

Extended to November 16, 2015
Return of Private Foundation

Form 990-PF

Department of the Treasury
Internal Revenue Service

Do not enter social security numbers on this form as it may be made public.
Information about Form 990-PF and its separate instructions is at www.irs.gov/form990pf.

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning

, and ending

Name of foundation

A Employer identification number

THE RANDOLPH FOUNDATION

47-0892971

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

Room/suite

255 EAST 49TH STREET

23D

B Telephone number

(212) 752-7148

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

NEW YORK, NY 10017

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 ☐

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

I Fair market value of all assets at end of year

J Accounting method

☐

Cash

☐

Accrual

(from Part II, col (c), line 16)

☒ Other (specify) MODIFIED CASH

\$ 56,232,804. (Part I, column (d) must be on cash basis)

Part I Analysis of Revenue and Expenses

(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))

(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			N/A	
	2	Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3	Interest on savings and temporary cash investments	191.	191.		Statement 1
	4	Dividends and interest from securities	523,148.	454,705.		Statement 2
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	2,443,291.			
	b	Gross sales price for all assets on line 6a	4,838,750.			
	7	Capital gain net income (from Part IV, line 2)		2,096,775.		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
Operating and Administrative Expenses	b	Less Cost of goods sold				
	c	Gross profit or (loss)				
	11	Other income	6,834.	6,834.		Statement 3
	12	Total. Add lines 1 through 11	2,973,464.	2,558,505.		
	13	Compensation of officers, directors, trustees, etc	503,333.	171,833.		331,500.
	14	Other employee salaries and wages	359,399.	54,807.		304,592.
	15	Pension plans, employee benefits	377,750.	96,784.		280,966.
	16a	Legal fees Stmt 4	3,361.	263.		3,098.
	b	Accounting fees Stmt 5	65,409.	29,055.		36,354.
	c	Other professional fees Stmt 6	471,051.	335,316.		63,644.
	17	Interest	58,856.	30,017.		0.
	18	Taxes Stmt 7	469,153.	0.		3,000.
	19	Depreciation and depletion	41,289.	13,212.		
	20	Occupancy	89,867.	28,758.		61,109.
	21	Travel, conferences, and meetings	111,721.	11,172.		100,549.
	22	Printing and publications	5,945.	228.		5,717.
	23	Other expenses Stmt 8	187,385.	53,034.		134,351.
	24	Total operating and administrative expenses. Add lines 13 through 23	2,744,519.	824,479.		1,324,880.
	25	Contributions, gifts, grants paid	2,338,200.			2,338,200.
	26	Total expenses and disbursements. Add lines 24 and 25	5,082,719.	824,479.		3,663,080.
	27	Subtract line 26 from line 12	-2,109,255.			
	a	Excess of revenue over expenses and disbursements				
	b	Net investment income (if negative, enter -0-)		1,734,026.		
	c	Adjusted net income (if negative, enter -0-)			N/A	

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Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year ³	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing		130,323.		
	2	Savings and temporary cash investments		6,368,003.	3,372,619.	3,372,619.
	3	Accounts receivable ▶ 2,217.		1,704,794.	2,217.	2,217.
		Less allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations Stmt 9	2,695,024.	2,572,734.	2,978,449.	
	b	Investments - corporate stock Stmt 10	9,403,420.	10,502,926.	14,731,529.	
	c	Investments - corporate bonds Stmt 11	458,438.	417,688.	519,814.	
	Liabilities	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶				
12		Investments - mortgage loans				
13		Investments - other Stmt 12	23,761,906.	25,585,980.	34,056,956.	
14		Land, buildings, and equipment basis ▶ 1,319,154.				
		Less accumulated depreciation ▶ 747,934.	589,555.	571,220.	571,220.	
15		Other assets (describe ▶)				
16		Total assets (to be completed by all filers - see the instructions. Also, see page 1, item I)	45,111,463.	43,025,384.	56,232,804.	
Net Assets or Fund Balances	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				
Net Assets or Fund Balances	22	Other liabilities (describe ▶)	10,857.	34,033.		
	23	Total liabilities (add lines 17 through 22)	10,857.	34,033.		
		Foundations that follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted	45,100,606.	42,991,351.		
	25	Temporarily restricted				
	26	Permanently restricted				
		Foundations that do not follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds				
	28	Paid-in or capital surplus, or land, bldg., and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds				
30	Total net assets or fund balances	45,100,606.	42,991,351.			
31	Total liabilities and net assets/fund balances	45,111,463.	43,025,384.			

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	45,100,606.
2	Enter amount from Part I, line 27a	2	-2,109,255.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	42,991,351.
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	42,991,351.

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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 PROTEGE PARTNERS	P		
b HARDING LOEVNER-PUBLICLY TRADED SECURITIES	P		
c ESSEX PERFORMANCE FUND K-1	P		
d UBI - ESSEX PERFORMANCE FUND			
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 166,292.			166,292.
b 3,965,282.		2,395,459.	1,569,823.
c 707,176.			707,176.
d		346,516.	-346,516.
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			166,292.
b			1,569,823.
c			707,176.
d			-346,516.
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	2,096,775.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8	{ }	3	N/A

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2013	3,396,727.	56,385,038.	.060242
2012	3,751,590.	56,095,129.	.066879
2011	3,260,687.	59,786,649.	.054539
2010	3,036,499.	57,777,102.	.052555
2009	3,588,725.	50,366,857.	.071252

2 Total of line 1, column (d)	2	.305467
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	.061093
4 Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	57,475,288.
5 Multiply line 4 by line 3	5	3,511,338.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	17,340.
7 Add lines 5 and 6	7	3,528,678.
8 Enter qualifying distributions from Part XII, line 4	8	3,678,689.

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

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

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter _____ (attach copy of letter if necessary-see instructions)		1	17,340.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b			
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		2	0.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		3	17,340.
3 Add lines 1 and 2		4	0.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		5	17,340.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments			
a 2014 estimated tax payments and 2013 overpayment credited to 2014	6a	99,513.	
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	99,513.	
8 Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> 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	82,173.	
11 Enter the amount of line 10 to be Credited to 2015 estimated tax	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?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities		X
1c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year (1) On the foundation <input type="checkbox"/> \$ 0. (2) On foundation managers <input type="checkbox"/> \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ 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		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	X	
4b If "Yes," has it filed a tax return on Form 990-T for this year?	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> 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	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

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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		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12	X	
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► The Organization Telephone no ► (212) 752-7148 Located at ► 255 EAST 49TH STREET, No. 23D, NEW YORK, NY ZIP+4 ► 10017			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► 15 N/A			
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? See the instructions for exceptions and filing requirements for FinCEN Form 114, (formerly TD F 90-22.1) If "Yes," enter the name of the foreign country ►	16	Yes	No X

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

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

	Yes	No
1a During the year did the foundation (either directly or indirectly)		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> 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)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <input type="checkbox"/>	1b	X
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	X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions)	N/A	2b
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)	N/A	3b
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b	X

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Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)**5a** During the year did the foundation pay or incur any amount to

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)?

N/A

5b

Organizations relying on a current notice regarding disaster assistance check here

☒**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

N/A

☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?☐ Yes ☒ No**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?

6b

X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?☐ Yes ☒ No**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

N/A

7b

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1** List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 14		503,333.	114,400.	0.

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
LISA WARNER - 255 EAST 49TH STREET, NEW YORK, NY 10017	VP-ADMIN 40.00	187,475.	91,782.	0.
JESSICA BURT - 255 EAST 49TH STREET, NEW YORK, NY 10017	ADMIN ASST 32.00	65,373.	73,807.	0.
LARA BRITT - 255 EAST 49TH STREET, NEW YORK, NY 10017	ADMIN ASST 40.00	92,602.	39,531.	0.

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

0

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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	56,014,571.
b	Average of monthly cash balances	1b	135,975.
c	Fair market value of all other assets	1c	2,200,000.
d	Total (add lines 1a, b, and c)	1d	58,350,546.
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	58,350,546.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	875,258.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	57,475,288.
6	Minimum investment return. Enter 5% of line 5	6	2,873,764.

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	2,873,764.
2a	Tax on investment income for 2014 from Part VI, line 5	2a	17,340.
b	Income tax for 2014 (This does not include the tax from Part VI)	2b	79,785.
c	Add lines 2a and 2b	2c	97,125.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,776,639.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,776,639.
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	2,776,639.

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	3,663,080.
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	15,609.
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	3,678,689.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	17,340.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	3,661,349.

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.

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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				2,776,639.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only			0.	
b Total for prior years		0.		
3 Excess distributions carryover, if any, to 2014				
a From 2009	1,070,382.			
b From 2010	187,956.			
c From 2011	295,286.			
d From 2012	1,057,904.			
e From 2013	790,375.			
f Total of lines 3a through e	3,401,903.			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$	3,678,689.			
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				2,776,639.
e Remaining amount distributed out of corpus	902,050.			
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:	4,303,953.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 instr			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	1,070,382.			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a	3,233,571.			
10 Analysis of line 9				
a Excess from 2010	187,956.			
b Excess from 2011	295,286.			
c Excess from 2012	1,057,904.			
d Excess from 2013	790,375.			
e Excess from 2014	902,050.			

