,951	418,573
15084 SAP SE-SPONSORED ADR	1,152,647	1,050,601
36520 MWI VETERINARY SUPPLY, INC.	647,644	610,614
11114 ADR GALAXY ENTERTAINMENT GROUP LIMITED SPONSORED ADR	881,058	624,107
39547 ADR HUTCHISON WHAMPOA LTD FOR ORD HK	1,032,947	909,502
66545 PT BANK MANDIRI TBK UNSPON ADR	550,817	577,611
23336 ADR TEVA PHARMACEUTICAL INDS	1,248,930	1,342,053
8500 ADR ENI S P A SPONSORED ADR	330,717	296,735
34233 ADR PRADA SPA UNSP ADR EACH REPR 2 ORD	479,015	387,244
18316 ADR DENSO CORP ADR	438,517	426,946
19400 ADR DENSO CORP ADR	475,608	452,214
25831 ADR KOMATSU LTD SPONSORED	603,113	572,157
6627 ADR TOYOTA MTR CORP SPONSORED ADR	804,924	831,556
76325 ADR YAHOO JAPAN CORP ADR	555,549	553,814
16400 AJINOMOTO CO INC ADR-EACH CNV INTO 10 ORD Y50	312,340	304,671
25181 FANUC CORPORATION	741,849	693,233
25500 FANUC CORPORATION	743,858	702,015

Name of Stock	End of Year Book Value	End of Year Fair Market Value
14000 HAMAMATSU PHOTONICS	695,638	662,760
2524 KEYENCE CORP	1,168,443	1,137,062
2600 SMC CORPORATION	718,954	682,968
12300 SOFTBANK CORP	804,343	731,481
10100 ADR FOMENTO ECONOMICO MEXICANA SAB DE CV	993,077	889,103
3617 ADR FOMENTO ECONOMICO MEXICANA SAB DE CV	335,052	318,405
20262 ADR GRUPO TELEVISA SA DE CV SPONSORED ADR REPSTG ORD PARTN SPONS AD	706,596	690,124
56345 HEINEKEN HOLDING EUR 1.6 A	3,428,026	3,540,601
5000 ADR ASML HLDG NV NY REG 2012 (POST REV SPLIT)	542,766	539,150
14200 ADR GEMALTO NV SPONSORED ADR	587,837	583,620
13300 ADR DBS GROUP HLDGS LTD SPONSORED ADR	790,549	827,659
40781 ADR KEPPEL LTD SPONSORED	662,422	546,261
13300 ADR SINGAPORE TELECOMMUNICATIONS LTD SPONSORED ADR NEW 2006	395,312	391,818
21519 ADR UNITED OVERSEAS BK LTD SPONSORED ADR	779,659	795,557
9909 AVAGO TECHNOLOGIES LTD	740,238	996,746
6700 AVAGO TECHNOLOGIES LTD	688,630	673,953
12393 ADR AMADEUS IT HLDG S A ADS	513,445	490,143
53972 ERICSSON	651,244	653,061
18000 GDR ASSA ABLOY AB ADR	487,139	477,720
38950 RICHEMONT (CIE FIN) CHF1 (REGD)	3,727,308	3,480,863
2900 SWATCH GROUP CHF 2.25(BR)	1,727,054	1,296,412
32991 ADR ABB LTD SPONSORED ADR	752,560	697,760
96600 ADR COMPAGNIE FINANCIERE RICHEMONT AG SWITZ ADR	905,499	856,842
56925 ADR JULIUS BAER GROUP LTD-UN ADR	474,550	515,741
12100 ADR NESTLE S A SPONSORED ADR REPSTG REG SH	897,075	882,695
79040 ADR NESTLE S A SPONSORED ADR REPSTG REG SH	5,166,813	5,765,968
63600 ADR NESTLE S A SPONSORED ADR REPSTG REG SH	4,745,387	4,639,620
37900 ADR NESTLE S A SPONSORED ADR REPSTG REG SH	2,499,602	2,764,805
31400 ADR NOVARTIS AG	2,009,270	2,909,524
8400 ADR NOVARTIS AG	807,264	778,344

