EXTENDED TO AUGUST 17, 2015

Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

or Section 4947(a)(1) Trust Treated as Private Foundation

▶ Do not enter social security numbers on this form as it may be made public.

▶ Information about Form 990-PF and its separate instructions is at *www.irs.gov/form990pf.*

OMB No 1545-0052

2014

Open to Public Inspection

For calendar year 2014 or tax year beginning , **and ending**

Name of foundation: THE CALLER FAMILY CHARITABLE FOUNDATION

A Employer identification number: 31-1570007

Number and street (or P O box number if mail is not delivered to street address): 840 EAST HIGH STREET

Room/suite:

B Telephone number: (859)266-1414

City or town, state or province, country, and ZIP or foreign postal code: LEXINGTON, KY 40502-2107

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)* ▶$ 856,646.

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))	**(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	1,268.		N/A	
2	Check ▶☒ if the foundation is not required to attach Sch B				
3	Interest on savings and temporary cash investments				
4	Dividends and interest from securities	18,907.	18,907.		STATEMENT 1
5a	Gross rents				
b	Net rental income or (loss)				
6a	Net gain or (loss) from sale of assets not on line 10	23,466.			
b	Gross sales price for all assets on line 6a 148,012.				
7	Capital gain net income (from Part IV, line 2)		23,466.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	1,441.	1,441.		STATEMENT 2
12	**Total** Add lines 1 through 11	45,082.	43,814.		
Operating and Administrative Expenses 13	Compensation of officers, directors, trustees, etc	0.	0.		0.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees				
b	Accounting fees STMT 3	5,600.	2,800.		2,800.
c	Other professional fees STMT 4	6,578.	6,578.		0.
17	Interest				
18	Taxes STMT 5	90.	75.		15.
19	Depreciation and depletion				
20	Occupancy				
21	Travel, conferences, and meetings				
22	Printing and publications				
23	Other expenses STMT 6	1,253.	0.		0.
24	**Total operating and administrative expenses** Add lines 13 through 23	13,521.	9,453.		2,815.
25	Contributions, gifts, grants paid	47,950.			47,950.
26	**Total expenses and disbursements** Add lines 24 and 25	61,471.	9,453.		50,765.
27	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	<16,389.>			
b	**Net investment income** (if negative, enter -0-)		34,361.		
c	**Adjusted net income** (if negative enter -0-)			N/A	

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Form **990-PF** (2014)

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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	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing			
	2	Savings and temporary cash investments	81,805.	93,707.	93,707.
	3	Accounts receivable ▶			
		Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶			
		Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons			
	7	Other notes and loans receivable ▶			
		Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments - U.S. and state government obligations STMT 7	25,032.	25,067.	25,049.
	b	Investments - corporate stock STMT 8	192,745.	197,906.	315,459.
	c	Investments - corporate bonds STMT 9	40,475.	40,172.	40,266.
	11	Investments - land, buildings, and equipment basis ▶			
		Less accumulated depreciation ▶			
	12	Investments - mortgage loans			
	13	Investments - other			
	14	Land, buildings, and equipment: basis ▶			
		Less accumulated depreciation ▶			
	15	Other assets (describe ▶ STATEMENT 10)	384,239.	351,055.	382,165.
	16	**Total assets** (to be completed by all filers - see the instructions. Also, see page 1, item I)	724,296.	707,907.	856,646.
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)	0.	0.	
Net Assets or Fund Balances		**Foundations that follow SFAS 117, check here ▶ ☐ 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	0.	0.	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.	
	29	Retained earnings, accumulated income, endowment, or other funds	724,296.	707,907.	
	30	**Total net assets or fund balances**	724,296.	707,907.	
	31	**Total liabilities and net assets/fund balances**	724,296.	707,907.	

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	724,296.
2	Enter amount from Part I, line 27a	2	<16,389.>
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	707,907.
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	707,907.

Part IV Capital Gains and Losses for Tax on Investment Income

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

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a				
b				
c				
d				
e	148,012.		124,546.	23,466.

	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				
b				
c				
d				
e				23,466.

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	23,466.
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	42,075.	824,268.	.051045
2012	43,550.	790,747.	.055075
2011	51,023.	832,809.	.061266
2010	39,039.	559,442.	.069782
2009	33,000.	695,123.	.047474

2	**Total** of line 1, column (d)	2	.284642
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	.056928
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	840,821.
5	Multiply line 4 by line 3	5	47,866.
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	344.
7	Add lines 5 and 6	7	48,210.
8	Enter qualifying distributions from Part XII, line 4	8	50,765.

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

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

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1. Date of ruling or determination letter: ____ **(attach copy of letter if necessary-see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☒ and enter 1% of Part I, line 27b			1	344.
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	344.
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	344.
6	Credits/Payments:				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	346.		
b	Exempt foreign organizations - tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c	600.		
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments. Add lines 6a through 6d			7	946.
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	602.
11	Enter the amount of line 10 to be: **Credited to 2015 estimated tax** ▶ 602. **Refunded** ▶			11	0.

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		X
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)?	1b		X
	If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities			
c	Did the foundation file **Form 1120-POL** for this year?	1c		X
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. ▶ $ 0. (2) On foundation managers. ▶ $ 0.			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. ▶ $ 0.			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities*	2		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*	3		X
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		X
b	If "Yes," has it filed a tax return on **Form 990-T** for this year? N/A	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T*	5		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?	6	X	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col (c), and Part XV*	7	X	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ KY			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by *General Instruction G? If "No," attach explanation*	8b	X	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9		X
10	Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

Part VII-A Statements Regarding Activities *(continued)*

			Yes	No
11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	X	

Website address ▶ N/A

14 The books are in care of ▶ THE FOUNDATION Telephone no. ▶ (859)266-1414

Located at ▶ 840 EAST HIGH STREET, LEXINGTON, KY ZIP+4 ▶ 40502-2107

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

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

			Yes	No
16	At any time during calendar year 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		X