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

N/A

- 1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2014, enter the date of the ruling

b Check box to indicate whether the foundation is a private operating foundation described in section

☐ 4942(1)(3) or ☐ 4942(1)(5)

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities
Subtract line 2d from line 2c

- 3 Complete 3a, b, or c for the alternative test relied upon

(1) Value of all assets

(2) Value of assets qualifying under section 4942(i)(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(i)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV **Supplementary Information** (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000) (See section 507(d)(2))

None

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest

None

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

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

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

HEATHER R. HIGGINS, 212-752-7148

255 EAST 49TH STREET #23D, NEW YORK, NY 10017

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

WRITTEN PROPOSAL ALONG WITH IRS EXEMPTION LETTER

c Any submission deadlines

NONE

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

NONE

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 ATTACHED #17 C/O Foundation, 255 East 49th Street New York, NY 10017		PC	OPERATING SUPPORT	2,338,200.
Total			3a	2,338,200.
b Approved for future payment				
None				
Total			3b	0.

Part XVII

Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations




- | | | Yes | No |
|---|--|-------|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of | | |
| | (1) Cash | 1a(1) | X |
| | (2) Other assets | 1a(2) | X |
| b | Other transactions | | |
| | (1) Sales of assets to a noncharitable exempt organization | 1b(1) | X |
| | (2) Purchases of assets from a noncharitable exempt organization | 1b(2) | X |
| | (3) Rental of facilities, equipment, or other assets | 1b(3) | X |
| | (4) Reimbursement arrangements | 1b(4) | X |
| | (5) Loans or loan guarantees | 1b(5) | X |
| | (6) Performance of services or membership or fundraising solicitations | 1b(6) | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | 1c | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

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.

Sign Here 



Signature of officer or trustee _____ Date 11-11-15 Title Vice President

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

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 <input type="checkbox"/> if self-employed	PTIN
	Kevin Sunkel	<i>[Signature]</i>	NOV 05 2015		P00706145
	Firm's name ▶ Owen J Flanagan & Co			Firm's EIN ▶ 13-2060851	
	Firm's address ▶ 60 East 42nd Street New York, NY 10165			Phone no 212-682-2783	

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 1

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
CHECKING ACCOUNT	26.	26.	
CUSTODY MONEY MARKET	165.	165.	
Total to Part I, line 3	191.	191.	

Form 990-PF Dividends and Interest from Securities Statement 2

Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
DIVIDENDS	339,901.	0.	339,901.	339,901.	
FOREIGN TAXES W/H	-18,090.	0.	-18,090.	-18,090.	
INTEREST	201,337.	0.	201,337.	201,337.	
To Part I, line 4	523,148.	0.	523,148.	523,148.	

Form 990-PF Other Income Statement 3

Description	(a) Revenue Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income
SILENT CAL PRODUCTIONS K-1	-5,771.	-5,771.	
ESSEX PERFORMANCE FUND K-1	12,605.	12,605.	
Total to Form 990-PF, Part I, line 11	6,834.	6,834.	

Form 990-PF	Legal Fees			Statement	4
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
WILLIAMS & CONNOLLY - LEGAL	2,633.	263.		2,370.	
REED SMITH LLP	728.	0.		728.	
To Fm 990-PF, Pg 1, ln 16a	3,361.	263.		3,098.	

Form 990-PF	Accounting Fees			Statement	5
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
O'CONNOR DAVIES - AUDIT	28,909.	14,455.		14,454.	
OWEN J. FLANAGAN & CO	36,500.	14,600.		21,900.	
To Form 990-PF, Pg 1, ln 16b	65,409.	29,055.		36,354.	

Form 990-PF	Other Professional Fees			Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes	
ESSEX PERFORMANCE FUND LP	149,127.	77,036.		0.	
HARDING LOEVNER INVESTMENT ADVISORY	215,966.	215,966.		0.	
CAROL CUTTLER	5,000.	0.		5,000.	
COX AND MURRAY	20,000.	0.		20,000.	
JP MORGAN CHASE	31,939.	31,939.		0.	
ENCIMA GLOBAL	10,000.	10,000.		0.	
RICHARDSON PROPERTIES	375.	375.		0.	
CASE CONSULTING	8,644.	0.		8,644.	
RICHARD MINITER	10,000.	0.		10,000.	
KEVIN HASSETT	10,000.	0.		10,000.	
HEATHER MACDONALD	10,000.	0.		10,000.	
To Form 990-PF, Pg 1, ln 16c	471,051.	335,316.		63,644.	

Form 990-PF	Taxes		Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
NYS INCOME TAX	38,000.	0.		0.
UBIT	428,153.	0.		0.
FILING FEES	3,000.	0.		3,000.
To Form 990-PF, Pg 1, ln 18	469,153.	0.		3,000.

Form 990-PF	Other Expenses		Statement	8
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
OFFICE	87,746.	28,079.		59,667.
COMPUTER SERVICES	52,027.	16,649.		35,378.
REPAIRS & MAINTENANCE	3,386.	1,083.		2,303.
POSTAGE	13,940.	0.		13,940.
PROPOSAL REVIEW	6,775.	0.		6,775.
OTHER	6,333.	1,837.		4,496.
MEMBERSHIPS	15,698.	5,023.		10,675.
DIRECTORS AND OFFICERS				
INSURANCE	1,480.	363.		1,117.
To Form 990-PF, Pg 1, ln 23	187,385.	53,034.		134,351.

Form 990-PF	U.S. and State/City Government Obligations		Statement	9
Description	U.S. Gov't	Other Gov't	Book Value	Fair Market Value
STATEMENT #16	X		2,572,734.	2,978,449.
Total U.S. Government Obligations			2,572,734.	2,978,449.
Total State and Municipal Government Obligations				
Total to Form 990-PF, Part II, line 10a			2,572,734.	2,978,449.

Form 990-PF	Corporate Stock	Statement 10
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Description	Book Value	Fair Market Value
STATEMENT #16	10,502,926.	14,731,529.
Total to Form 990-PF, Part II, line 10b	10,502,926.	14,731,529.

Form 990-PF	Corporate Bonds	Statement 11
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Description	Book Value	Fair Market Value
STATEMENT #16	417,688.	519,814.
Total to Form 990-PF, Part II, line 10c	417,688.	519,814.

Form 990-PF	Other Investments	Statement 12
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Description	Valuation Method	Book Value	Fair Market Value
ESSEX PERFORMANCE FUND LP	COST	12,099,360.	13,243,395.
ESSEX PRIVATE PLACEMENT III	COST	125,912.	691.
RICHARDSON PROPERTIES LLC	COST	42,509.	61,095.
MARINER ATLANTIC	COST	5,000,000.	9,914,622.
NEW VERNON INDIA	COST	5,000,000.	7,259,686.
ROSEMONT SOLEBURY	COST	848,097.	1,201,760.
SILENT CAL PRODUCTIONS	COST	37,681.	38,984.
STATEMENT #16	COST	1,182,421.	1,071,071.
NEW VERNON CLOBAL OPPORTUNITY FUND	COST	1,250,000.	1,265,652.
Total to Form 990-PF, Part II, line 13		25,585,980.	34,056,956.

Form 990-PF	Explanation Concerning Part VII-A, Line 12	Statement 13
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Explanation

THE FOUNDATION MADE TWO GRANTS TOTALING \$125,000 TO DONOR ADVISED FUNDS DURING 2014. ALL GRANT FUNDS WERE DISTRIBUTED FROM THOSE FUNDS FOR CHARITABLE PURPOSES BY THE END OF THE YEAR.

Form 990-PF

Part VIII - List of Officers, Directors
Trustees and Foundation Managers

Statement 14

Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
HEATHER R HIGGINS 255 EAST 49TH STREET NEW YORK, NY 10017	TRUSTEE/PRESIDENT 40.00	368,333.	97,338. 0.
R RANDOLPH RICHARDSON 255 EAST 49TH STREET NEW YORK, NY 10017	TRUSTEE 2.00	0.	0. 0.
JAMES E HIGGINS 255 EAST 49TH STREET NEW YORK, NY 10017	TRUSTEE/TREASURER 10.00	135,000.	17,062. 0.
JOANN BEYER 255 EAST 49TH STREET NEW YORK, NY 10017	TRUSTEE 2.00	0.	0. 0.
POLLY JACKSON FRIESS 255 EAST 49TH STREET NEW YORK, NY 10017	TRUSTEE 2.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		503,333.	114,400. 0.

