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Form **990-PF**

Department of the Treasury
Internal Revenue Service

Return of Private Foundation

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

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

OMB No 1545-0052

2014

Open to Public Inspection

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

Name of foundation
THE PEEL COMPTON FOUNDATION

% KIMBERLY HALL

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

Room/suite

City or town, state or province, country, and ZIP or foreign postal code
BENTONVILLE, AR 72712

A Employer identification number
71-0713232

B Telephone number (see instructions)

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)*▶$ 4,111,866

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

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

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

	Line	Description	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1	Contributions, gifts, grants, etc , received (attach schedule)	1,350,030			
	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	18,908	18,908	18,908	
	5a	Gross rents				
	b	Net rental income or (loss)				
	6a	Net gain or (loss) from sale of assets not on line 10	5,612			
	b	Gross sales price for all assets on line 6a 113,394				
	7	Capital gain net income (from Part IV, line 2)		113,394		
	8	Net short-term capital gain				
	9	Income modifications				
	10a	Gross sales less returns and allowances				
	b	Less Cost of goods sold				
	c	Gross profit or (loss) (attach schedule)				
	11	Other income (attach schedule)	131,612		131,612	
	12	**Total.** Add lines 1 through 11	1,506,162	132,302	150,520	
Operating and Administrative Expenses	13	Compensation of officers, directors, trustees, etc	0			
	14	Other employee salaries and wages	411,885			411,885
	15	Pension plans, employee benefits	47,366			47,366
	16a	Legal fees (attach schedule)				
	b	Accounting fees (attach schedule)	14,732			14,732
	c	Other professional fees (attach schedule)	9,811	5,864	5,864	3,947
	17	Interest				
	18	Taxes (attach schedule) (see instructions)	36,793			35,293
	19	Depreciation (attach schedule) and depletion	159,052			
	20	Occupancy	35,012			35,012
	21	Travel, conferences, and meetings	4,638			4,638
	22	Printing and publications				
	23	Other expenses (attach schedule)	355,980		35,351	320,629
	24	**Total operating and administrative expenses.** Add lines 13 through 23	1,075,269	5,864	41,215	873,502
	25	Contributions, gifts, grants paid	0			0
	26	**Total expenses and disbursements.** Add lines 24 and 25	1,075,269	5,864	41,215	873,502
	27	Subtract line 26 from line 12				
	a	**Excess of revenue over expenses and disbursements**	430,893			
	b	**Net investment income** (if negative, enter -0-)		126,438		
	c	**Adjusted net income** (if negative, enter -0-)			109,305	

Part II **Balance Sheets** Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)

			Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing	6,983	10,778	10,778
	2	Savings and temporary cash investments	134,334	227,704	227,704
	3	Accounts receivable ▶			
		Less allowance for doubtful accounts ▶	2,365		
	4	Pledges receivable ▶			
		Less allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule) ▶			
		Less allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U S and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
	11	Investments—land, buildings, and equipment basis ▶			
		Less accumulated depreciation (attach schedule) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	559,482	585,138	585,138
	14	Land, buildings, and equipment basis ▶ 5,005,566			
		Less accumulated depreciation (attach schedule) ▶ 1,717,320	2,960,645	3,288,246	3,288,246
	15	Other assets (describe ▶)			
	16	**Total assets** (to be completed by all filers—see the instructions Also, see page 1, item I)	3,663,809	4,111,866	4,111,866
Liabilities	17	Accounts payable and accrued expenses		158	
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
	23	**Total liabilities** (add lines 17 through 22)		158	
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	3,079,439	3,430,620	
	25	Temporarily restricted	128,518	225,236	
	26	Permanently restricted	455,852	455,852	
		Foundations that do not follow SFAS 117, check here ▶ ☐ **and complete lines 27 through 31.**			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg , and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	**Total net assets or fund balances** (see instructions)	3,663,809	4,111,708	
	31	**Total liabilities and net assets/fund balances** (see instructions)	3,663,809	4,111,866	

Part III **Analysis of Changes in Net Assets or Fund Balances**

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	3,663,809
2	Enter amount from Part I, line 27a	2	430,893
3	Other increases not included in line 2 (itemize) ▶	3	17,006
4	Add lines 1, 2, and 3	4	4,111,708
5	Decreases not included in line 2 (itemize) ▶	5	
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	4,111,708

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			

	(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				

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				

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	113,394
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6) If gain, also enter in Part I, line 8, column (c) (see instructions) If (loss), enter -0- in Part I, line 8		3	