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 ▶

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?	☐ 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)?	N/A	1b		
	Organizations relying on a current notice regarding disaster assistance check here	▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 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?	☐ Yes ☒ No			
	If "Yes," list the years ▶ ________ , ________ , ________ , ________				
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement - see instructions.)	N/A	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here. ▶ ________ , ________ , ________ , ________				
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	☐ Yes ☒ No			
b	If "Yes," did it have excess business holdings in 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?		4a		X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?		4b		X

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

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

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

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

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

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

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

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

Organizations relying on a current notice regarding disaster assistance check here ▶ ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53 4945-5(d)

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

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? | 6b | | X

If "Yes" to 6b, file Form 8870

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? N/A | 7b | |

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

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

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
STEVEN H. CALLER 1805 LAKEHILL CIRCLE LEXINGTON, KY 40502	DIRECTOR 1.00	0.	0.	0.
SUSAN L. CALLER 1805 LAKEHILL CIRCLE LEXINGTON, KY 40502	DIRECTOR 0.00	0.	0.	0.
BRET A. CALLER 840 EAST HIGH STREET LEXINGTON, KY 40502	DIRECTOR 0.00	0.	0.	0.
JILL CALLER KAPENSTEIN 840 EAST HIGH STREET LEXINGTON, KY 40502	DIRECTOR 0.00	0.	0.	0.

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

(a) Name and address of each employee paid more than $50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over $50,000 ▶ 0

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

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

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

Total number of others receiving over $50,000 for professional services ▶ 0

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

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	
2	
3	
4	

Part IX-B **Summary of Program-Related Investments**

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.	Amount
1 N/A	
2	
All other program-related investments. See instructions. 3	
Total. Add lines 1 through 3 ▶	0.

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	795,428.
b	Average of monthly cash balances	1b	58,197.
c	Fair market value of all other assets	1c	
d	**Total** (add lines 1a, b, and c)	1d	853,625.
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	853,625.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	12,804.
5	**Net value of noncharitable-use assets** Subtract line 4 from line 3. Enter here and on Part V, line 4	5	840,821.
6	**Minimum investment return** Enter 5% of line 5	6	42,041.

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	42,041.
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a: 344.		
b	Income tax for 2014. (This does not include the tax from Part VI.) — 2b:		
c	Add lines 2a and 2b	2c	344.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	41,697.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	41,697.
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	41,697.

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	50,765.
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	50,765.
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	344.
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	50,421.

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					41,697.
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					
b From 2010	13,339.				
c From 2011	9,611.				
d From 2012	4,176.				
e From 2013	973.				
f **Total** of lines 3a through e		28,099.			
4 Qualifying distributions for 2014 from Part XII, line 4: ▶ $	50,765.				
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					41,697.
e Remaining amount distributed out of corpus		9,068.			
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:**					
a Corpus Add lines 3f, 4c, and 4e Subtract line 5		37,167.			
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		0.			
9 **Excess distributions carryover to 2015** Subtract lines 7 and 8 from line 6a		37,167.			
10 Analysis of line 9:					
a Excess from 2010	13,339.				
b Excess from 2011	9,611.				
c Excess from 2012	4,176.				
d Excess from 2013	973.				
e Excess from 2014	9,068.				

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(j)(3) or ☐ 4942(j)(5)

	Tax year	Prior 3 years			
	(a) 2014	(b) 2013	(c) 2012	(d) 2011	(e) Total
2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed					
b 85% of line 2a					
c Qualifying distributions from Part XII, line 4 for each year listed					
d Amounts included in line 2c not used directly for active conduct of exempt activities					
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c					
3 Complete 3a, b, or c for the alternative test relied upon: a "Assets" alternative test - enter: (1) Value of all assets					
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed					
c "Support" alternative test - enter: (1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					
(3) Largest amount of support from an exempt organization					
(4) Gross investment income					

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

1 **Information Regarding Foundation Managers:**

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

SEE STATEMENT 11

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:

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 ATTACHED STATEMENT-ALL CONTRIBUTIONS TO PUBLIC CHARITIES	NONE			47,950.
Total			▶ 3a	47,950.
b *Approved for future payment*				
NONE				
Total			▶ 3b	0.

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
	(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1 Program service revenue:					
a					
b					
c					
d					
e					
f					
g Fees and contracts from government agencies					
2 Membership dues and assessments					
3 Interest on savings and temporary cash investments					
4 Dividends and interest from securities			14	18,907.	
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			14	1,441.	
8 Gain or (loss) from sales of assets other than inventory			18	23,466.	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue:					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0.		43,814.	0.

13 Total. Add line 12, columns (b), (d), and (e) 13 43,814.

(See worksheet in line 13 instructions to verify calculations.)

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

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

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

			Yes	No
1	Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?			
a	Transfers from the reporting foundation to a noncharitable exempt organization of:			
	(1) Cash	1a(1)		X
	(2) Other assets	1a(2)		X
b	Other transactions.			
	(1) Sales of assets to a noncharitable exempt organization	1b(1)		X
	(2) Purchases of assets from a noncharitable exempt organization	1b(2)		X
	(3) Rental of facilities, equipment, or other assets	1b(3)		X
	(4) Reimbursement arrangements	1b(4)		X
	(5) Loans or loan guarantees	1b(5)		X
	(6) Performance of services or membership or fundraising solicitations	1b(6)		X
c	Sharing of facilities, equipment, mailing lists, other assets, or paid employees	1c		X

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
		N/A	

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

b If "Yes," complete the following schedule.

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

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge

▶ Steven H Caller | 7/16/15 ▶ DIRECTOR

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
MICHAEL T. SHEPHERD		7/14/15		P00162489
Firm's name ▶ DEAN DORTON ALLEN FORD, PLLC			Firm's EIN ▶ 27-3858252	
Firm's address ▶ 106 W. VINE STREET, SUITE 600 LEXINGTON, KY 40507			Phone no (859)255-2341	

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 1

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
DIVIDENDS & INTEREST	18,907.	0.	18,907.	18,907.	
TO PART I, LINE 4	18,907.	0.	18,907.	18,907.	

FORM 990-PF OTHER INCOME STATEMENT 2

DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME
OTHER PORTFOLIO INCOME	1,441.	1,441.	
TOTAL TO FORM 990-PF, PART I, LINE 11	1,441.	1,441.	