Randolph Foundation		Fixed Assets 2014 for tax				
Fixed Assets					12/31/2014	
		Date	Life	Cost	Dep	Accum Dep
Office Condominium						
125	Office Condomin	6/29/93	39	1,000,295	25,649	544,305
Office Equipment						
5	TV & VCR	9/3/91	7	565		565
130	Backup Sys for	8/6/97	3	2,261		2,261
131	Microedge Gift	6/28/99	5	17,176		17,176
	Cannon Fax	2/12/01	5	1,280		1,280
	Phone System (Exp@nets)	3/23/02	5	1,757		1,757
	Computer for JH (Amex)	4/9/02	5	1,837		1,837
	Computer for HH (Amex)	10/1/02	5	3,437		3,437
	Canon Printer	5/10/04	5	5,150		5,150
	Computer (LB)	9/2/04	5	5,516		5,516
	Everest- Network	6/6/05	5	18,742		18,741
	Computer	10/30/08	3	4,171		4,171
	Sever	12/31/09	5	20,000	4,000	20,000
	Write off old computers			(14,961)		(14,961)
				66,930	4,000	66,930
Furniture						
19	Desk	6/24/91	7	1,900		1,900
20	File Cabinets	6/27/91	5	7,135		7,135
21	Desk	7/8/91	3	3,000		3,000
22	Furnishings	7/8/91	7	8,190		8,190
26	Computer Desk	9/5/91	7	440		440
27	Desk Extension	9/30/91	3	169		169
28	Carpet	11/12/91	7	269		269
30	Adirondark Chair	8/10/93	7	280		280
31	Lateral Files	8/11/93	5	920		920
33	Desk & Refinish	8/18/93	7	8,966		8,966
34	Desk & Wall Uni	8/19/93	7	2,795		2,795
35	Cabinet, drawer	8/30/93	7	1,695		1,695
36	Couch	8/30/93	7	1,364		1,364
37	Furniture & Rug	1/3/94	7	1,605		1,605
38	Furn, Rugs & Bl	1/5/94	7	2,322		2,322
39	Furniture	1/6/94	7	525		525
40	Furniture & Lin	1/10/94	7	1,983		1,983
41	Furniture	1/13/94	7	432		432
42	Upholstry	1/19/94	7	2,948		2,948
43	Furniture	1/24/94	7	591		591
44	Furniture	1/25/94	7	338		338
	File Cabinet	5/11/00	7	2,373		2,373
	Printer Stand	9/11/00	7	626		626
	Lateral Files	7/14/00	7	450		450
	VP Desk	1/25/08	7	4,465	638	4,413
	AC Units	6/10/08	7	15,316	2,188	14,040
	HRH Furniture	12/15/08	7	8,768	1,253	8,666
	HRH Furniture	2/15/09	7	8,679	1,240	7,336
	Window treatments	10/19/10	7	1,760	251	1,255
	Blinds	1/26/13	7	3,611	516	1,032
	Blinds	4/15/13	7	10,832	1,547	3,094
	Painting - Not Depreciated	9/5/14		22,954	-	-
				127,700	7,633	91,151
Condominium Improvements						
100	Building Improv	8/18/93	39	8,150	209	4,486
101	Electrical Cons	8/18/93	39	7,800	200	4,294
103	Building Wiring	8/19/93	39	615	16	340
	Office Renovation	8/1/00	39	65,183	1,671	24,093
	diff to G/L			390	10	50
	Track Lighting	4/9/2002	39	1,750	45	562
	A/C for Office	5/20/2002	39	12,485	320	3,894
	Track Lighting & A/C	4/1/2003	39	2,485	64	703
	Improvements	6/30/03	39	5,520	142	1,630
	Improvements	5/6/2005	28	11,350	405	4,051
	Improvements	9/1/2010	23	8,500	925	1,665
	Adjustment			-		(221)
				124,228	4,007	45,548
				1,319,154	41,289	747,934

The Randolph Foundation
Investments
12/31/2014

	Munn Bernhard		Harding Loevner		Total	
	Cost	FMV	Cost	FMV	Cost	FMV
Money Market Funds	0	0	3,372,619	3,372,619	3,372,619	3,372,619
Corporate Stocks	104,003	227,160	10,398,921	14,504,369	10,502,924	14,731,529
Foreign Corp Bonds			417,688	519,814	417,688	519,814
US Gov't Obligations			2,572,734	2,978,449	2,572,734	2,978,449
Foreign Gov't Obligations			1,182,421	1,071,071	1,182,421	1,071,071

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Equities:				
3M Co	1,185 00	84,964 38	1,310	94,278 13
3M Co	125 00	9,313 75		
	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
Abbott Laboratories	1,320 00	5,635 68	3,640	81,465 53
Abbott Laboratories	150 00	3,984 57		
Abbott Laboratories	1,450 00	47,941 50		
Abbott Laboratories	720 00	23,903 78		
	0 00	0 00		
Abbvie Inc	1,944 00	103,935 77	3,250	173,697 33
Abbvie Inc	1,306 00	69,761 56		
Abbvie Inc	0 00	0 00		
	0 00	0 00		
ABC-Mart Inc.	0 00	0 00	4,200	139,909 55
ABC-Mart Inc	700 00	21,542 08		
ABC-Mart Inc	600 00	18,588 73		
ABC-Mart Inc.	1,300 00	41,400 04		
ABC-Mart Inc	200 00	7,307 62		
ABC-Mart Inc	300 00	10,947 59		
ABC-Mart Inc	800 00	28,830 81		
ABC-Mart Inc	300 00	11,292 68		
	0 00	0 00		
AIA Group	19,000 00	77,579 22	58,400	240,042 15
AIA Group	8,700 00	35,096 72		
AIA Group	13,700 00	57,397 16		
AIA Group	8,200 00	33,917 29		
AIA Group	6,260 00	25,683 20		
AIA Group	2,540 00	10,368 56		
	0 00	0 00		
	0 00	0 00		
Aggreko	476 00	14,118 69	1,903	53,468 18
Aggreko	951 00	26,476 51		
Aggreko	476 00	12,872 98		
	0 00	0 00		
Allergan Inc	255 00	26,552 74	0	0 00
Allergan Inc	(347 00)	(36,157 37)		
Allergan Inc	(14 00)	(1,471 96)		
Allergan Inc	127 00	13,271 00		
Allergan Inc	(21 00)	(2,194 41)		
	0 00	0 00		
Amazon Com Inc	(154 00)	(29,225 78)	0	(0 00)
Amazon Com Inc	154 00	29,225 78		
	0 00	0 00		
American Express Co	115 00	6,931 95	1,980	120,074 88
American Express Co	1,365 00	82,512 48		
American Express Co	500 00	30,630 45		
	0 00	0 00		
American Movil	2,240 00	65,491 61	8,790	233,694 05
American Movil	500 00	11,392 00		
American Movil	6,050 00	156,810 44		
	0 00	0 00		
	0 00	0 00		
Arm Holdings	4,520 00	180,941 02	4,520	180,941 02
Arm Holdings	0 00	0 00		
Arm Holdings	0 00	0 00		
	0 00	0 00		
Bank Central Asia	120,000 00	64,838 28	135,900	77,901 04
Bank Central Asia	11,000 00	8,894 04		
Bank Central Asia	4,900 00	4,168 72		
	0 00	0 00		
Borg-Warner Inc	3,280 00	107,960 27	3,280	107,960 27
Borg-Warner Inc	0 00	0 00		
	0 00	0 00		
Bunge Limited	1,940 00	60,615 94	1,940	60,615 94

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Bunge Limited	0 00	0 00		
	0 00	0 00		
Citrix Systems Inc	1,050 00	61,653 48	3,020	176,721 67
Citrix Systems Inc	1,720 00	96,406 69		
Citrix Systems Inc	250 00	18,661 50		
	0 00	0 00		
Cognizant Tech Solutions *	2,177 00	75,825 93	0	0 00
Cognizant Tech Solutions	(598 00)	(20,848 62)		
Cognizant Tech Solutions	(947 00)	(32,984 45)		
Cognizant Tech Solutions	(125 00)	(4,353 81)		
Cognizant Tech Solutions	(507 00)	(17,639 05)		
Cognizant Tech Solutions	0 00	0 00		
	0 00	0 00		
Coach Inc	1,019 00	29,645 97	0	(0 00)
Coach Inc	(767 00)	(17,630 12)		
Coach Inc	(580 00)	(30,478 45)		
Coach Inc	654 00	36,812 63		
Coach Inc	(1,313 00)	(67,609 82)		
Coach Inc	267 00	13,043 50		
Coach Inc	720 00	36,216 29		
	0 00	0 00		
Coca-Cola	8 00	598 70	0	0 00
Coca-Cola	(80 00)	(6,326 62)		
Coca-Cola	28 00	2,216 02		
Coca-Cola	1 00	76 65		
Coca-Cola	5 00	395 07		
Coca-Cola	5 00	395 58		
Coca-Cola	(4 00)	(322 39)		
Coca-Cola	(35 00)	(2,792 10)		
Coca-Cola	49 00	3,918 21		
Coca-Cola	8 00	638 40		
Coca-Cola	7 00	556 48		
Coca-Cola	33 00	2,664 76		
Coca-Cola	3 00	254 67		
Coca-Cola	133 00	10,719 75		
Coca-Cola	120 00	9,611 08		
Coca-Cola	(24 00)	(1,936 85)		
Coca-Cola	(54 00)	(4,357 91)		
Coca-Cola	(27 00)	(2,178 95)		
Coca-Cola	(41 00)	(3,306 33)		
Coca-Cola	(27 00)	(2,164 84)		
Coca-Cola	(13 00)	(1,042 33)		
Coca-Cola	(55 00)	(4,409 87)		
Coca-Cola	(40 00)	(3,207 18)		
	0 00	0 00		
	0 00	0 00		
Cochlear Limited	731 00	27,546 56	1,990	98,315 78
Cochlear Limited	1,079 00	58,737 89		
Cochlear Limited	180 00	12,031 33		
	0 00	0 00		
	0 00	0 00		
Colgate Palmolive	470 00	11,903 50	3,870	104,215 90
Colgate Palmolive	1,300 00	32,905 02		
Colgate Palmolive	1,800 00	45,587 88		
Colgate Palmolive	300 00	13,819 50		
	0 00	0 00		
Dassault Systems SA	668 00	16,592 32	4,450	120,006 34
Dassault Systems SA	912 00	23,224 76		
Dassault Systems SA	1,114 00	28,251 55		
Dassault Systems SA	476 00	12,142 79		
Dassault Systems SA	442 00	11,294 11		
Dassault Systems SA	418 00	10,828 33		
Dassault Systems SA	420 00	17,672 48		
	0 00	0 00		
Davita HealthCare Partners	95 00	5,704 22	3,800	241,856 23
Davita HealthCare Partners	399 00	24,628 00		
Davita HealthCare Partners	256 00	15,795 64		
Davita HealthCare Partners	233 00	14,578 41		