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6744 ADR NOVARTIS AG	615,182	624,899
31587 ADR ROCHE HLDG LTD SPONSORED ADR	1,175,696	1,073,642
23200 ADR ROCHE HLDG LTD SPONSORED ADR	872,478	788,568
9552 ADR SYNGENTA AG SPONSORED ADR	698,450	613,620
37040 UBS GROUP AG	680,559	631,532
39368 TAIWAN SEMICONDUCTOR MFG CO LTD SPONSORED ADR	864,541	881,056
20750 ADR KASIKORNBANK PUB CO LTD ADR	536,570	583,490
50000 DIAGEO ORD PLC	1,571,434	1,441,137
7000 INDIVIOR PLC ORD	11,170	16,307
7000 RECKITT BENCK GRP ORD	483,108	568,658
69000 SABMILLER PLC ORD	3,379,591	3,616,041
40711 ADR ABERDEEN ASSET MGMT PLC ADR	582,368	545,935
13500 ADR ASTRAZENECA PLC SPONSORED ADR UK	997,882	950,130
14227 ADR BUNZL PLC SPONSORED ADR NEW	403,259	385,694
26450 ADR CENTRICA PLC SPONSORED ADR NEW	569,493	456,527
42959 ADR COMPASS GROUP PLC SPONSORED ADR NEW JUNE 2014	814,029	732,021
59313 ADR KINGFISHER PLC SPONSORED ADR PAR 15 5/7 PENCE	655,593	628,421
6400 ADR NATIONAL GRID TRANSCO PLC SPONSORED ADR NEW	465,690	452,224
14786 ADR REED ELSEVIER PLC SPONSORED ADR NEW	957,977	1,006,187
7400 ADR RIO TINTO PLC SPONSORED ADR	344,233	340,844
7000 ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG A SHS	451,641	468,650
10287 ADR ROYAL DUTCH SHELL PLC SPONSORED ADR REPSTG B SHS	888,960	715,564
25250 ADR SKY PLC SPONSORED	1,548,035	1,406,930
16251 ADR SMITH & NEPHEW PLC SPONSORED ADR NEW	578,674	597,062
12789 ADR UNILEVER N V NEW YORK SHS NEW	555,586	499,283
67315 ADR UNILEVER N V NEW YORK SHS NEW	2,549,187	2,627,978
24900 ADR UNILEVER N V NEW YORK SHS NEW	951,620	972,096
27100 ADR UNILEVER PLC SPONSORED ADR NEW	1,172,446	1,097,008
11165 ADR WPP PLC ADR DR EACH REPR 5 SHS	1,199,584	1,162,277
18400 STANDARD CHARTERED PLC	281,213	275,632

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6100 DELPHI AUTOMOTIVE PLC	452,589	443,592
2700 DIAGEO PLC SPONSORED ADR NEW	331,205	308,043
14000 DIAGEO PLC SPONSORED ADR NEW	1,636,949	1,597,260
187700 LIBERTY GLOBAL PLC -SERIES C	9,061,518	9,067,787
13000 LIBERTY GLOBAL PLC	648,429	652,665
129300 LLOYDS BANKING GROUP PLC-ADR	653,443	599,952
2177 SHIRE PLC ADR	501,716	462,700
5355 ADR CK HUTCHINSON	893,265	909,868
30815 LEGACY TEXAS FINANCIAL GROUP INC	743,099	734,938
13500 3M CO	2,181,870	2,218,320
6300 ABBVIE INC	435,467	412,272
7200 ACTUANT CORP CL A NEW	227,528	196,128
6000 ADR TREND MICRO INC SPONSORED ADR NEW	183,059	165,348
14245 AIR METHODS CORP	631,128	627,207
62600 ALTERA CORP	2,362,881	2,312,444
10125 AMAZON COM INC	3,105,029	3,142,294
19500 AMAZON COM INC	6,155,763	6,051,825
23545 AMERICAN CAMPUS CMNTYS INC	941,127	973,821
13500 AMERICAN EXPRESS CO	999,981	1,256,040
153000 AMERICAN INTERNATIONAL GROUP INC	8,419,483	8,569,530
12225 AMERISAFE INC	530,754	517,851
13300 AMN HEALTHCARE SVCS INC	225,091	260,680
19500 ANADARKO PETRO CORP	1,551,163	1,608,750
2200 ANALOGIC CORP	160,911	186,142
8690 ANALOGIC CORP	644,853	735,261
2100 ANIXTER INTL INC	177,199	185,766
6700 ANN INC	266,795	244,416
83700 AON PLC	7,927,561	7,937,271
81000 AON PLC	7,665,953	7,681,230
58500 APPLE INC	6,792,605	6,457,230