FORM 990-PF ACCOUNTING FEES STATEMENT 3

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING FEES	5,600.	2,800.		2,800.
TO FORM 990-PF, PG 1, LN 16B	5,600.	2,800.		2,800.

FORM 990-PF OTHER PROFESSIONAL FEES STATEMENT 4

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INVESTMENT FEES	6,578.	6,578.		0.
TO FORM 990-PF, PG 1, LN 16C	6,578.	6,578.		0.

FORM 990-PF TAXES STATEMENT 5

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
FOREIGN TAXES PAID	75.	75.		0.
KY FILING FEE	15.	0.		15.
TO FORM 990-PF, PG 1, LN 18	90.	75.		15.

FORM 990-PF OTHER EXPENSES STATEMENT 6

DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST-MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
INSURANCE	1,253.	0.		0.
TO FORM 990-PF, PG 1, LN 23	1,253.	0.		0.

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 7

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
UST BONDS - DEUTSCHE BANK	X		25,067.	25,049.
TOTAL U.S. GOVERNMENT OBLIGATIONS			25,067.	25,049.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			25,067.	25,049.

FORM 990-PF CORPORATE STOCK STATEMENT 8

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
VARIOUS STOCKS - DEUTSCHE BANK ACCOUNT	197,906.	315,459.
TOTAL TO FORM 990-PF, PART II, LINE 10B	197,906.	315,459.

FORM 990-PF CORPORATE BONDS STATEMENT 9

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
CORPORATE BONDS - DEUTSCHE BANK	40,172.	40,266.
TOTAL TO FORM 990-PF, PART II, LINE 10C	40,172.	40,266.

FORM 990-PF OTHER ASSETS STATEMENT 10

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
MUTUAL FUNDS - ZOLONDEK ACCOUNT	126,801.	129,845.	135,914.
MUTUAL FUNDS - MAIN ACCOUNT	186,200.	149,380.	171,960.
MUTUAL FUNDS - PESKOFF ACCOUNT	24,719.	25,311.	28,404.
MUTUAL FUNDS - DEUTSCHE ACCOUNT	46,519.	46,519.	45,887.
TO FORM 990-PF, PART II, LINE 15	384,239.	351,055.	382,165.

FORM 990-PF PART XV - LINE 1A LIST OF FOUNDATION MANAGERS STATEMENT 11

NAME OF MANAGER

STEVEN H. CALLER
SUSAN L. CALLER

THE CALLER FAMILY CHARITABLE FOUNDATION

CONTINUATION FOR 990-PF, PART IV
31-1570007 PAGE 1 OF 1

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	TD AMERITRADE-MAIN ACCOUNT SHORT TERM	P	VARIOUS	12/31/14
b	TD AMERITRADE-MAIN ACCOUNT LONG TERM	P	VARIOUS	12/31/14
c	TD AMERITRADE-PESKOFF ACCOUNT SHORT TERM	P	VARIOUS	12/31/14
d	TD AMERITRADE-ZOLONDEK ACCOUNT SHORT TERM	P	VARIOUS	12/31/14
e	TD AMERITRADE-ZOLONDEK ACCOUNT LONG TERM	P	VARIOUS	12/31/14
f	DEUTSCHE BANK SHORT TERM	P	VARIOUS	12/31/14
g	DEUTSCHE BANK LONG TERM	P	VARIOUS	12/31/14
h	TD AMERITRADE-MAIN ACCOUNT CAPITAL GAIN DISTRIBUT	P	VARIOUS	12/31/14
i	TD AMERITRADE-PESKOFF ACCOUNT CAPITAL GAIN DISTRI	P	VARIOUS	12/31/14
j	TD AMERITRADE-ZOLONDEK ACCOUNT CAPITAL GAIN DISTR	P	VARIOUS	12/31/14
k	DEUTSCHE BANK CAPITAL GAIN DISTRIBUTIONS	P	VARIOUS	12/31/14
l				
m				
n				
o				

	(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a	13,489.		12,546.	943.
b	41,000.		36,274.	4,726.
c	3,270.		3,000.	270.
d	6,049.		5,618.	431.
e	7,800.		7,057.	743.
f	7,187.		7,921.	<734.>
g	59,722.		52,130.	7,592.
h	4,948.			4,948.
i	477.			477.
j	3,951.			3,951.
k	119.			119.
l				
m				
n				
o				

	Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
	(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				943.
b				4,726.
c				270.
d				431.
e				743.
f				<734.>
g				7,592.
h				4,948.
i				477.
j				3,951.
k				119.
l				
m				
n				
o				

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 / If (loss), enter "-0-" in Part I, line 7 }	2	23,466.
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

Caller Family Charitable Foundation, Inc.
2014 Summary of Donations

Check Number	Check Date	Payee	Amount
11261	9/24/2014	CHABAD OF KENTUCKY	$ 5,000 00
11262	9/25/2014	ETTA ISRAEL CENTER	$ 1,000 00
11263	9/25/2014	ORT AMERICA	$ 1,000.00
11283	4/9/2014	BAIS YAAKOV SCHOOL FOR GIRLS	$ 1,800.00
11284	4/9/2014	KOSHER INFORMATION BUREAU	$ 5,000.00
11285	4/9/2014	MESIVTA BIRKAS YITZCHOK	$ 1,800.00
11286	4/9/2014	OHR ELIYAHU ACADEMY	$ 10,000.00
11287	4/29/2014	UK COLLEGE OF ARTS & SCIENCES	$ 1,250.00
11289	8/8/2014	BOY SCOUTS OF AMERICA	$ 250 00
11290	8/8/2014	CHILD DEVELOPMENT CENTERS	$ 100.00
11292	8/8/2014	HILLEL AT THE UNIVERSITY OF FLORIDA	$ 1,800.00
11293	8/8/2014	JUNIOR ACHIEVEMENT	$ 1,000 00
11294	9/24/2014	ANTI-DEFAMATION LEAGUE	$ 250.00
11295	9/24/2014	AMERICAN JEWISH COUNCIL	$ 250.00
11296	9/24/2014	AMERICAN FRIENDS OF MAGEN DAVID ADOM	$ 250 00
11297	9/24/2014	BABY HEALTH SERVICE, INC.	$ 100.00
11298	9/24/2014	HADASSAH - LEXINGTON CHAPTER	$ 3,600.00
11299	9/24/2014	THE HEBREW IMMIGRANT AID SOCIETY	$ 250.00
11300	9/24/2014	HOPE CENTER	$ 2,500.00
11301	9/24/2014	JAFCO CHILDREN'S VILLAGE MEMBERSHIP	$ 100.00
11302	9/24/2014	KENTUCKY HISTORICAL SOCIETY FDTN.	$ 100 00
11303	9/24/2014	LEXINGTON HEARING AND SPEECH CENTER	$ 100 00
11304	9/24/2014	NATIONAL JEWISH OUTREACH PROGRAM	$ 1,000.00
11305	9/24/2014	AMERICAN RED CROSS	$ 250.00
11306	9/24/2014	THE SEVEN HILLS SCHOOL	$ 250 00
11308	9/24/2014	UNITED WAY OF THE BLUEGRASS	$ 8,700.00
11309	9/24/2014	UNIVERSITY OF KENTUCKY	$ 250.00
			$ 47,950.00