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Davita HealthCare Partners	204 00	12,897 49		
Davita HealthCare Partners	175 00	11,062 59		
Davita HealthCare Partners	79 00	5,007 99		
Davita HealthCare Partners	91 00	5,758 33		
Davita HealthCare Partners	59 00	3,733 80		
Davita HealthCare Partners	139 00	9,015 83		
Davita HealthCare Partners	216 00	13,960 36		
Davita HealthCare Partners	352 00	22,830 79		
Davita HealthCare Partners	223 00	14,622 04		
Davita HealthCare Partners	163 00	10,551 72		
Davita HealthCare Partners	319 00	20,641 95		
Davita HealthCare Partners	212 00	13,679 62		
Davita HealthCare Partners	143 00	9,226 13		
Davita HealthCare Partners	442 00	28,161 32		
Davita HealthCare Partners	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
Ebay Inc	6,190 00	134,832 43	6,780	154,510 11
Ebay Inc	590 00	19,677 68		
Ebay Inc	0 00	0 00		
Ebay Inc	0 00	0 00		
Ebay Inc	0 00	0 00		
	0 00	0 00		
Fanuc Ltd.	327 00	32,525 87	1,300	156,493 19
Fanuc Ltd	996 00	118,146 03		
Fanuc Ltd	(23 00)	5,821 29		
	0 00	0 00		
Elekta	743 00	11,102 98	22,800	292,853 82
Elekta	296 00	4,454 63		
Elekta	1,361 00	21,133 73		
Elekta	432 00	6,717 67		
Elekta	195 00	3,052 07		
Elekta	359 00	5,670 26		
Elekta	208 00	3,246 45		
Elekta	350 00	5,477 23		
Elekta	219 00	3,442 25		
Elekta	411 00	6,454 58		
Elekta	198 00	3,101 20		
Elekta	503 00	7,894 93		
Elekta	453 00	7,086 29		
Elekta	1,035 00	15,904 22		
Elekta	299 00	4,558 92		
Elekta	269 00	4,105 81		
Elekta	577 00	8,747 71		
Elekta	281 00	4,234 32		
Elekta	443 00	6,623 12		
Elekta	368 00	5,495 65		
Elekta	421 00	6,492 17		
Elekta	407 00	6,353 08		
Elekta	243 00	3,799 10		
Elekta	397 00	6,153 60		
Elekta	341 00	5,294 60		
Elekta	491 00	7,020 74		
Elekta	1,274 00	12,939 34		
Elekta	1,484 00	15,288 61		
Elekta	1,347 00	13,929 97		
Elekta	1,784 00	18,373 74		
Elekta	1,009 00	10,343 08		
Elekta	531 00	5,507 11		
Elekta	952 00	9,968 26		
Elekta	1,024 00	11,064 36		
Elekta	514 00	5,247 67		
Elekta	646 00	6,532 99		
Elekta	935 00	10,041 38		
Elekta	0 00	0 00		
	0 00	0 00		
Emerson Electric Inc	110 00	3,616 13	3,230	110,348 85

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Emerson Electric Inc	520 00	20,293 29		
Emerson Electric Inc	2,100 00	60,962 58		
Emerson Electric Inc	500 00	25,476 85		
Emerson Electric Inc	0 00	0 00		
Emerson Electric Inc	0 00	0 00		
Emerson Electric Inc	0 00	0 00		
Emerson Electric Inc	0 00	0 00		
Emerson Electric Inc	0 00	0 00		
Emerson Electric Inc	0 00	0 00		
Essilor International	132 00	13,402 32	1,320	139,341 21
Essilor International	300 00	31,073 74		
Essilor International	194 00	20,346 63		
Essilor International	166 00	17,456 08		
Essilor International	66 00	7,160 47		
Essilor International	114 00	12,007 81		
Essilor International	73 00	7,759 68		
Essilor International	81 00	8,758 42		
Essilor International	95 00	10,272 68		
Essilor International	99 00	11,103 38		
Essilor International	0 00	0 00		
Exxon Mobil	1,430 00	104,232 54	2,660	182,631 84
Exxon Mobil	1,130 00	69,978 30		
Exxon Mobil	100 00	8,421 00		
F5 Network	890 00	85,700 66	1,710	163,653 41
F5 Network	200 00	14,763 00		
F5 Network	100 00	12,733 00		
F5 Network	520 00	50,456 75		
First Republic Bank	3,900 00	143,390 14	5,260	185,622 07
First Republic Bank	960 00	29,754 93		
First Republic Bank	400 00	12,477 00		
Google Inc - Class A	37 00	8,093 44	586	231,127 05
Google Inc - Class A	200 00	60,069 27		
Google Inc - Class A	50 00	15,169 98		
Google Inc - Class A	160 00	66,630 37		
Google Inc - Class A	139 00	81,163 99		
Google Inc - Class A	0 00	0 00		
Google Inc - Class A	0 00	0 00		
Google Inc - Class A	0 00	0 00		
Google Inc - Class A	0 00	0 00		
Google Inc - Class C	(263 00)	(80,395 29)	0	0 00
Google Inc - Class C	53 00	(1,143 73)		
Google Inc - Class C	50 00	15,121 52		
Google Inc - Class C	160 00	66,417 50		
Grifols SA	121 00	3,945 61	2,100	71,929 23
Grifols SA	334 00	11,062 18		
Grifols SA	233 00	7,808 72		
Grifols SA	93 00	3,185 48		
Grifols SA	212 00	7,347 20		
Grifols SA	322 00	11,214 97		
Grifols SA	206 00	7,220 79		
Grifols SA	405 00	14,021 10		
Grifols SA	67 00	2,319 05		
Grifols SA	107 00	3,804 13		
Grifols SA	0 00	0 00		
Grifols SA	0 00	0 00		
Grifols SA	0 00	0 00		