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? ☐ Yes ☑ No

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

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

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2013	726,463	632,840	1 147941
2012	747,804	588,688	1 270289
2011	1,084,695	578,568	1 874793
2010	846,747	596,640	1 419192
2009	767,704	533,007	1 440326

2	**Total** of line 1, column (d)	2	7 152541
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	1 430508
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5	4	984,596
5	Multiply line 4 by line 3	5	1,408,472
6	Enter 1% of net investment income (1% of Part I, line 27b)	6	1,264
7	Add lines 5 and 6	7	1,409,736
8	Enter qualifying distributions from Part XII, line 4	8	1,360,154

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

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here ▶ ☐ and enter "N/A" on line 1 Date of ruling or determination letter ___________ **(attach copy of letter if necessary–see instructions)**				
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here ▶ ☐ and enter 1% of Part I, line 27b			1	2,529
c	All other domestic foundations enter 2% of line 27b Exempt foreign organizations enter 4% of Part I, line 12, col (b)				
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			2	
3	Add lines 1 and 2			3	2,529
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only Others enter -0-)			4	
5	**Tax based on investment income.** Subtract line 4 from line 3 If zero or less, enter -0-			5	2,529
6	Credits/Payments				
a	2014 estimated tax payments and 2013 overpayment credited to 2014	6a	1,209		
b	Exempt foreign organizations—tax withheld at source	6b			
c	Tax paid with application for extension of time to file (Form 8868)	6c			
d	Backup withholding erroneously withheld	6d			
7	Total credits and payments Add lines 6a through 6d			7	1,209
8	Enter any **penalty** for underpayment of estimated tax Check here ☑ if Form 2220 is attached			8	2
9	**Tax due.** If the total of lines 5 and 8 is more than line 7, enter **amount owed** ▶			9	1,322
10	**Overpayment.** If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid** ▶			10	
11	Enter the amount of line 10 to be **Credited to 2015 estimated tax** ▶ **Refunded** ▶			11	

Part VII-A Statements Regarding Activities

			Yes	No
1a	During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a		No
b	Did it spend more than $100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?	1b		No
	*If the answer is "Yes" to **1a** or **1b**, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.*			
c	Did the foundation file **Form 1120-POL** for this year?	1c		No
d	Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year **(1)** On the foundation ▶ $ ________ **(2)** On foundation managers ▶ $ ________			
e	Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers ▶ $ ________			
2	Has the foundation engaged in any activities that have not previously been reported to the IRS? *If "Yes," attach a detailed description of the activities.*	2		No
3	Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? *If "Yes," attach a conformed copy of the changes*	3		No
4a	Did the foundation have unrelated business gross income of $1,000 or more during the year?	4a		No
b	If "Yes," has it filed a tax return on **Form 990-T** for this year?	4b		
5	Was there a liquidation, termination, dissolution, or substantial contraction during the year? *If "Yes," attach the statement required by General Instruction T.*	5		No
6	Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	Yes	
7	Did the foundation have at least $5,000 in assets at any time during the year? *If "Yes," complete Part II, col. (c), and Part XV.*	7	Yes	
8a	Enter the states to which the foundation reports or with which it is registered (see instructions) ▶ ________			
b	If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation*	8b	Yes	
9	Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? *If "Yes," complete Part XIV*	9	Yes	
10	Did any persons become substantial contributors during the tax year? *If "Yes," attach a schedule listing their names and addresses.*	10	Yes	

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

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

Website address ▶WWW PEELMANSION ORG/PEELCOMPTON

14 The books are in care of ▶KIMBERLY HALL Telephone no ▶(479) 254-3870

Located at ▶312 N MAIN ST BENTONVILLE AR ZIP+4 ▶72712

15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of **Form 1041** —Check here ▶ ☐ and enter the amount of tax-exempt interest received or accrued during the year ▶ | 15 |

			Yes	No
16	At any time during calendar year 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		No
	See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country ▶			