Recipient's Name and Address:

THE CALLER FAMILY CHARITABLE
FOUNDATION INC

Account Number: 5XF-067378

Recipient's Identification
Number: **-***0007

2014 TAX and YEAR-END STATEMENT
As of 02/27/2015

2014 Form 1 Proceeds From Broker and Barter Exchange Transactions OMB No.
(For individuals, report details on Form 8949)

This section is being provided for informational purposes only. The information in this section will not be furnished to the Internal Revenue Service.
Note for Exempt S Corporations Only: *1099-B records for covered transactions are reported to the IRS.*

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D=Market Discount O=Option Premium W=Wash Sale Loss	Realized Gain or (Loss)
Short-Term Transactions for Which Basis Is Reported to the IRS - Report on Form 8949, Part I, with Box A checked.								
Covered (Box 3)								
Description (Box 1a): GAMING & LEISURE PPT YS INC COM					CUSIP: 36467J108			
SELL	VERSUS PURCHASE	200	10/02/2014	12/16/2014	5,620.23	6,190.41		(570 18)
Description (Box 1a): STARWOOD WAYPOINT RE SIDENTIAL TR COM SHS					CUSIP: 85571W109			
SELL	HIGH COST LONG TERM	60	02/06/2014	05/08/2014	1,567.02	1,730.40		(163 38)
Short-Term Covered Total					7,187.25	7,920.81		(733.56)
Long-Term Transactions for Which Basis Is Reported to the IRS - Report on Form 8949, Part II, with Box D checked.								
Covered (Box 3)								
Description (Box 1a): ANNALY CAP MGMT INC COM					CUSIP: 035710409			
SELL	VERSUS PURCHASE	300	01/14/2013	12/16/2014	3,333.37	4,389.50		(1,056.13)
Long-Term Covered Total					3,333.37	4,389.50		(1,056.13)
Covered Total					10,520.62	12,310.31		(1,789 69)
Long-Term Transactions for Which Basis Is Not Reported to the IRS - Report on Form 8949, Part II, with Box E checked.								
Noncovered (Box 5)								
Description (Box 1a): ANNALY CAP MGMT INC COM					CUSIP: 035710409			
SELL	VERSUS PURCHASE	300	11/01/2010	12/16/2014	3,333 38	5,260.52		(1,927.14)

Recipient's Name and Address:

THE CALLER FAMILY CHARITABLE
FOUNDATION INC

Account Number: 5XF-067378

Recipient's Identification
Number: **-***0007

2014 TAX and
YEAR-END STATEMENT
As of 02/27/2015

2014 Form 1 Proceeds From Broker and Barter Exchange Transactions OMB No. 1 *(Continued)*

(For individuals, report details on Form 8949)

Disposition Transaction	Disposition Method	Quantity (Box 1a)	Date Acquired (Box 1b)	Date Sold or Disposed (Box 1c)	Proceeds (Box 1d)	Cost or Other Basis (Box 1e)	Adjustments D=Market Discount O=Option Premium W=Wash Sale Loss	Realized Gain or (Loss)
Long-Term Transactions for Which Basis Is Not Reported to the IRS - Report on Form 8949, Part II, with Box E checked.								
Noncovered (Box 5) *(Continued)*								
Description (Box 1a): ANNALY CAP MGMT INC COM					CUSIP: 035710409 *(Continued)*			
SALE DATE TOTAL		300	VARIOUS	12/16/2014	3,333.38	5,260.52		(1,927.14)
Description (Box 1a): CITY NATL CORP					CUSIP: 178566105			
SELL	HIGH COST LONG TERM	75	03/16/2011	01/10/2014	5,857.64	4,208.87		1,648.77
Description (Box 1a): JP MORGAN CHASE & CO COM ISIN#US46625H10 05					CUSIP: 46625H100			
SELL	HIGH COST LONG TERM	150	11/01/2010	01/10/2014	8,725.74	5,609.72		3,116 02
Description (Box 1a): SCHWAB CHARLES CORP NEW COM					CUSIP: 808513105			
SELL	HIGH COST LONG TERM	200	08/19/2011	01/10/2014	5,107.11	2,341.30		2,765 81
Description (Box 1a): UNITED STATES TREAS NTS 0.375% 11/15/14 B/E DTD 11/15/11					CUSIP: 912828RQ5			
REDEMPTION	HIGH COST LONG TERM	25,000	01/10/2013	11/17/2014	25,000 00	25,000.00		0 00
	Original Cost Basis: 25,066.95							
Description (Box 1a): WAL MART STORES INC COM					CUSIP: 931142103			
SELL	HIGH COST LONG TERM	50	02/24/2011	12/16/2014	4,182.58	2,641 07		1,541.51
SELL	HIGH COST LONG TERM	50	07/15/2011	12/16/2014	4,182.59	2,679.46		1,503.13
SALE DATE TOTAL		100	VARIOUS	12/16/2014	8,365.17	5,320.53		3,044 64
Long-Term Noncovered Total					56,389.04	47,740 94		8,648.10
Noncovered Total					56,389.04	47,740.94		8,648.10