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
	0 00	0 00		
Grifols ISIN (foreign)	456 00	17,831 50	1,750	70,808 43
Grifols ISIN (foreign)	353 00	14,252 29		
Grifols ISIN (foreign)	336 00	13,791 79		
Grifols ISIN (foreign)	200 00	8,262 76		
Grifols ISIN (foreign)	405 00	16,670 09		
	0 00	0 00		
HDFC Bank	2,990 00	77,740 45	3,680	101,697 25
HDFC Bank	690 00	23,956 80		
	0 00	0 00		
Icici Bank LTD	5,625 00	45,032 82	17,950	141,621 13
Icici Bank LTD	9,775 00	77,369 92		
Icici Bank LTD	1,500 00	10,992 00		
Icici Bank LTD	1,050 00	8,226 39		
	0 00	0 00		
Inditex isin	3,540 00	65,074 25	5,290	96,057 46
Inditex isin	1,250 00	21,832 90		
Inditex isin	500 00	9,150 31		
Inditex isin	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
IMS Health Holdings	70 00	1,765 46	516	13,312 41
IMS Health Holdings	141 00	3,579 71		
IMS Health Holdings	178 00	4,636 64		
IMS Health Holdings	127 00	3,330 60		
	0 00	0 00		
Informatica Corp	850 00	37,535 57	4,220	164,881 04
Informatica Corp	950 00	41,833 44		
Informatica Corp	370 00	16,469 51		
Informatica Corp	193 00	8,829 27		
Informatica Corp	300 00	12,310 50		
Informatica Corp	730 00	23,771 41		
Informatica Corp	827 00	24,131 34		
	0 00	0 00		
IPG Photonics Corp	315 00	19,241 58	2,440	157,976 51
IPG Photonics Corp	124 00	7,713 18		
IPG Photonics Corp	761 00	48,308 05		
IPG Photonics Corp	37 00	2,330 97		
IPG Photonics Corp	60 00	3,872 80		
IPG Photonics Corp	63 00	4,082 13		
IPG Photonics Corp	59 00	3,865 75		
IPG Photonics Corp	62 00	4,139 06		
IPG Photonics Corp	29 00	1,940 64		
IPG Photonics Corp	43 00	2,902 38		
IPG Photonics Corp	58 00	3,915 64		
IPG Photonics Corp	46 00	3,091 33		
IPG Photonics Corp	36 00	2,443 04		
IPG Photonics Corp	31 00	2,130 10		
IPG Photonics Corp	30 00	2,055 34		
IPG Photonics Corp	31 00	2,117 37		
IPG Photonics Corp	93 00	6,308 79		
IPG Photonics Corp	36 00	2,443 10		
IPG Photonics Corp	75 00	5,062 53		
IPG Photonics Corp	206 00	14,007 06		
IPG Photonics Corp	44 00	3,041 37		
IPG Photonics Corp	30 00	1,934 71		
IPG Photonics Corp	114 00	7,351 26		
IPG Photonics Corp	57 00	3,678 33		
	0 00	0 00		
JPMorgan Chase & Co.	3,870 00	172,303 45	5,060	212,389 71
JPMorgan Chase & Co	700 00	21,714 00		
JPMorgan Chase & Co	490 00	18,372 26		
	0 00	0 00		
Kakaku com Inc	19 00	299 55	5,923	86,377 13
Kakaku com Inc	835 00	12,902 65		
Kakaku com Inc	1,058 00	15,918 71		
Kakaku com Inc	2,288 00	34,308 03		
Kakaku.com Inc	628 00	8,605 19		

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Kakaku com Inc	1,095 00	14,343 00		
Kakaku com Inc	0 00	0 00		
Kakaku com Inc	0 00	0 00		
	0 00	0 00		
Kuehne&Nagel Intl	823 00	100,431 36	0	0 00
Kuehne&Nagel Intl	90 00	13,277 66		
Kuehne&Nagel Intl	(47 00)	(5,735 45)		
Kuehne&Nagel Intl	(41 00)	(5,003 26)		
Kuehne&Nagel Intl	(79 00)	(9,640 43)		
Kuehne&Nagel Intl	(41 00)	(5,003 26)		
Kuehne&Nagel Intl	(165 00)	(20,135 08)		
Kuehne&Nagel Intl	(47 00)	(5,735 45)		
Kuehne&Nagel Intl	(39 00)	(4,759 20)		
Kuehne&Nagel Intl	(41 00)	(5,003 26)		
Kuehne&Nagel Intl	(17 00)	(2,074 52)		
Kuehne&Nagel Intl	(25 00)	(3,050 77)		
Kuehne&Nagel Intl	(85 00)	(10,372 62)		
Kuehne&Nagel Intl	(57 00)	(6,955 76)		
Kuehne&Nagel Intl	(37 00)	(4,515 14)		
Kuehne&Nagel Intl	(38 00)	(4,637 17)		
Kuehne&Nagel Intl	(36 00)	(4,882 70)		
Kuehne&Nagel Intl	(60 00)	(8,239 80)		
Kuehne&Nagel Intl	(58 00)	(7,965 15)		
	0 00	0 00		
Keyence Corp	377 00	76,882 41	487	105,779 89
Keyence Corp	110 00	28,897 48		
	0 00	0 00		
	0 00	0 00		
L'Air Liquide	0 00	0 00	0	0 00
L'Air Liquide	0 00	0 00		
L'Air Liquide	0 00	0 00		
L'Air Liquide	0 00	0 00		
L'Air Liquide	0 00	0 00		
	0 00	0 00		
L'Air Liquide SA	1,579 00	92,513 73	1,579	92,513 73
L'Air Liquide SA	0 00	0 00		
L'Air Liquide SA	0 00	0 00		
L'Air Liquide SA	0 00	0 00		
L'Air Liquide SA	0 00	0 00		
	0 00	0 00		
Lazard Limited	120 00	3,432 39	4,060	122,463 89
Lazard Limited	580 00	17,107 22		
Lazard Limited	870 00	26,146 28		
Lazard Limited	460 00	13,802 48		
Lazard Limited	360 00	10,868 80		
Lazard Limited	490 00	14,941 67		
Lazard Limited	420 00	12,809 45		
Lazard Limited	370 00	11,385 49		
Lazard Limited	270 00	8,278 23		
Lazard Limited	120 00	3,691 88		
	0 00	0 00		
	0 00	0 00		
Linde AG	760 00	142,133 86	760	142,133 86
	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
Lonza Group AG	(68 00)	(5,549 89)	1,390	96,380 89
Lonza Group AG	140 00	11,426 25		
Lonza Group AG	173 00	15,841 65		
Lonza Group AG	285 00	23,686 17		
Lonza Group AG	620 00	37,614 50		
Lonza Group AG	240 00	13,362 21		
	0 00	0 00		
	0 00	0 00		
L'Oreal	700 00	57,928 00	900	75,840 55
L'Oreal	100 00	8,033 59		
L'Oreal	100 00	9,878 96		

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
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DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
	0 00	0 00		
Magnit	150 00	8,006 87	2,640	138,088 85
Magnit	166 00	9,268 38		
Magnit	260 00	14,405 79		
Magnit	336 00	18,271 93		
Magnit	173 00	9,516 81		
Magnit	1,209 00	60,060 74		
Magnit	111 00	5,863 17		
Magnit	235 00	12,695 16		
Magnit	0 00	0 00		
Magnit	0 00	0 00		
Mastercard Inc	1,980 00	132,776 59	4,060	277,129 61
Mastercard Inc	1,965 00	135,703 71		
Mastercard Inc	115 00	8,649 31		
	0 00	0 00		
Microsoft	3,330 00	104,208 69	7,330	221,037 49
Microsoft	4,000 00	116,828 80		
Microsoft	0 00	0 00		
Microsoft	0 00	0 00		
	0 00	0 00		
Misumi Group	0 00	0 00	0	0 00
	0 00	0 00		
Monotaro Co LTD	1,000 00	23,813 17	2,900	69,234 84
Monotaro Co LTD	500 00	11,992 82		
Monotaro Co LTD	500 00	11,826 23		
Monotaro Co LTD	500 00	12,036 67		
Monotaro Co LTD	400 00	9,565 95		
Monotaro Co LTD	0 00	0 00		
	0 00	0 00		
Monsanto	1,120 00	109,353 45	2,590	210,422 34
Monsanto	1,050 00	71,395 49		
Monsanto	200 00	12,542 00		
Monsanto	220 00	17,131 40		
	0 00	0 00		
Nestle Sa -Reg	2,920 00	162,966 36	5,140	288,845 32
Nestle Sa -Reg	1,660 00	92,687 76		
Nestle Sa -Reg	560 00	33,191 20		
	0 00	0 00		
	0 00	0 00		
Nike Inc	3,197 00	167,841 06	4,830	256,893 84
Nike Inc	1,633 00	89,052 78		
	0 00	0 00		
OAQ Gazprom	3,760 00	48,438 12	0	0 00
OAQ Gazprom	(1,500 00)	(19,828 03)		
	(2,260 00)	(28,610 09)		
	0 00	0 00		
Praxair Inc	716 00	23,363 98	1,050	39,596 56
Praxair Inc	450 00	20,017 81		
Praxair Inc	(116 00)	(3,785 23)		
	0 00	0 00		
Procter & Gamble	1,440 00	86,792 71	1,590	96,467 71
Procter & Gamble	150 00	9,675 00		
	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
Quiagen NV	191 00	2,461 87	0	0 00
Quiagen NV	2,328 00	30,439 21		
Quiagen NV	3,373 00	47,550 28		
Quiagen NV	640 00	10,062 26		
Quiagen NV	(151 00)	(1,973 59)		
Quiagen NV	(112 00)	(1,463 86)		
Quiagen NV	(92 00)	(1,202 45)		
Quiagen NV	(121 00)	(1,581 49)		
Quiagen NV	(130 00)	(1,699 12)		
Quiagen NV	(116 00)	(1,516 14)		
Quiagen NV	(290 00)	(3,790 34)		
Quiagen NV	(303 00)	(3,960 26)		