Name of Stock	End of Year Book Value	End of Year Fair Market Value
6000 APPLE INC	696,597	662,280
193000 APPLIED MATERIALS INC	4,733,364	4,809,560
5400 AUTOMATIC DATA PROCESSING INC	461,265	450,198
5000 B/E AEROSPACE INC	281,547	290,100
11720 BALCHEM CORP	761,615	781,021
6900 BARNES GROUP INC	244,200	255,369
32744 BAXTER INTL INC	2,224,284	2,399,808
26100 BED BATH & BEYOND INC	1,506,272	1,988,037
51795 BERKLEY W R CORP	2,743,433	2,655,012
33 BERKSHIRE HATHAWAY INC DEL CL A	5,540,307	7,458,000
62900 BERKSHIRE HATHAWAY INC-CL B	9,426,974	9,444,435
33300 BERKSHIRE HATHAWAY INC-CL B	3,093,828	4,999,995
23040 BLACKBAUD INC	1,007,528	996,710
16500 BLACKROCK INC	5,911,071	5,899,740
6600 BOEING CO	865,424	857,868
17300 BRISTOL MYERS SQUIBB CO	1,023,892	1,021,219
4250 BROWN FORMAN CORP CL A	286,418	372,980
10500 BROWN-FORMAN INC CL B NON-VTG	700,742	922,320
4000 BUCKLE INC	195,572	210,080
1700 CACI INTL INC CL A	126,443	146,506
3300 CALAVO GROWERS INC	154,434	156,090
6480 CALIFORNIA RES CORP	44,583	35,705
18100 CALLAWAY GOLF CO	143,783	139,370
13335 CANTEL MEDICAL CORP	588,960	576,872
14400 CARDINAL FINL CORP	266,124	285,552
17885 CARDTRONICS INC	691,092	690,003
106000 CARMAX INC	6,280,076	7,057,480
4000 CARPENTER TECH CORP	196,137	197,000
5000 CATERPILLAR INC	499,566	457,650
15560 CAVIUM INC	891,468	961,919

Name of Stock	End of Year Book Value	End of Year Fair Market Value
156000 CBRE GROUP INC CL A	5,129,015	5,343,000
13640 CEPHEID INC	729,725	738,470
8200 CERNER CORP	528,248	530,212
8900 CHEVRON CORP	997,501	998,402
24900 CHUBB CORP	1,920,685	2,576,403
142200 CITIGROUP INC	7,795,404	7,694,442
16470 CLARCOR INC	1,103,817	1,097,561
3900 CLARCOR INC	254,099	259,896
9700 CME GROUP INC	859,562	859,905
26400 COCA COLA CO	1,013,961	1,114,608
125500 COCA COLA CO	5,474,611	5,298,610
29810 COGNEX CORP	1,230,433	1,232,047
22635 COHEN & STEERS INC	980,615	952,481
2500 COHERENT INC	154,181	151,800
54900 COMCAST CORP NEW CL A SPL	3,090,206	3,160,319
23750 COMCAST CORP NEW CL A SPL	1,001,363	1,367,169
69200 COMCAST CORP NEW-CL A	2,643,060	4,014,292
21200 COMCAST CORP NEW-CL A	1,198,052	1,229,812
0 CONMED CORP	0	0
8300 CONOCOPHILLIPS	580,553	573,198
33500 CONSTELLATION BRANDS INC CL A	3,151,757	3,288,695
15665 CORPORATE EXECUTIVE BRD CO	1,130,418	1,136,182
3740 COSTAR GROUP INC	626,281	686,776
2500 CULLEN / FROST BANKERS INC	196,477	176,600
6700 DANAHER CORP	566,114	574,257
47100 DISCOVERY COMMUNICATIONS INC	1,596,596	1,622,595
42200 DISH NETWORK CORP CL A	3,083,600	3,075,958
6900 DOW CHEMICAL CO	340,053	314,709
10000 DRIL-QUIP INC	785,876	767,300
15700 EATON CORP PLC	1,088,072	1,066,972