2014 Form 1 Proceeds From Broker and Barter Exchange Transactions OMB No. 1 *(Continued)*

(For individuals, report details on Form 8949)

Total	66,909 66	60,051.25	6,858.41

IRS Form 1099-B - Proceeds from Broker and Barter Exchange Transactions:

The amounts in this section of your Tax Information Statement reflect proceeds from securities transactions such as sales, redemptions, tender offers, return of principal distributions, covered options, the option premium portion of reverse convertibles and bond maturities Short term and long term transactions are segregated in your 1099-B form in a format comparable to IRS Form 8949, for dispositions of covered and noncovered securities. Since your financial organization subscribes to our premium Tax and Year-End Statement, the date of acquisition, cost or other basis, type of gain or loss (short term or long term), whether any loss is disallowed due to a wash sale and market discount for both covered and noncovered securities transactions will be displayed when available Please note that such detail for noncovered transactions is not reported to the IRS

Type of Gain or Loss (Box 2). The section headings within the 1099-B indicate the type of gain or loss for the transactions, short-term or long-term.

Covered (Box 3) or Noncovered (Box 5) Security. The section headings within the 1099-B indicate whether your security transaction is or is not a covered security under the IRS cost basis reporting program.

Description and Quantity (Box1a). Shows a brief description of the item or service for which the proceeds are being reported, as well as the number of shares included in the sale or exchange for the lot reported. If fractional shares are part of the disposition, those shares will be displayed to three decimal places.

CUSIP. Broker transactions may show the Committee on Uniform Security Identification Procedures (CUSIP) number of the item reported

Disposition Transaction. This column will denote the type of transaction, for example, SELL

Disposition Method. The method used to select which lot will be disposed, for example, first-in first-out (FIFO). Please refer to the Client Service Information Section in your brokerage account statement for your account's existing tax-lot disposition method.

Date Acquired (Box 1b). This box represents the date you acquired the security or, for short sales, the date you opened the short sale. You may see the word "VARIOUS" displayed in this column if the disposition transaction includes multiple lots with various acquisition dates.

Date Sold or Disposed (Box 1c). Shows the trade date of the sale or exchange For short sales, the date shown is the date you closed the short sale.

Proceeds (Box 1d). Gross proceeds from transactions involving stocks, bonds and other debt obligations are reported in Box 1d. These amounts do not reflect net profits and are net of transaction costs (for instance, commissions and option premiums) Report the gross proceeds from each transaction separately on IRS Form 8949 (Sales and Other Dispositions of Capital Assets) and IRS Form 1040, Schedule D (Capital Gains and Losses). See the Instructions for Form 8949 for exceptions to reporting each transaction on a separate row This box does not include proceeds from regulated futures or foreign currency forward contracts

Cost or Other Basis (Box 1e). This box shows the original cost, or adjusted cost basis, due to a corporate action, gifted or inherited cost basis. The IRS provides a detailed description of cost or other basis reporting in the 2014 Instructions for Form 1099-B, available at irs gov For additional information about cost basis and its use during your tax preparation, please refer to the following IRS publications: IRS instructions for Schedule D and Form 8949, IRS Publication 550 (Investment Income and Expenses [Including Capital Gains and Losses]) and IRS Publication 551 (Basis of Assets) Average cost is segregated among covered, noncovered and gifted (see the Tax Guide at mytaxhandbook.com for more specific details).

Adjustments - Code (Box 1f). The adjustment column may display one or more codes D, O, or W:

D = Market Discount. An adjustment code (D) will be displayed in Box 1f next to an amount for market discount. A market discount condition exists when the purchase cost of a bond is below the adjusted issue price of an original issue discount bond (OID bond) or below the redemption value of a non-OID bond Investors may elect to recognize market discount as income throughout the time held. If no election has been made, Pershing is required to defer this recognition of income until the time of sale or maturity The market discount displayed within Box 1g represents ordinary interest income up to the instrument's accrued market discount

O = Option Premium (Not Reportable to the IRS). An adjustment code (O) will be displayed next to the amount for an option premium within the Adjustment column. When stock is sold based upon the assignment of either a put or a call option, the proceeds of that sale are adjusted by the price of the option or the option premium The proceeds amount is increased by the option premium received or decreased by the option premium paid See the Tax Guide or IRS Publication 550 for more information.

W = Wash Sale Loss Disallowed. An adjustment code (W) will be displayed in Box 1f next to an amount for a disallowed wash sale loss within the adjustments column. This loss is being reported as disallowed because the sale of the covered security has been adjusted under the broker wash sale rule. This occurs when you re purchase the identical security, as determined by CUSIP number, in the same brokerage account within the 30-day period preceding or following the date of the original loss. The wash sale loss is displayed within Box 1g as a positive amount as required by the IRS For additional information about wash sales, please refer to the following 2014 Instructions for Schedule D and Form 8949, and IRS Publication 550 (Investment Income and Expenses [Including Capital Gains and Losses]).

Adjustment Amount (Box 1g). Provides the amount of nondeductible loss in a wash sale transaction and/or the amount of accrued market discount. For details on wash sales and market discount, see Schedule D (Form 1040) instructions and IRS Publication 550

Realized Gain or (Loss). The realized gain or loss for the transaction may be displayed; it is not reported to the IRS.