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Quiagen NV	(95 00)	(1,241 66)		
Quiagen NV	(194 00)	(2,535 61)		
Quiagen NV	(117 00)	(1,529 21)		
Quiagen NV	(54 00)	(705 00)		
Quiagen NV	(159 00)	(2,208 95)		
Quiagen NV	(294 00)	(4,095 61)		
Quiagen NV	(109 00)	(1,518 44)		
Quiagen NV	(86 00)	(1,198 04)		
Quiagen NV	(85 00)	(1,184 14)		
Quiagen NV	(106 00)	(1,476 69)		
Quiagen NV	(175 00)	(2,437 93)		
Quiagen NV	(345 00)	(4,806 08)		
Quiagen NV	(138 00)	(1,922 43)		
Quiagen NV	(121 00)	(1,685 61)		
Quiagen NV	(95 00)	(1,323 41)		
Quiagen NV	(186 00)	(2,591 10)		
Quiagen NV	(130 00)	(1,810 99)		
Quiagen NV	(185 00)	(2,577 17)		
Quiagen NV	(113 00)	(1,574 16)		
Quiagen NV	(148 00)	(2,061 74)		
Quiagen NV	(168 00)	(2,340 35)		
Quiagen NV	(176 00)	(2,451 80)		
Quiagen NV	(176 00)	(2,451 80)		
Quiagen NV	(211 00)	(2,939 37)		
Quiagen NV	(346 00)	(4,820 01)		
Quiagen NV	(205 00)	(2,855 78)		
Quiagen NV	(235 00)	(3,273 70)		
Quiagen NV	(462 00)	(7,062 95)		
Quiagen NV	(303 00)	(4,646 64)		
	0 00	0 00		
Ralph Lauren Corp	760 00	113,528 79	760	113,528 79
Ralph Lauren Corp	0 00	0 00		
	0 00	0 00		
Roche Holdings	322 00	93,738 72	735	216,634 19
Roche Holdings	413 00	122,895 47		
Roche Holdings	0 00	0 00		
Roche Holdings	0 00	0 00		
Roche Holdings	0 00	0 00		
	0 00	0 00		
Roper Industries Inc	204 00	25,841 42	2,409	309,614 40
Roper Industries Inc	199 00	25,489 48		
Roper Industries Inc	241 00	32,655 70		
Roper Industries Inc	272 00	36,134 88		
Roper Industries Inc	253 00	32,443 80		
Roper Industries Inc	153 00	20,622 83		
Roper Industries Inc	207 00	27,222 48		
Roper Industries Inc	177 00	22,904 33		
Roper Industries Inc	103 00	12,824 52		
Roper Industries Inc	197 00	24,127 91		
Roper Industries Inc	118 00	14,374 15		
Roper Industries Inc	39 00	4,822 61		
Roper Industries Inc	82 00	10,142 96		
Roper Industries Inc	164 00	20,007 33		
	0 00	0 00		
Sands China LTD	4,217 00	29,842 36	22,000	158,073 25
Sands China LTD	5,610 00	39,710 12		
Sands China LTD	3,792 00	26,958 25		
Sands China LTD	3,187 00	22,741 65		
Sands China LTD	5,194 00	38,820 87		
Sands China LTD	0 00	0 00		
Sands China LTD	0 00	0 00		
SAP SE	738 00	48,869 77	2,190	145,390 64
SAP SE	393 00	25,881 96		
SAP SE	58 00	3,883 46		
SAP SE	175 00	11,689 08		
SAP SE	87 00	5,833 51		
SAP SE	174 00	11,574 55		
SAP SE	88 00	5,894 68		

RANDOLPH FOUNDATION (New)
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DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
SAP SE	66 00	4,421 20		
SAP SE	290 00	19,285 32		
SAP SE	121 00	8,057 11		
SAP SE	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
Sasol Ltd	160 00	1,693.99	3,650	97,835 49
Sasol Ltd	2,100 00	30,993 20		
Sasol Ltd	190 00	10,050 18		
Sasol Ltd	1,200 00	55,098 12		
	0 00	0 00		
Schlumberger LTD	162 00	4,350 51	4,110	189,930 98
Schlumberger LTD	900 00	29,320 79		
Schlumberger LTD	1,600 00	61,852 48		
Schlumberger LTD	300 00	18,294 99		
Schlumberger LTD	170 00	13,107 00		
Schlumberger LTD	978 00	63,005.21		
	0 00	0 00		
Shire PLC	885 00	32,446 05	0	0 00
Shire PLC	1,570 00	58,455 51		
Shire PLC	(454 00)	(16,626 57)		
Shire PLC	(263 00)	(15,013 59)		
Shire PLC	(329 00)	(12,235 24)		
Shire PLC	(309 00)	(10,659 80)		
Shire PLC	(110 00)	(4,059 89)		
Shire PLC	(880 00)	(29,074 78)		
Shire PLC	(110 00)	(3,231 69)		
	0 00	0 00		
Sigma Aldrich	2,900 00	116,000 87	0	0 00
Sigma Aldrich	221 00	21,216 95		
Sigma Aldrich	(320 00)	(12,800 10)		
Sigma Aldrich	(327 00)	(13,080 10)		
Sigma Aldrich	(391 00)	(15,640 12)		
Sigma Aldrich	(503 00)	(20,120 15)		
Sigma Aldrich	(345 00)	(13,800 10)		
Sigma Aldrich	(23 00)	(920 01)		
Sigma Aldrich	(150 00)	(6,000 05)		
Sigma Aldrich	(174 00)	(6,960 05)		
Sigma Aldrich	(296 00)	(11,840 09)		
Sigma Aldrich	(250 00)	(11,794.72)		
Sigma Aldrich	(133 00)	(9,435 35)		
Sigma Aldrich	(209 00)	(14,826 98)		
Sigma Aldrich	0 00	0 00		
	0 00	0 00		
Standard Chartered Plc	1,190 00	11,095 29	8,240	123,923 13
Standard Chartered Plc	2,710 00	22,035 41		
Standard Chartered Plc	1,500 00	26,770 06		
Standard Chartered Plc	2,000 00	42,317 71		
Standard Chartered Plc	840 00	21,704 66		
	0 00	0 00		
Stanley Electric	288 00	7,223 42	6,941	169,689 85
Stanley Electric	246 00	6,170 49		
Stanley Electric	256 00	6,478 30		
Stanley Electric	367 00	9,371 62		
Stanley Electric	443 00	11,580 79		
Stanley Electric	175 00	4,566 47		
Stanley Electric	200 00	5,231 82		
Stanley Electric	300 00	7,734 23		
Stanley Electric	199 00	5,256 72		
Stanley Electric	204 00	5,399 83		
Stanley Electric	189 00	5,080 43		
Stanley Electric	133 00	3,572 74		
Stanley Electric	837 00	22,750 63		
Stanley Electric	572 00	14,805 02		
Stanley Electric	255 00	6,701 02		
Stanley Electric	277 00	7,438 12		
Stanley Electric	233 00	4,490.38		
Stanley Electric	300 00	5,726 25		

RANDOLPH FOUNDATION (New)
HARDINC LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Stanley Electric	249 00	4,955 99		
Stanley Electric	219 00	4,405 97		
Stanley Electric	266 00	5,331 29		
Stanley Electric	500 00	10,519 45		
Stanley Electric	233 00	4,898 87		
Stanley Electric	0 00	0 00		
Stanley Electric	0 00	0 00		
Stanley Electric	0 00	0 00		
So-net M3	9,900 00	32,363 91	8,100	26,479 56
	(1,800 00)	(5,884 35)		
	0 00	0 00		
	0 00	0 00		
Sonova Holding AG	1,120 00	85,520 39	1,210	95,891 75
Sonova Holding AG	90 00	10,371 36		
	0 00	0 00		
SVB Financial Group	1,320 00	80,342 13	2,500	173,868 27
SVB Financial Group	300 00	11,298 99		
SVB Financial Group	180 00	10,684 60		
SVB Financial Group	302 00	30,664 69		
SVB Financial Group	156 00	15,927 71		
SVB Financial Group	129 00	13,201 23		
SVB Financial Group	78 00	8,040 71		
SVB Financial Group	35 00	3,708 21		
	0 00	0 00		
The Swatch Group	225 00	35,251 03	300	61,624 66
The Swatch Group	75 00	26,373 63		
	0 00	0 00		
Trimble Navigation	130 00	3,149 92	5,070	122,776 83
Trimble Navigation	3,940 00	96,210 41		
Trimble Navigation	1,000 00	23,416 50		
	0 00	0 00		
	0 00	0 00		
Turkiye Garanti Bankası	5,260 00	33,439 93	74,470	337,186 57
Turkiye Garanti Bankası	9,930 00	63,331 55		
Turkiye Garanti Bankası	9,930 00	61,141 99		
Turkiye Garanti Bankası	9,400 00	37,262 54		
Turkiye Garanti Bankası	2,630 00	10,020 30		
Turkiye Garanti Bankası	13,290 00	43,512 79		
Turkiye Garanti Bankası	4,900 00	16,488 99		
Turkiye Garanti Bankası	5,530 00	19,047 53		
Turkiye Garanti Bankası	7,066 00	27,560 93		
Turkiye Garanti Bankası	6,534 00	25,380 02		
	0 00	0 00		
UNI-Charm Corp	130 00	4,284 83	9,100	125,419 11
UNI-Charm Corp	7,610 00	95,023 28		
UNI-Charm Corp	1,360 00	26,111 00		
	0 00	0 00		
Verisk Analytics Inc	218 00	13,606 98	2,300	148,055 51
Verisk Analytics Inc	118 00	7,369 05		
Verisk Analytics Inc	29 00	1,817 43		
Verisk Analytics Inc	98 00	6,155 31		
Verisk Analytics Inc	165 00	10,408 57		
Verisk Analytics Inc	259 00	16,747 90		
Verisk Analytics Inc	1,413 00	91,950 27		
Verisk Analytics Inc	0 00	0 00		
	0 00	0 00		
Waters Corp	61 00	6,420 54	1,460	153,714 88
Waters Corp	146 00	15,401 60		
Waters Corp	115 00	12,103 23		
Waters Corp	163 00	17,115 34		
Waters Corp	154 00	16,090 66		
Waters Corp	114 00	11,965 40		
Waters Corp	227 00	23,835 25		
Waters Corp	82 00	8,625 41		
Waters Corp	63 00	6,708 46		
Waters Corp	137 00	14,485 31		
Waters Corp	70 00	7,415 64		
Waters Corp	62 00	6,562 80		