Name of Stock	End of Year Book Value	End of Year Fair Market Value
13600 EBAY INC	707,403	763,232
57500 ECOLAB INC	6,298,050	6,009,900
24700 EOG RESOURCES INC	1,637,825	2,274,129
12830 EPAM SYS INC	638,670	612,633
12500 EXPRESS SCRIPTS HLDG CO	1,050,681	1,058,375
46000 FAMILY DLR STORES INC	3,665,248	3,643,660
15260 FEI CO	1,341,364	1,378,741
25255 FLOTEK INDS INC	465,750	473,026
33945 FORUM ENERGY TECH	755,519	703,680
4800 FORWARD AIR CORP	227,238	241,776
4500 FRANKLIN ELEC INC	175,106	168,885
117000 FRKLN RES INC	6,754,258	6,478,290
253000 GEN MTRS CO	8,433,325	8,832,230
5400 GENOMIC HEALTH INC	187,494	172,638
14300 GILEAD SCIENCES INC	1,441,198	1,347,918
38905 GLACIER BANCORP INC NEW	1,060,249	1,080,392
37290 GLOBUS MED INC CL A NEW	891,173	886,383
16400 GOLDMAN SACHS GROUP INC	3,145,325	3,178,812
1500 GOOGLE INC CL A	806,738	795,990
11800 GOOGLE INC CL'C'	6,331,227	6,211,520
6673 GOOGLE INC CL'C'	3,119,211	3,512,667
30920 GRAND CANYON ED INC	1,422,291	1,442,727
5300 GRANITE CONST INC	188,639	201,506
3100 GREATBATCH INC	149,900	152,830
4900 GREENLIGHT CAPITAL RE LTD CLASS A	159,163	159,985
13035 GROUP 1 AUTOMOTIVE INC	1,185,737	1,168,197
32740 HEALTHCARE SVCS GROUP INC	988,886	1,012,648
47695 HEARTLAND EXPRESS INC	1,254,403	1,288,242
11405 HEICO CORP NEW	648,089	688,862
10600 HEXCEL CORP NEW	458,174	439,794

Name of Stock	End of Year Book Value	End of Year Fair Market Value
17585 HIBBETT SPORTS INC	863,814	851,642
20300 HMS HLDGS CORP	447,355	429,142
4200 HOME DEPOT INC	416,899	440,874
3000 HOME PROPS INC	189,906	196,800
15460 IBERIABANK CORP	992,199	1,002,581
7000 ICONIX BRAND GROUP INC	273,385	236,530
12230 ICU MED INC	1,032,264	1,001,637
3700 IDACORP INC	226,739	244,903
5700 IDEX CORP	427,110	443,688
4400 INCYTE CORP	327,130	321,684
3300 INTEGRA LIFESCIENCES HLDG CORP	165,061	178,959
206000 INTEL CORP	7,688,353	7,475,740
4600 INTER PARFUMS INC	129,089	126,270
15355 IPC HEALTHCARE INC	696,557	704,641
23300 JABIL CIRCUIT INC	482,686	508,639
12000 JACK HENRY & ASSOC INC	735,325	745,680
1800 JACK IN THE BOX INC	127,677	143,928
25500 JPMORGAN CHASE & CO	1,561,281	1,595,790
136000 JPMORGAN CHASE & CO	8,329,932	8,510,880
9600 JPMORGAN CHASE & CO	587,466	600,768
30515 KAPSTONE PAPER & PACKAGING CORP	932,282	894,395
2500 KLX INC	106,483	103,125
1700 LANCASTER COLONY CORP	153,116	159,188
54188 LIBERTY INTERACTIVE CORPORATION QVC GROUP SER A	944,171	1,594,211
2200 LITTELFUSE INC	197,562	212,674
14545 LOGMEIN INC	742,266	717,650
6900 LTC PPTYS INC	280,142	297,873
20010 MARKETAXESS HLDGS INC	1,348,207	1,434,917
9000 MARSH & MCLENNAN CO'S INC	526,500	515,160
10350 MARTIN MARIETTA MATLS INC	1,004,297	1,141,812

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5700 MASIMO CORP	132,622	150,138
52500 MASTERCARD INC CL A	3,272,866	4,523,400
37690 MATADOR RES CO	607,137	762,469
4100 MATERION CORP	155,431	144,443
6900 MATRIX SVC CO	168,982	154,008
8200 MB FINL INC NEW	243,525	269,452
13740 MEDIDATA SOLUTIONS INC	584,795	656,085
3700 METHODE ELECTRS INC	143,101	135,087
17100 MICREL INC	199,044	248,121
7200 MICROSEMI CORP	181,411	204,336
172800 MICROSOFT CORP	8,458,854	8,026,560
63700 MICROSOFT CORP	1,736,823	2,958,865
10655 MIDDLEBY CORP	1,029,871	1,055,911
19605 MOBILE MINI INC	794,989	794,199
121800 MONDELEZ INTL INC	4,696,194	4,424,385
8285 MONRO MUFFLER BRAKE INC	455,438	478,873
7200 MONSANTO CO NEW	871,301	860,184
107500 MORGAN STANLEY	3,955,678	4,171,000
9800 MOSAIC CO	446,345	447,370
3100 MTS SYS CORP	207,685	232,593
3200 MULTI-COLOR CORP	156,988	177,344
12935 NATIONAL HEALTH INVS INC	852,383	904,933
4500 NATIONAL INSTRS CORP	138,683	139,905
84000 NATIONAL OILWELL VARCO	5,612,090	5,504,520
14300 NAVIGANT CONSULTING INC	206,047	219,791
3900 NETGEAR INC	132,109	138,762
32500 NEWELL RUBBERMAID INC	1,193,615	1,237,925
20400 NIELSEN N.V	876,414	912,492
10900 NOBLE ENERGY INC	562,417	516,987
120400 NOBLE ENERGY INC	6,226,510	5,710,572