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

			Yes	No
	File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.			
1a	During the year did the foundation (either directly or indirectly)			
	(1) Engage in the sale or exchange, or leasing of property with a disqualified person? ☐ **Yes** ☑ **No**			
	(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? ☐ **Yes** ☑ **No**			
	(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? ☐ **Yes** ☑ **No**			
	(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? ☑ **Yes** ☐ **No**			
	(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? ☐ **Yes** ☑ **No**			
	(6) Agree to pay money or property to a government official? (**Exception.** Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days). ☐ **Yes** ☑ **No**			
b	If any answer is "Yes" to 1a(1)–(6), did **any** of the acts fail to qualify under the exceptions described in Regulations section 53 4941(d)-3 or in a current notice regarding disaster assistance (see instructions)?	1b		No
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2014?	1c		No
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014? ☐ **Yes** ☑ **No**			
	If "Yes," list the years ▶ 20____ , 20____ , 20____ , 20____			
b	Are there any years listed in 2a for which the foundation is **not** applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to **all** years listed, answer "No" and attach statement—see instructions).	2b		
c	If the provisions of section 4942(a)(2) are being applied to **any** of the years listed in 2a, list the years here ▶ 20____ , 20____ , 20____ , 20____			
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? ☐ **Yes** ☑ **No**			
b	If "Yes," did it have excess business holdings in 2014 as a result of **(1)** any purchase by the foundation or disqualified persons after May 26, 1969, **(2)** the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or **(3)** the lapse of the 10-, 15-, or 20-year first phase holding period? *(Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2014.)*.	3b		
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a		No
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2014?	4b		No

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

5a	During the year did the foundation pay or incur any amount to			
	(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☑ No			
	(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☑ No			
	(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☑ No			
	(4) Provide a grant to an organization other than a charitable, etc , organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☑ No			
	(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☑ No			
b	If any answer is "Yes" to 5a(1)–(5), did **any** of the transactions fail to qualify under the exceptions described in Regulations section 53 4945 or in a current notice regarding disaster assistance (see instructions)?	**5b**		
	Organizations relying on a current notice regarding disaster assistance check here ▶ ☐			
c	If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☐ No			
	If "Yes," attach the statement required by Regulations section 53.4945–5(d).			
6a	Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☑ No			
b	Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?	**6b**		No
	If "Yes" to 6b, file Form 8870.			
7a	At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☑ No			
b	If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?	**7b**		

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

1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
See Additional Data Table				

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

(a) Name and address of each employee paid more than $50,000	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
CORRIN TROUTMAN 248 EAST PROSPECT STREET FAYETTEVILLE, AR 72701	EXECUTIVE DIRECTOR 45 0	57,000	0	0
Total number of other employees paid over $50,000 ▶				

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

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

(a) Name and address of each person paid more than $50,000	**(b)** Type of service	**(c)** Compensation
BOULDER CONSTRUCTION LLC 1423 W CATO SPRINGS ROAD FAYETTEVILLE, AR 72701	CONSTRUCTION	243,266
OELKE CONSTRUCTION COMPANY 13243 SUITE 6 PUPPY CREEK SPRINGDALE, AR 72762	CONSTRUCTION	342,341
Total number of others receiving over $50,000 for professional services. . . . . ▶		

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

List the foundation's four largest direct charitable activities during the tax year Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc	Expenses
1 PEEL HOUSE MANSION AND GARDENS - SEE ATTACHMENT 11	540,497
2 COMPTON GARDENS AND CONFERENCE CENTER - SEE ATTACHMENT 11	333,005
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NOT APPLICABLE	
2	
All other program-related investments See instructions **3**	
Total. Add lines 1 through 3 . . . . ▶	

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

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities	1a	583,231
b	Average of monthly cash balances	1b	416,359
c	Fair market value of all other assets (see instructions)	1c	0
d	**Total** (add lines 1a, b, and c)	1d	999,590
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) — 1e		
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	999,590
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	14,994
5	**Net value of noncharitable-use assets.** Subtract line 4 from line 3 Enter here and on Part V, line 4	5	984,596
6	**Minimum investment return.** Enter 5% of line 5	6	49,230

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	
2a	Tax on investment income for 2014 from Part VI, line 5 — 2a		
b	Income tax for 2014 (This does not include the tax from Part VI) — 2b		
c	Add lines 2a and 2b	2c	
3	Distributable amount before adjustments Subtract line 2c from line 1	3	
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	
6	Deduction from distributable amount (see instructions)	6	
7	**Distributable amount** as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1	7	

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	873,502
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	486,652
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required)	3a	0
b	Cash distribution test (attach the required schedule)	3b	0
4	**Qualifying distributions.** Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	1,360,154
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income Enter 1% of Part I, line 27b (see instructions)	5	
6	**Adjusted qualifying distributions.** Subtract line 5 from line 4	6	1,360,154

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

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

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

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

	Tax year	Prior 3 years			(e) Total
	(a) 2014	**(b)** 2013	**(c)** 2012	**(d)** 2011	
2a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	49,230	31,642	29,434	28,928	139,234
b 85% of line 2a	41,846	26,896	25,019	24,589	118,350
c Qualifying distributions from Part XII, line 4 for each year listed	1,360,154	726,463	748,031	1,084,883	3,919,531
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	1,360,154	726,463	748,031	1,084,883	3,919,531
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	32,820	21,095	19,623	19,285	92,823
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)					0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)					0
(3) Largest amount of support from an exempt organization					0
(4) Gross investment income					0