RANDOLPH FOUNDATION (New)
HARDING LOEVNER ACCOUNT
December 31, 2014

DESCRIPTION	ENDING		SHARES	COST
	SHARES	COST		
Waters Corp	66 00	6,985 24		
	0 00	0 00		
Wells Fargo & Co	(660 00)	(13,149.84)	5,500	147,684 88
Wells Fargo & Co	3,950 00	78,699 80		
Wells Fargo & Co	2,400 00	81,466 22		
Wells Fargo & Co	1,900 00	47,151 20		
Wells Fargo & Co	(490 00)	(436 26)		
	(1,500 00)	(43,168 35)		
	(100 00)	(2,877 89)		
	0 00	0 00		
	0 00	0 00		
	0 00	0 00		
WPP Group PLC	9,620 00	61,030 06	10,360	70,536 28
WPP Group PLC	740 00	9,506 22		
	0 00	0 00		
Yandex NV	382 00	11,508 32	4,700	139,436 28
Yandex NV	1,913 00	57,428 26		
Yandex NV	446 00	13,233 98		
Yandex NV	914 00	26,674 54		
Yandex NV	893 00	26,137 93		
Yandex NV	152 00	4,453 25		
	0 00	0 00		
	0 00	0 00		
Total Equities	558,229.00	10,398,920.51	558,229	10,398,920 51
Fixed Income				
Foreign Corporate Bonds:	0 00	0 00		
Rio Tinto 9%	410,000 00	417,687 50	410,000	417,687 50
	410,000.00	417,687.50		
US Governemt Obligations:	0 00	0 00		
US Treasury Bonds 3 625% 4/15/28	13,000 00	12,766 34	363,000	422,392 19
US Treasury Bonds 3 625% 4/15/28	75,000 00	75,235 21		
US Treasury Bonds 3 625%	125,000 00	120,700 51		
US Treasury Bonds 3 625%	150,000 00	213,690 13		
	0 00	0 00		
	0 00	0 00		
US Treasury Notes 4 25% 8/15/15	543,000 00	547,411 69	760,000	766,174 82
US Treasury Notes 4 25% 8/15/15	217,000 00	218,763 13		
	0 00	0 00		
US Treasury Notes 4 625 11/15/16	815,000 00	818,685 74	815,000	818,685 74
	0 00	0 00		
US Treasury Notes 3 5% 5/15/20	540,000 00	565,481 25	540,000	565,481 25
	2,478,000.00	2,572,734.00		
Foreign Government Obligations:				
Canadian Government 3 5% 6/1/20	560,000 00	548,786 26	560,000	548,786 26
	0 00	0 00		
	0 00	0 00		
Mex Bonos	77,000 00	633,635 27	77,000	633,635
	0 00	0 00		
	637,000.00	1,182,421.53		
Total Mutual Fund & Fixed Income	0	3,525,000 00	3,525,000	4,172,843 03
Total Portfolio	4,083,229 00	14,571,763 54	4,083,229 00	14,571,763 54

The Randolph Foundation

Grants Paid

2014

Account ID Grant Type	Date	Reference	Trans Description	Amount	Status Code
74500-00					
Grants Paid	1/10/14	5632	American Transparency	25,000.00	PC
	1/10/14	5633	The James Madison Institute	25,000.00	PC
	1/30/14	5653	Galen Institute, Inc.	20,000.00	PC
	1/30/14	5657	Dana-Farber Marathon Challenge	1,000.00	PC
	1/30/14	5658	Classroom, Inc	5,000.00	PC
	2/25/14	5694	Columbus Zoo & Aquarium	1,000.00	PC
	2/28/14	5700	Ethics and Public Policy Ctr	60,000.00	PC
	2/28/14	5701	National Legal and Policy Cent	50,000.00	PC
	2/28/14	5702	Harvard University	150,000.00	PC
	2/28/14	5703	National Right to Work Legal Defense	40,000.00	PC
	2/28/14	Donors Trust	Wire grant to Donors Trust	100,000.00	PC
	3/7/14	5714	Boy Scouts of America	5,000.00	PC
	4/1/14	5731	The Free Enterprises Foundation	20,000.00	PC
	4/4/14	5732	American Principles Project	10,000.00	PC
	4/4/14	5734	Success Academy Charter School	25,000.00	PC
	4/4/14	5735	NYC Police Foundation	10,000.00	PC
	4/4/14	5736	Property & Environment Research	25,000.00	PC
	4/25/14	5766	ArtsConnection	5,000.00	PC
	4/25/14	5767	Association of Community Employees	5,000.00	PC
	5/5/14	140505	Independent Women's Forum	150,000.00	PC
	5/6/14	5772	National Forest Foundation	5,000.00	PC
	5/9/14	5773	Essentials in Education	25,000.00	PC
	5/9/14	5774	National Christian Foundation	10,000.00	PC
	5/9/14	5775	Zarephath Health Center	10,000.00	PC
	5/9/14	5776	Gilder Lehrman Inst of Amer	15,000.00	PC
	5/9/14	5777	Georgetown Law	50,000.00	PC
	5/9/14	5778	Ethics and Public Policy Ctr	25,000.00	PC
	5/9/14	5779	Hoover Institute	25,000.00	PC
	5/9/14	5780	Hoover Institute	25,000.00	PC
	5/9/14	5781	Hoover Institute	25,000.00	PC
	5/9/14	5782	Donors Trust	25,000.00	PC
	5/9/14	5783	True the Vote	100,000.00	PC
	5/9/14	5784	Citizens Against Government Waste	20,000.00	PC
	5/12/14	5797	The Chapin School	1,600.00	PC
	5/12/14	5798	The Gilder Lehrman Inst of America	2,000.00	PC
	5/27/14	5800	Ladies of Liberty Alliance	10,000.00	PC
	5/27/14	5801	Leadership Institute	2,000.00	PC
	5/27/14	5802	The Center for Neighborhood Engagement	20,000.00	PC
	6/10/14	5825	Foundation for Gov Accountability	50,000.00	PC
	6/10/14	5826	Americans for Tax Reform Foundation	25,000.00	PC
	6/10/14	5827	American Transparency	10,000.00	PC
	6/10/14	5828	The Benjamin Rush Foundation	45,000.00	PC
	6/10/14	5829	Goldwater Institute	50,000.00	PC
	6/26/14	5854	Manhattan Institute for Policy	25,000.00	PC
	6/26/14	5855	Manhattan Institute for Policy	25,000.00	PC
	6/26/14	5856	Victory Programs	5,000.00	PC
	7/11/14	5870	Clarion Project	25,000.00	PC
	8/28/14	5924	The Chapin School	15,000.00	PC
	8/28/14	5926	Philanthropy Roundtable	25,000.00	PC
	9/3/14	5923	American Majority	20,000.00	PC
	9/12/14	5943	American Action Forum	75,000.00	PC
	9/12/14	5945	Just Facts	10,000.00	PC
	9/12/14	5946	The New York Jets Foundation	10,000.00	PC
	9/19/14	5966	National Review Inst	5,000.00	PC