Name of Stock	End of Year Book Value	End of Year Fair Market Value
7200 NORFOLK SOUTHN CORP	785,488	789,192
16200 OCCIDENTAL PETROLEUM CORP	1,234,187	1,305,882
19700 OLD NATL BANCORP IND	276,151	293,136
3000 OPUS BK IRVINE CALIF FORMERLY OPUS BK REDONDO BEACH CALIF TO 04/11/	81,370	85,110
54600 ORACLE CORP	2,152,622	2,455,362
261300 ORACLE CORP	10,896,288	11,750,661
9300 ORACLE CORP	389,774	418,221
9090 OXFORD INDS INC	580,187	501,859
6200 PARK ELECTROCHEMICAL CORP	154,937	154,566
25365 PEBBLEBROOK HOTEL TR	1,093,842	1,157,405
90000 PENN NATL GAMING INC	1,212,966	1,235,700
47900 PEPSICO INC	4,676,745	4,529,424
32225 PIER 1 IMPORTS INC	438,082	496,265
17180 POWER INTEGRATIONS INC	898,249	888,893
2700 PPDC ENERGY INC	113,326	111,429
17280 PRA GROUP INC	981,717	1,001,030
30300 PRAXAIR INC	3,923,005	3,925,668
13300 PRAXAIR INC	1,491,868	1,723,148
28290 PRIMORIS SVCS CORP	650,395	657,460
17585 PROASSURANCE CORP	817,152	793,963
3250 PROCTER & GAMBLE	252,330	296,043
4500 PROCTER & GAMBLE	407,696	409,905
72300 PROGRESSIVE CORP OH	1,581,440	1,951,377
10900 PROS HLDGS INC	291,294	299,532
12025 PROTO LABS INC	761,470	807,599
6100 PTC INC	228,951	223,565
28900 QUALCOMM INC	1,844,211	2,148,137
41500 RALPH LAUREN CORP CL A	7,608,353	7,684,140
12080 RBC BEARINGS INC	793,626	779,522
22330 ROFIN SINAR TECHNOLOGIES INC	607,535	642,434

Name of Stock	End of Year Book Value	End of Year Fair Market Value
8200 ROYAL CARIBBEAN CRUISES	637,121	675,926
24860 RYLAND GROUP INC	937,388	958,602
19000 SCHLUMBERGER LTD	1,436,058	1,622,790
10000 SCHLUMBERGER LTD	865,158	854,100
26670 SCIQUEST INC NEW	399,104	385,382
6900 SCRIPPS NETWORKS INTERACTIVE INC CL A	547,270	519,363
6700 SCRIPPS NETWORKS INTERACTIVE INC CL A	504,144	504,309
23000 SEATTLE GENETICS INC	827,899	738,990
10600 SELECTIVE INS GROUP INC	260,533	288,002
3400 SENSIENT TECHNOLOGIES CORP	192,642	205,156
19300 SILGAN HLDGS INC	1,014,647	1,034,480
128300 SIRIUS XM HLDGS INC	460,856	449,050
2300 SM ENERGY CO	133,602	88,734
13735 SOLERA HLDGS INC	700,313	702,957
7200 SOUTHSIDE BANCSHARES INC	232,241	208,152
45300 SOUTHWESTERN ENERGY CO	1,570,891	1,236,237
5700 ST JUDE MED INC	392,407	370,671
33955 STAG INDL INC	817,406	831,898
4700 STARBUCKS CORP	382,375	385,635
68000 STARWOOD HOTELS & RESORTS WORLDWIDE INC	5,393,957	5,512,760
4300 STEINER LEISURE LTD	172,239	198,703
4400 STIFEL FINL CORP	202,666	224,488
22030 STIFEL FINL CORP	1,096,979	1,123,971
3400 SYNTEL INC	140,636	152,932
25100 TARGET CORP	1,508,670	1,905,341
3700 TEAM HEALTH HLDGS INC	229,582	212,861
7400 TETRA TECH INC NEW	190,524	197,580
7300 TEXAS INSTRUMENTS INC	406,384	390,295
38500 TEXAS ROADHOUSE INC	1,245,535	1,299,760
24400 THERMO FISHER CORP	3,146,516	3,057,076