Sale Date Totals. If you have multiple lots with the same date sold or disposed of, you may see a line item with SALE DATE TOTAL noted in the Disposition Transaction column. The totals provided in this line item are an aggregate of the lots listed above the total line when the security and sale or disposed dates are the same. For these totals the word VARIOUS will be displayed in the Date of Acquisition column, since the total includes multiple lots with different acquisition dates. These total amounts are included to assist you with the completion of IRS Form(s) 8349

Covered Options. Realized options opened in 2014 and closed in 2014 are reported to the IRS on the 1099 B Realized options opened in 2013 and closed in 2014 are not reported to the IRS on the 1099-B and will be displayed in the Nonreportable Proceeds and Cost Basis Information section

Transactions for Which Basis Is Not Reported to the IRS. This section of the Tax and Year End Statement reports proceeds information for noncovered transactions for which there is no holding period determination (short-term or long term). You will see the following information reported or displayed in this section. noncovered indication, security description, disposition transaction type, date of sale or exchange, gross proceeds and any option premium adjustments. Since this section displays and reports only proceeds-related information, you will not see the following information for transactions in this section. type of gain or loss (short term or long term), disposition method, date of acquisition, cost or other basis, market discount, wash sale loss disallowed amounts and realized gains and losses

REALIZED GAINS/LOSSES

Main Account

CALLER CHARITABLE FAMILY (908638550)

FROM DECEMBER 31, 2013 TO DECEMBER 31, 2014

OPEN DATE	CLOSE DATE	DESCRIPTION	SYMBOL	QUANTITY	COST BASIS	NET PROCEEDS	SHORT TERM GAIN/LOSS	LONG TERM GAIN/LOSS	TOTAL GAIN/LOSS
REALIZED GAINS/LOSSES									
9/20/2010	9/23/2014	HIGHLAND LONG/SHORT EQUITY A	HEOAX	125	$1,345	$1,500		$155	$155
9/20/2010	9/23/2014	COLUMBIA FUND GLOBAL EQUITY A	IGLGX	153	$1,080	$1,500		$420	$420
6/17/2013	9/23/2014	LORD ABBETT SHORT DURATION INC	LALDX	332	$1,530	$1,500		-$30	-$30
9/20/2010	9/23/2014	LEGG MASON PERMAL TACTICAL ALLOCATION	LPTAX	102	$1,439	$1,500		$61	$61
9/20/2010	9/23/2014	PUTNAM ABSOLUTE RETURN 700	PDMAX	118	$1,342	$1,500		$158	$158
9/20/2010	9/23/2014	FRANKLIN STRATEGIC INCOME	FKSAX	142	$1,478	$1,500		$22	$22
9/20/2010	9/23/2014	WASATCH LONG/SHORT	FMLSX	92	$1,071	$1,500		$429	$429
9/20/2010	9/23/2014	FPA CRESCENT	FPACX	44	$1,120	$1,500		$380	$380
9/20/2010	9/23/2014	ABERDEEN FUNDS EQ LONG-SHORT	MLSAX	123	$1,382	$1,500		$118	$118
7/30/2013	9/23/2014	OAKMARK INTL	OAKIX	59	$1,452	$1,500		$48	$48
7/30/2013	9/23/2014	PARNASSUS FD EQUITY INCOME FD	PRBLX	38	$1,323	$1,500		$177	$177
1/7/2014	9/23/2014	MANAGERS AMG SKYLINE SPECIAL E QUITIES FUND	SKSEX	39	$1,546	$1,500	-$46		-$46
6/17/2013	9/23/2014	TEMPLETON INCOME TR GLOBAL BD FD CL A	TPINX	113	$1,473	$1,500		$27	$27
7/30/2013	9/23/2014	YACKTMAN FD INC FOCUSED FD	YAFFX	57	$1,397	$1,500		$103	$103
7/30/2013	9/23/2014	PROFESSIONALLY MGD PTFL AKRE F OCUS RETAIL CL	AKREX	69	$1,300	$1,500		$200	$200
9/20/2010	8/19/2014	HIGHLAND LONG/SHORT EQUITY A	HEOAX	83	$894	$1,000		$106	$106
9/20/2010	8/19/2014	WASATCH LONG/SHORT	FMLSX	60	$696	$1,000		$304	$304
9/20/2010	8/19/2014	ABERDEEN FUNDS EQ LONG-SHORT	MLSAX	82	$924	$1,000		$76	$76
9/20/2010	8/19/2014	LEGG MASON PERMAL TACTICAL ALLOCATION	LPTAX	68	$960	$1,000		$40	$40
9/20/2010	4/8/2014	ABERDEEN FUNDS EQ LONG-SHORT	MLSAX	338	$3,804	$4,000		$196	$196
9/20/2010	4/8/2014	WASATCH LONG/SHORT	FMLSX	246	$2,865	$4,000		$1,135	$1,135
9/20/2010	4/8/2014	HIGHLAND LONG/SHORT EQUITY A	HEOAX	340	$3,657	$4,000		$343	$343

REALIZED GAINS/LOSSES

CALLER CHARITABLE FAMILY (908638550)

FROM DECEMBER 31, 2013 TO DECEMBER 31, 2014

OPEN DATE	CLOSE DATE	DESCRIPTION	SYMBOL	QUANTITY	COST BASIS	NET PROCEEDS	SHORT TERM GAIN/LOSS	LONG TERM GAIN/LOSS	TOTAL GAIN/LOSS
REALIZED GAINS/LOSSES									
9/20/2010	4/8/2014	LEGG MASON PERMAL TACTICAL ALLOCATION	LPTAX	266	$3,742	$4,000		$258	$258
7/30/2013	1/7/2014	JAMES ADVANTAGE FDS SMALL CAP FD CL A	JASCX	364	$11,000	$11,989	$989		$989
		TOTAL REALIZED GAIN/LOSS			**$48,820**	**$54,489**	**$943**	**$4,726**	**$5,669**

RUSSELL CAPITAL
MANAGEMENT

REALIZED GAINS/LOSSES

CALLER CHARITABLE FAMILY (908638550)