STMT #17

The Randolph Foundation
Grants Paid
2014

Account ID Grant Type	Date	Reference	Trans Description	Amount	Status Code	Side
	9/24/14	140924	Crime Prevention Research Center	25,000.00	PC	
	10/10/14	5981	National Navy UDT Seal Museum	5,000 00	PC	
	10/10/14	5995	The Institute for Family Studies	20,000 00	PC	
	10/10/14	5997	Talent Market c/o Donors Trust	5,000 00	PC	
	10/21/14	6008	Harlem Educational Activities	10,000 00	PC	
	10/24/14	6014	Independent Women's Forum	10,000.00	PC	
	10/29/14	6032	American Spectator	25,000 00	PC	
	10/30/14	6033	Council for National Policy	5,000.00	PC	
	11/20/14	6046	Center for Competitive Politics	50,000.00	PC	
	11/20/14	6047	Common Good	15,000 00	PC	
	12/19/14	6119	Atlas Economic Research	2,300 00	PC	
	12/22/14	6135	Harvard University	150,000.00	PC	
	12/31/14	Wire	Institute for American Vaues	150,000 00	PC	
	12/22/14	141222	Crime Prevention Research Cent	20,000 00	PC	
				2,039,900.00		
74510-00						
Family Grants Paid	1/30/14	5656	Atlas Economic Research	6,900 00	PC	
	2/25/14	5696	Girls Education & Mentoring Services	3,000 00	PC	
	4/4/14	5733	Billings Clinic Foundation	25,000 00	PC	
	4/4/14	5738	Great Hearts Academies	6,900 00	PC	
	5/27/14	5803	Litchfield Little Britches	6,900.00	PC	
	5/27/14	5805	Brooklyn Waldorf School	6,900 00	PC	
	7/24/14	5883	8 Henderson Place Foundation	6,900.00	PC	
	7/24/14	5886	American Renewable Energy	6,900.00	PC	
	10/10/14	5983	Southern Enviromental Law Ctr	3,000.00	PC	
	10/10/14	5984	Audubon North Carolina	3,900 00	PC	
	10/10/14	5985	Foodbank of Santa Barbara	3,000 00	PC	
	10/10/14	5986	Women's Prison Association	3,900 00	PC	
	10/10/14	5987	Green America	6,900 00	PC	
	10/10/14	5988	Alpha-1 Foundation	1,900 00	PC	
	10/10/14	5989	Stuart Country Day School	5,000 00	PC	
	10/10/14	5990	Litchfield Little Britches	4,000 00	PC	
	10/10/14	5991	Bridgeport Parent Center	3,100 00	PC	
	10/10/14	5992	Cystic Fibrosis Foundation	6,900 00	PC	
	10/10/14	5992	Cystic Fibrosis Foundation	6,900 00	PC	
	10/10/14	5994	Mount Tabor Fund	6,900 00	PC	
	10/10/14	5994	Mount Tabor Fund	6,900 00	PC	
	10/10/14	5994	Mount Tabor Fund	6,900 00	PC	
	11/13/14	6038	Bridgeport Tabernacle	3,800.00	PC	
	12/4/14	6069	Doctors Without Borders	6,900 00	PC	
	12/4/14	6070	Carolina Ballet	1,500 00	PC	
	12/4/14	6071	Urban Ministries of Wake Count	1,500.00	PC	
	12/4/14	6072	Danbury Animal Welfare Society	1,900.00	PC	
	12/4/14	6074	Leadership Wilkes-Barre	5,000 00	PC	
	12/19/14	6120	The Wilson Center	2,300.00	PC	
	12/19/14	6121	Americans for Tax Reform Found	2,300.00	PC	
	12/19/14	6123	Arlington Community	6,900.00	PC	
	12/19/14	6124	Temple of Understanding	4,000.00	PC	
				174,700.00		
74520-00						
Director Allocation	1/30/14	5654	Children's Scholarship Fund	10,000.00	PC	
	1/30/14	5655	Association of Community Employees	1,000.00	PC	

The Randolph Foundation
Grants Paid
2014

Account ID Grant Type	Date	Reference	Trans Description	Amount	Status Code
	9/24/14	140924	Crime Prevention Research Center	25,000 00	PC
	10/10/14	5981	National Navy UDT Seal Museum	5,000.00	PC
	10/10/14	5995	The Institute for Family Studies	20,000 00	PC
	10/10/14	5997	Talent Market c/o Donors Trust	5,000.00	PC
	10/21/14	6008	Harlem Educational Activities	10,000.00	PC
	10/24/14	6014	Independent Women's Forum	10,000.00	PC
	10/29/14	6032	American Spectator	25,000.00	PC
	10/30/14	6033	Council for National Policy	5,000.00	PC
	11/20/14	6046	Center for Competitive Politics	50,000 00	PC
	11/20/14	6047	Common Good	15,000 00	PC
	12/19/14	6119	Atlas Economic Research	2,300.00	PC
	12/22/14	6135	Harvard University	150,000.00	PC
	12/31/14	Wire	Institute for American Vaues	150,000.00	PC
	12/22/14	141222	Crime Prevention Research Cent	20,000 00	PC
				2,039,900.00	
74510-00					
Family Grants Paid	1/30/14	5656	Atlas Economic Research	6,900.00	PC
	2/25/14	5696	Girls Education & Mentoring Services	3,000 00	PC
	4/4/14	5733	Billings Clinic Foundation	25,000 00	PC
	4/4/14	5738	Great Hearts Academies	6,900.00	PC
	5/27/14	5803	Litchfield Little Britches	6,900.00	PC
	5/27/14	5805	Brooklyn Waldorf School	6,900.00	PC
	7/24/14	5883	8 Henderson Place Foundation	6,900 00	PC
	7/24/14	5886	American Renewable Energy	6,900.00	PC
	10/10/14	5983	Southern Enviromental Law Ctr	3,000 00	PC
	10/10/14	5984	Audubon North Carolina	3,900 00	PC
	10/10/14	5985	Foodbank of Santa Barbara	3,000 00	PC
	10/10/14	5986	Women's Prison Association	3,900.00	PC
	10/10/14	5987	Green America	6,900 00	PC
	10/10/14	5988	Alpha-1 Foundation	1,900 00	PC
	10/10/14	5989	Stuart Country Day School	5,000.00	PC
	10/10/14	5990	Litchfield Little Britches	4,000 00	PC
	10/10/14	5991	Bridgeport Parent Center	3,100.00	PC
	10/10/14	5992	Cystic Fibrosis Foundation	6,900.00	PC
	10/10/14	5992	Cystic Fibrosis Foundation	6,900 00	PC
	10/10/14	5994	Mount Tabor Fund	6,900 00	PC
	10/10/14	5994	Mount Tabor Fund	6,900.00	PC
	10/10/14	5994	Mount Tabor Fund	6,900 00	PC
	11/13/14	6038	Bridgeport Tabernacle	3,800 00	PC
	12/4/14	6069	Doctors Without Borders	6,900 00	PC
	12/4/14	6070	Carolina Ballet	1,500.00	PC
	12/4/14	6071	Urban Ministries of Wake Count	1,500 00	PC
	12/4/14	6072	Danbury Animal Welfare Society	1,900 00	PC
	12/4/14	6074	Leadership Wilkes-Barre	5,000 00	PC
	12/19/14	6120	The Wilson Center	2,300 00	PC
	12/19/14	6121	Americans for Tax Reform Found	2,300.00	PC
	12/19/14	6123	Arlington Community	6,900 00	PC
	12/19/14	6124	Temple of Understanding	4,000 00	PC
				174,700.00	
74520-00					
Director Allocation	1/30/14	5654	Children's Scholarship Fund	10,000 00	PC
	1/30/14	5655	Association of Community Employees	1,000.00	PC

The Randolph Foundation

Grants Paid

2014

Account ID Grant Type	Date	Reference	Trans Description	Amount	Status Code
	2/4/14	5678	Garden of Dreams Foundation	2,000 00	PC
	2/14/14	5682	American Jewish World Services	10,000 00	PC
	4/4/14	5737	East End Classic Boat Society	12,000 00	PC
	4/4/14	5739	Families of Spinal Muscular Atrophy	500 00	PC
	4/4/14	5740	Girl Scouts of Greater New York	1,000 00	PC
	5/27/14	5804	American Reperatory Theater	1,600 00	PC
	6/10/14	5824	Jackson Hole Classical Academy	10,000.00	PC
	6/23/14	5850	American Reperatory Theater	3,000.00	PC
	6/26/14	5852	Manalpan Soccer	500.00	PC
	6/26/14	5853	Paddlers for Humanity	500 00	PC
	7/24/14	5884	Garden Academy	1,000.00	PC
	7/24/14	5885	American Theatre Wing	5,000 00	PC
	7/24/14	5887	Jewish Community Foundation	1,000.00	PC
	7/24/14	5888	Saint Vincent College	5,000.00	PC
	7/24/14	5889	ACTON INSTITUTE	5,000 00	PC
	8/1/14	5890	Yale University	10,000 00	PC
	8/1/14	5891	Yale University	10,000 00	PC
	8/28/14	5925	Children's Scholarship Fund	10,000.00	PC
	9/12/14	5944	American Jewish World Services	10,000.00	PC
	9/30/14	5980	Americans in Wartime Museum	2,500.00	PC
	10/10/14	5982	Center for the National Interest	5,000.00	PC
	10/10/14	5996	United States Holocaust Memorial	1,000.00	PC
	11/13/14	6034	Friends of Hudson River Park	1,000.00	PC
	11/13/14	6035	Goodspeed OPera House Foundation	1,000.00	PC
	11/13/14	6036	People for the American Way	1,000 00	PC
	11/13/14	6037	City Harvest, Inc	1,000.00	PC
	11/13/14	6039	Common Ground Committee LLC	1,000.00	PC
	12/12/14	6093	The Angloshpere Society	1,000 00	PC
				123,600.00	

TOTAL GRANTS PAID

2,338,200.00