Name of Stock	End of Year Book Value	End of Year Fair Market Value
3600 TIDEWATER INC	130,008	116,676
27500 TIFFANY & CO	2,947,156	2,938,650
15260 TORO CO	993,910	973,741
4900 TOWERS WATSON & CO CL A	568,941	554,533
5200 TRIMAS CORP NEW	156,776	162,708
8100 TUMI HOLDINGS INC	172,353	192,213
40825 TUMI HOLDINGS INC	912,118	968,777
10100 TUPPERWARE BRANDS CORPORATION	646,744	636,300
198100 TWENTY-FIRST CENTY FOX INC CL B	7,173,716	7,307,909
17480 TX CAP BANCSHARES INC	959,582	949,688
13845 TYLER TECHNOLOGIES INC	1,525,440	1,515,197
3300 UMB FINL CORP	189,765	187,737
6300 UNITED BANKSHARES INC W VA	211,769	235,935
7500 UNITED TECHNOLOGIES CORP	827,434	862,500
54500 UNITEDHEALTH GROUP INC	5,452,338	5,509,405
12730 UNIVERSAL FST PRODS INC	635,629	677,236
75300 US BANCORP	2,474,936	3,384,735
13640 US ECOLOGY INC	537,911	547,237
21600 VALEANT PHARMACEUTICALS INTERNATIONAL INC	3,124,729	3,091,176
3475 VCA INC	154,941	169,476
15300 VERISIGN INC	880,192	872,100
7200 VERIZON COMMUNICATIONS	350,717	336,816
600 VIRTUS INVT PARTNERS INC	101,159	102,294
24500 VISA INC COM CL A STK	6,399,520	6,423,900
2100 VISA INC COM CL A STK	549,283	550,620
8250 VISA INC COM CL A STK	1,501,946	2,163,150
4300 VITAMIN SHOPPE INC	195,498	208,894
11700 WAL-MART STORES INC	803,460	1,004,796
6900 WASTE CONNECTIONS INC	312,435	303,531
26778 WASTE MGMT INC	909,934	1,374,247

Name of Stock	End of Year Book Value	End of Year Fair Market Value
8485 WD 40 CO	664,595	721,904
66000 WELLS FARGO & CO NEW	2,301,864	3,618,120
157000 WELLS FARGO & CO NEW	8,542,715	8,606,740
10700 WELLS FARGO & CO NEW	582,216	586,574
78600 WELLS FARGO & CO NEW	3,248,100	4,308,852
25160 WEST PHARMACEUTICAL SVCS INC	1,341,776	1,339,518
4600 WEST PHARMACEUTICAL SVCS INC	218,035	244,904
5800 WESTAR ENERGY INC	214,267	239,192
2300 ZEBRA TECHNOLOGIES CORP CL A	163,866	178,043
52960 ZOETIS INC CL 'A'	1,602,242	2,278,869
3560204.7 MFO ABERDEEN FDS ASIA PA EX JAPAN EQUITY FD INS TL CL	42,207,213	40,443,925
900570.62 MFO T ROWE PRICE INSTL EM MKT EQ FDS INC	26,763,848	26,620,868
2537279.94 MFO DODGE & COX INTL STK FD	95,500,000	106,844,858
1447481.47 MFO FIRST EAGLE OVERSEAS I SHARE	33,447,448	32,119,614
1070898.41 MFO GMO TR EMERGING DOMESTIC OPPORTUNITIES FD CL II	26,522,276	24,684,208
1705168.74 MFO HARRIS ASSOCIATED INVESTMENT TRUST OAKMARK INTL FD CL I	43,767,802	39,798,638
1283365.62 MFO WELLS FARGO FDS TR	28,090,070	26,591,336
1277218.28 MFO ASTON FDS	52,065,215	53,093,964
1519681.12 MFO VOYA MUT FDS GLOBAL REAL ESTATE FD CL I	30,500,000	30,879,920
1569836.26 MFO OPPENHEIMER SR FLOATING RATE FD CL I	13,218,021	12,699,975
3522057.16 MFO RIDGEWORTH FDS SEIX FLTG RATE INC FDCL I	31,738,938	30,818,000
6092521.74 MFO ROWE T PRICE INSTL INCOME FDS INC HIGH YIELD	59,800,000	55,259,172
310000 MFC ISHARES TR MSCI EAFE ETF	19,928,170	18,860,400
171303 MFC ISHARES INC MSCI SPAIN CAPPED ETF	6,459,492	5,932,223
187000 MFC ISHARES TR RUSSELL 2000 ETF	19,962,062	22,378,290
116706 SPDR S&P 500 ETF TRUST	20,814,153	23,983,083
464000 ISHARES TR US REAL ESTATE ETF DOW JONES U S REAL ESTATE INDEX F	29,944,764	35,653,760