FROM DECEMBER 31, 2013 TO DECEMBER 31, 2014

Main Account

PAY DATE	TICKER	DESCRIPTION	SHORT TERM GAIN	LONG TERM GAIN	TOTAL GAIN
CAPITAL GAIN DISTRIBUTIONS					
12/31/2014	FKSAX	FRANKLIN STRATEGIC INCOME	$9	$99	$107
12/29/2014	SKSEX	MANAGERS AMG SKYLINE SPECIAL E QUITIES FUND	$195	$197	$392
12/29/2014	FMLSX	WASATCH LONG/SHORT		$463	$463
12/29/2014	YAFFX	YACKTMAN FD INC FOCUSED FD	$64	$639	$703
12/23/2014	FPACX	FPA CRESCENT		$414	$414
12/23/2014	PDMAX	PUTNAM ABSOLUTE RETURN 700		$582	$582
12/22/2014	MLSAX	ABERDEEN FUNDS EQ LONG-SHORT		$1,365	$1,365
12/19/2014	OAKIX	OAKMARK INTL	$58	$357	$415
12/16/2014	TPINX	TEMPLETON INCOME TR GLOBAL BD FD CL A	$29		$29
12/12/2014	AKREX	PROFESSIONALLY MGD PTFL AKRE F OCUS RETAIL CL		$241	$241
12/10/2014	LPTAX	LEGG MASON PERMAL TACTICAL ALLOCATION	$13	$98	$111
12/2/2014	HEOAX	HIGHLAND LONG/SHORT EQUITY A	$293	$18	$310
11/25/2014	PRBLX	PARNASSUS FD EQUITY INCOME FD		$188	$188
7/2/2014	FPACX	FPA CRESCENT		$41	$41
6/18/2014	LPTAX	LEGG MASON PERMAL TACTICAL ALLOCATION	$151	$248	$399
		TOTAL CAPITAL GAIN DISTRIBUTIONS	**$812**	**$4,948**	**$5,760**
		TOTAL GAIN/LOSS	**$1,754**	**$9,674**	**$11,429**

RUSSELL CAPITAL
MANAGEMENT

Realized Gains/Losses

Zolondek

Caller Charitable Family (908638560, Zolondek)

From December 31, 2013 to December 31, 2014

Open Date	Close Date	Description	Symbol	Quantity	Cost Basis	Net Proceeds	Short Term Gain/Loss	Long Term Gain/Loss	Total Gain/Loss
REALIZED GAINS/LOSSES									
9/21/2010	9/23/2014	HIGHLAND LONG/SHORT EQUITY A	HEOAX	50	$538	$600		$62	$62
6/17/2013	9/23/2014	LORD ABBETT SHORT DURATION INC	LALDX	133	$612	$600		-$12	-$12
9/21/2010	9/23/2014	LEGG MASON PERMAL TACTICAL ALLOCATION	LPTAX	41	$575	$600		$25	$25
9/21/2010	9/23/2014	PUTNAM ABSOLUTE RETURN 700	PDMAX	47	$536	$600		$64	$64
9/21/2010	9/23/2014	FRANKLIN STRATEGIC INCOME	FKSAX	57	$594	$600		$6	$6
9/21/2010	9/23/2014	WASATCH LONG/SHORT	FMLSX	37	$427	$600		$173	$173
9/21/2010	9/23/2014	FPA CRESCENT	FPACX	18	$449	$600		$151	$151
9/21/2010	9/23/2014	ABERDEEN FUNDS EQ LONG-SHORT	MLSAX	49	$551	$600		$49	$49
7/30/2013	9/23/2014	OAKMARK INTL	OAKIX	24	$581	$600		$19	$19
7/30/2013	9/23/2014	PARNASSUS FD EQUITY INCOME FD	PRBLX	15	$529	$600		$71	$71
1/7/2014	9/23/2014	MANAGERS AMG SKYLINE SPECIAL E QUITIES FUND	SKSEX	16	$618	$600	-$18		-$18
4/19/2012	9/23/2014	TEMPLETON INCOME TR GLOBAL BD FD CL A	TPINX	45	$586	$600		$14	$14
7/30/2013	9/23/2014	YACKTMAN FD INC FOCUSED FD	YAFFX	23	$559	$600		$41	$41
7/30/2013	9/23/2014	PROFESSIONALLY MGD PTFL AKRE F OCUS RETAIL CL	AKREX	28	$520	$600		$80	$80
7/30/2013	1/7/2014	JAMES ADVANTAGE FDS SMALL CAP FD CL A	JASCX	165	$5,000	$5,449	$449		$449
		Total Realized Gain/Loss			**$12,675**	**$13,849**	**$431**	**$743**	**$1,174**

RUSSELL CAPITAL MANAGEMENT

REALIZED GAINS/LOSSES

CALLER CHARITABLE FAMILY (908638560, ZOLONDEK)

FROM DECEMBER 31, 2013 TO DECEMBER 31, 2014

PAY DATE	TICKER	DESCRIPTION	SHORT TERM GAIN	LONG TERM GAIN	TOTAL GAIN
CAPITAL GAIN DISTRIBUTIONS					
12/31/2014	FKSAX	FRANKLIN STRATEGIC INCOME	$6	$64	$70
12/29/2014	SKSEX	MANAGERS AMG SKYLINE SPECIAL E QUITIES FUND	$91	$92	$183
12/29/2014	FMLSX	WASATCH LONG/SHORT		$437	$437
12/29/2014	YAFFX	YACKTMAN FD INC FOCUSED FD	$30	$295	$325
12/23/2014	FPACX	FPA CRESCENT		$811	$811
12/23/2014	PDMAX	PUTNAM ABSOLUTE RETURN 700		$330	$330
12/22/2014	MLSAX	ABERDEEN FUNDS EQ LONG-SHORT		$1,158	$1,158
12/19/2014	OAKIX	OAKMARK INTL	$27	$165	$192
12/16/2014	TPINX	TEMPLETON INCOME TR GLOBAL BD FD CL A	$42		$42
12/12/2014	AKREX	PROFESSIONALLY MGD PTFL AKRE F OCUS RETAIL CL		$111	$111
12/10/2014	LPTAX	LEGG MASON PERMAL TACTICAL ALLOCATION	$14	$106	$120
12/2/2014	HEOAX	HIGHLAND LONG/SHORT EQUITY A	$292	$18	$310
11/25/2014	PRBLX	PARNASSUS FD EQUITY INCOME FD		$87	$87
7/2/2014	FPACX	FPA CRESCENT		$73	$73
6/18/2014	LPTAX	LEGG MASON PERMAL TACTICAL ALLOCATION	$125	$204	$329
		TOTAL CAPITAL GAIN DISTRIBUTIONS	**$626**	**$3,951**	**$4,577**
		TOTAL GAIN/LOSS	**$1,057**	**$4,695**	**$5,752**