TY 2014 Investments Government Obligations Schedule

Name:	THE JPB FOUNDATION
EIN:	90-0747216
US Government Securities - End of Year Book Value:	632,308,374
US Government Securities - End of Year Fair Market Value:	632,164,628
State & Local Government Securities - End of Year Book Value:	0
State & Local Government Securities - End of Year Fair Market Value:	0

TY 2014 Legal Fees Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LEGAL FEES	190,451	88,530		101,921

TY 2014 Other Assets Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
MAPS	159,600	159,600	159,600
RUGS AND CARPETS	145,000	145,000	145,000
EUROPEAN FURNITURE & DECORATIVE OBJECTS	20,000	20,000	20,000
FSA SECURITY DEPOSIT	1,100	1,100	1,100
DUE FROM BROKER	23,079,955	23,763,266	23,763,266

TY 2014 Other Expenses Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
COMPUTER EXPENSE	138,721	52,159		86,562
DUES & SUBSCRIPTION	68,103	12,537		55,566
INSURANCE	77,595	0		77,595
MAINTENANCE & REPAIR	19,833	1,983		17,850
OFFICE EXPENSE	38,273	3,827		34,446
OTHER EXPENSES	18,702	2,265		16,437
PAYROLL SERVICES	4,973	2,795		2,178
SUPPLIES	21,371	2,137		19,234
TELEPHONE	30,969	3,097		27,872

TY 2014 Other Income Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
FOREIGN EXCHANGE LOSS	-2,050	-2,050	-2,050
INCOME FROM PARTNERSHIP K-1S	5,243,930	5,122,503	5,243,930
LESS K-1 INCOME REFLECTED FOR NET INV INC BUT NOT FOR BOOK	-5,243,930		-5,243,930

TY 2014 Other Professional Fees Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MANAGEMENT & ADVISORY FEES	5,690,814	5,690,814		0
OTHER PROFESSIONAL FEES	2,335,119	738,946		1,596,173
CUSTODY FEES	91,043	91,043		0
PERFORMANCE FEES	111,508	111,508		0

TY 2014 Taxes Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
STATE TAXES	1,768	0		0
FRANCHISE TAX	5,641	0		0
FOREIGN TAX PAID	227,452	227,452		0
PRIVATE FUND TAX WITHHOLDING	1,233	0		0

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

2014

Name of the organization
THE JPB FOUNDATION

Employer identification number
90-0747216

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
THE JPB FOUNDATION

Employer identification number
90-0747216

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	ESTATE OF JEFFRY M PICOWER 1410 SOUTH OCEAN BOULEVARD PALM BEACH, FL 33480	$ 904,213,152	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
THE JPB FOUNDATION

Employer identification number
90-0747216

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

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

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

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

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

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

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

Name of organization	**Employer identification number**
THE JPB FOUNDATION	90-0747216

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**

TY 2014 Investments - Other Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
39111445 BLACKSTONE REAL ESTATE PARTNERS VII LP	FMV	39,111,445	51,532,261
4521631 CARLYLE REALTY FOREIGN INVESTORS VII-A LP	FMV	4,521,631	3,781,956
13327046.73 WALTON STREET REAL ESTATE FUND VII	FMV	13,327,047	15,981,684
33418562 GENERAL ATLANTIC PARTNERS 93, LP	FMV	33,418,562	36,592,984
4500000 MHR INSTITUTIONAL PARTNERS IV	FMV	4,500,000	4,559,313
4322217 RAINE PARTNERS II LP	FMV	4,322,217	3,938,166
31833.9 CF MANIKAY OFFSHORE LTD CL B2N SER 0414 NOT NI ELIGIBLE NOT DI E	FMV	30,000,000	32,934,555
44668.79 CF SEMINOLE OFFSHORE LTD CLASS A SERIES ONE FD	FMV	35,000,000	36,714,002
213066.47 CF SOUTHPAW CREDIT OPPORTUNITY (FTE) LTD. CL C -NON NEW ISSUE SER	FMV	30,000,000	32,951,007
18620.23 CF STEADFAST INTERNATIONAL LTD CLASS P SERIES 01/2011 FUND	FMV	2,000,000	2,536,262
81792.9 CF STEADFAST INTERNATIONAL LTD CLASS R SERIES 01/2014 FUND	FMV	10,000,000	11,203,991
56561.09 CF STEADFAST INTERNATIONAL LTD CLASS R SERIES 07/2014 FUND	FMV	7,500,000	7,741,516
35000000 BREVAN HOWARD CREDIT CATALYSTS FUND	FMV	35,000,000	34,431,553
21371.58 CF CONATUS CAPITAL OVERSEAS LTD CL A SUBCL 1 SER JAN 2008FD	FMV	24,000,000	29,021,751
20000 CF MIURA GLOBAL LTD CL BB II SERIES 04 14 FUND	FMV	20,000,000	20,326,832
74012.5 CF STEADFAST INTERNATIONAL LTD CLASS R SERIES 01/2011 FUND	FMV	8,000,000	10,258,873
14000 CT CONATUS CAPITAL OVERSEAS LTD CL A SUBCLASS 1 SER JAN 2014	FMV	14,000,000	13,710,200
32500000 DARUMA GINKGO FUND LP	FMV	32,500,000	40,237,276
20000000 YORK CREDIT OPPORTUNITIES UNIT TRUST	FMV	20,000,000	21,933,385
137934.02 CF GAM GLOBAL RATES HEDGE USD FUND	FMV	30,000,000	31,389,279
754.65 CF KING STR CAP CL S SER 56 FD	FMV	68,129	81,968
1922.45 CF KING STR CAP LTD CL S SER 70	FMV	162,184	191,119
999.26 CF KING STREET CAP LTD CL S SER 53 FUND	FMV	99,926	129,754
6358.88 CF KING STREET CAPITAL LTD - CLASS S SERIES 80	FMV	541,950	634,242
7295.65 CF KING STREET CAPITAL LTD CL S SER 60	FMV	656,053	780,065
1089.52 CF KING STREET CAPITAL LTD CL S SER 65	FMV	93,802	105,760
163387.82 CF KING STREET CAPITAL LTD CLASS A SER 1	FMV	23,284,730	27,105,353
504.35 CF KING STREET CAPTIAL LTD CL S SER 75 FUND	FMV	42,610	50,514
594.58 CF KING STREET CAPTIAL LTD CL S SER 85 FUND	FMV	50,615	59,382
200000 CF REDWOOD OFFHSORE LTD CL A SER 166 FUND	FMV	20,000,000	20,510,380

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
21324.33 CF TACONIC OPPORTUNITY OFFSHORE CL AA-NR-SER 1 FUND	FMV	38,000,000	42,898,447
75000 CF THIRD POINT OFFSHORE LTD CLASS F SERIES 29 FUND	FMV	7,500,000	7,425,750
73894.85 CF THIRD POINT OFFSHORE LTD CLASS F - 1 FUND	FMV	18,532,430	24,339,486
203578.24 CF MW EUREKA CL B2 USD SHARES FUND	FMV	27,500,000	31,277,944
250000 CF DAVIDSON KEMPNER IL (BVI) CL C TRANCHE 3 01JAN 13	FMV	25,000,000	28,765,881
35000 CF SAMLYN OFFSHORE LTD CL A1 SUB-CL 3 SER 372 FD	FMV	35,000,000	37,237,271
1508159.5 CF EDGBASTON ASIAN EQUITY TRUST FD	FMV	33,178,873	34,253,771
2358230.62 CF WTC CTF DIH FD	FMV	35,526,909	29,666,541
916314.11 CF HIGHCLERE INTERNATIONAL INVESTORS SMID FUND	FMV	21,022,422	21,379,716

TY 2014 Land, Etc. Schedule

Name: THE JPB FOUNDATION

EIN: 90-0747216

Category / Item	Cost / Other Basis	Accumulated Depreciation	Book Value	End of Year Fair Market Value
COMPUTER SOFTWARE	39,997	39,997	0	
COMPUTER SOFTWARE	15,000	15,000	0	
COMPUTER SOFTWARE	15,000	12,500	2,500	
COMPUTER SOFTWARE	18,500	15,417	3,083	
OFFICE & COMPUTER	1,287	1,073	214	
OFFICE & COMPUTER	625	520	105	
OFFICE & COMPUTER	278	232	46	
OFFICE & COMPUTER	14,903	12,420	2,483	
OFFICE & COMPUTER	200	167	33	
OFFICE & COMPUTER	448	373	75	
OFFICE & COMPUTER	4,149	3,457	692	
COMPUTER SOFTWARE	10,950	5,475	5,475	
OFFICE & COMPUTER	27,058	8,118	18,940	
FURNITURE & FIXTURE	84,075	18,016	66,059	
LEASEHOLD IMPROVEMENT	43,359	21,679	21,680	
COMPUTER SOFTWARE	14,845	2,474	12,371	
OFFICE & COMPUTER	25,715	4,285	21,430	
LEASEHOLD IMPROVEMENT	8,625	0	8,625	