AS OF DECEMBER 31, 2014

RUSSELL CAPITAL
MANAGEMENT

REALIZED GAINS/LOSSES

CALLER CHARITABLE FAMILY (908638540, PESKOFF)

FROM DECEMBER 31, 2013 TO DECEMBER 31, 2014

Peskoff

OPEN DATE	CLOSE DATE	DESCRIPTION	SYMBOL	QUANTITY	COST BASIS	NET PROCEEDS	SHORT TERM GAIN/LOSS	LONG TERM GAIN/LOSS	TOTAL GAIN/LOSS
REALIZED GAINS/LOSSES									
7/30/2013	1/7/2014	JAMES ADVANTAGE FDS SMALL CAP FD CL A	JASCX	99	$3,000	$3,270	$270		$270
		TOTAL REALIZED GAIN/LOSS			**$3,000**	**$3,270**	**$270**		**$270**

RCM RECOMMENDS COMPARING THIS
WITH YOUR CUSTODIAN STATEMENT

RUSSELL CAPITAL
MANAGEMENT

REALIZED GAINS/LOSSES

CALLER CHARITABLE FAMILY (908638540, PESKOFF)

FROM DECEMBER 31, 2013 TO DECEMBER 31, 2014

PAY DATE	TICKER	DESCRIPTION	SHORT TERM GAIN	LONG TERM GAIN	TOTAL GAIN
CAPITAL GAIN DISTRIBUTIONS					
12/29/2014	SKSEX	MANAGERS AMG SKYLINE SPECIAL E QUITIES FUND	$61	$62	$124
12/23/2014	FPACX	FPA CRESCENT		$210	$210
12/19/2014	OAKIX	OAKMARK INTL	$18	$112	$130
12/16/2014	TPINX	TEMPLETON INCOME TR GLOBAL BD FD CL A	$9		$9
12/12/2014	AKREX	PROFESSIONALLY MGD PTFL AKRE F OCUS RETAIL CL		$74	$74
7/2/2014	FPACX	FPA CRESCENT		$19	$19
		TOTAL CAPITAL GAIN DISTRIBUTIONS	**$88**	**$477**	**$565**
		TOTAL GAIN/LOSS	**$358**	**$477**	**$835**

Form **8868**
(Rev January 2014)

Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File an Exempt Organization Return

▶ **File a separate application for each return.**

▶ **Information about Form 8868 and its instructions is at** *www.irs.gov/form8868* .

OMB No 1545 1709

- If you are filing for an **Automatic 3-Month Extension, complete only Part I** and check this box ▶ ☒
- If you are filing for an **Additional (Not Automatic) 3-Month Extension, complete only Part II** (on page 2 of this form)

Do not complete Part II unless you have already been granted an automatic 3-month extension on a previously filed Form 8868

Electronic filing *(e-file)* **.** You can electronically file Form 8868 if you need a 3-month automatic extension of time to file (6 months for a corporation required to file Form 990-T), or an additional (not automatic) 3-month extension of time You can electronically file Form 8868 to request an extension of time to file any of the forms listed in Part I or Part II with the exception of Form 8870, Information Return for Transfers Associated With Certain Personal Benefit Contracts, which must be sent to the IRS in paper format (see instructions) For more details on the electronic filing of this form, visit *www irs gov/efile* and click on *e-file for Charities & Nonprofits.*

Part I Automatic 3-Month Extension of Time. Only submit original (no copies needed).

A corporation required to file Form 990-T and requesting an automatic 6-month extension - check this box and complete Part I only ▶ ☐

All other corporations (including 1120-C filers), partnerships, REMICs, and trusts must use Form 7004 to request an extension of time to file income tax returns

Enter filer's identifying number

Type or print File by the due date for filing your return See instructions	Name of exempt organization or other filer, see instructions. THE CALLER FAMILY CHARITABLE FOUNDATION	Employer identification number (EIN) or 31-1570007
	Number, street, and room or suite no If a P.O. box, see instructions. 840 EAST HIGH STREET	Social security number (SSN)
	City, town or post office, state, and ZIP code. For a foreign address, see instructions. LEXINGTON, KY 40502-2107	

Enter the Return code for the return that this application is for (file a separate application for each return) 0 4

Application Is For	**Return Code**	**Application Is For**	**Return Code**
Form 990 or Form 990-EZ	01	Form 990-T (corporation)	07
Form 990-BL	02	Form 1041-A	08
Form 4720 (individual)	03	Form 4720 (other than individual)	09
Form 990-PF	04	Form 5227	10
Form 990-T (sec 401(a) or 408(a) trust)	05	Form 6069	11
Form 990-T (trust other than above)	06	Form 8870	12

- The books are in the care of ▶ THE FOUNDATION 840 EAST HIGH STREET - LEXINGTON, KY 40502-2107

  Telephone No ▶ (859)266-1414 Fax No ▶
- If the organization does not have an office or place of business in the United States, check this box ▶ ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) ______ If this is for the whole group, check this box ▶ ☐ . If it is for part of the group, check this box ▶ ☐ and attach a list with the names and EINs of all members the extension is for.

1 I request an automatic 3-month (6 months for a corporation required to file Form 990-T) extension of time until AUGUST 15, 2015 , to file the exempt organization return for the organization named above The extension is for the organization's return for:

▶ ☒ calendar year 2014 or

▶ ☐ tax year beginning ____________ , and ending ____________

2 If the tax year entered in line 1 is for less than 12 months, check reason: ☐ Initial return ☐ Final return
☐ Change in accounting period

3a	If this application is for Forms 990 BL, 990 PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits See instructions	3a	$ 946.
b	If this application is for Forms 990 PF, 990 T, 4720, or 6069, enter any refundable credits and estimated tax payments made Include any prior year overpayment allowed as a credit	3b	$ 346.
c	**Balance due.** Subtract line 3b from line 3a Include your payment with this form, if required, by using EFTPS (Electronic Federal Tax Payment System) See instructions	3c	$ 600.

Caution. If you are going to make an electronic funds withdrawal (direct debit) with this Form 8868, see Form 8453-EO and Form 8879-EO for payment instructions

LHA **For Privacy Act and Paperwork Reduction Act Notice, see instructions.**