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

1 Information Regarding Foundation Managers:

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

NA

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

NA

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

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

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

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

c Any submission deadlines

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

Part XV Supplementary Information (continued)

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

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

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated	Unrelated business income (a) Business code	(b) Amount	Excluded by section 512, 513, or 514 (c) Exclusion code	(d) Amount	(e) Related or exempt function income (See instructions)
1 Program service revenue					
a MUSEUM ADMISSION					10,917
b ANNUAL EVENTS					52,671
c CONSIGNMENT INCOME					18,123
d CONFERENCE CENTER &					
e OTHER RENTAL INCOME					49,914
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	18,908	
5 Net rental income or (loss) from real estate					
a Debt-financed property					
b Not debt-financed property					
6 Net rental income or (loss) from personal property					
7 Other investment income					
8 Gain or (loss) from sales of assets other than inventory			18	5,612	
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue a MISC				-13	
b					
c					
d					
e					
12 Subtotal Add columns (b), (d), and (e)				24,507	131,625

13 Total. Add line 12, columns (b), (d), and (e) 13 156,132

(See worksheet in line 13 instructions to verify calculations)

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

Line No.	Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions)
1A	THE PEEL HOUSE MANSION PROVIDES TOURS TO THE PUBLIC FOR THE PURPOSE OF EDUCATING THE PUBLIC AND ENHANCING THEIR APPRECIATION OF THIS MANSION AND OTHER HISTORICALLY SIGNIFICANT ARCHITECTURE
1B	THE ANNUAL EVENTS ENCOURAGE THE PUBLIC TO TOUR THE MANSION AND FOCUS ON A CERTAIN HISTORICAL ASPECT, SUCH AS FLOWER GARDENS FROM THAT PARTICULAR PERIOD OR CHRISTMAS DECOR FROM A CERTAIN HISTORICAL VIEWPOINT
1C	ANTIQUE FURNITURE IS USED THROUGHOUT THE HOUSE TO ADD TO THE AUTHENTICITY OF THE HISTORICAL SETTING SOME OF THE FURNITURE PROVIDED FOR THIS PURPOSE IS ALSO SOLD ON CONSIGNMENT
1D	THE COMPTON GARDENS CONFERENCE CENTER PROVIDES SPACE AND RESOURCES TO THE PUBLIC FOR TOURS AND SPECIAL INTEREST EVENTS THAT SUPPORT PRESERVATION, EDUCATION AND CULTURAL PROGRAMS

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

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

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

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

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

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship

Sign Here

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

******	2015-11-13	******
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
Kent C Crouch				P00810750

Firm's name ▶ WALTON ENTERPRISES LLC

Firm's EIN ▶

Firm's address ▶ PO BOX 1860 BENTONVILLE, AR 72712

Phone no (479) 464-1500

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

(a) Name and address	**(b)** Title, and average hours per week devoted to position	**(c)** Compensation **(If not paid, enter -0-)**	**(d)** Contributions to employee benefit plans and deferred compensation	**(e)** Expense account, other allowances
GALEN HAVNER 311 NE 2ND BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
FRITZ STEIGER 609 ENFIELD ROAD BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
MARY JORDAN 7 GLENBROOK BENTONVILLE,AR 72712	VICE PRESIDENT 1 0	0	0	0
JUDY MARQUESS 503 W CENTRAL AVENUE BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
JEFF SNYDER 2002 SE 10TH BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
LYNNE WALTON PO BOX 1860 BENTONVILLE,AR 72712	PRESIDENT 1 0	0	0	0
ALAN DRANOW 3172 WARWICK DRIVE FAYETTEVILLE,AR 72703	BOARD MEMBER 1 0	0	0	0
RHONDA FRENCH 10 BEAU CHENE LANE ROGERS,AR 72758	BOARD MEMBER 1 0	0	0	0
COLLEEN N HENDREN 2801 RED FOX RIDGE BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
TOM GHEEN 356 NIAGRA STREET SPRINGDALE,AR 72762	TREASURER 1 0	0	0	0
ALAN LEWIS 35 STONEHENGE DRIVE BENTONVILLE,AR 72712	SECRETARY 1 0	0	0	0
SUZE FRANCOIS 3109 STONEYWAY AVE BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
BECKY MCCOY 602 ENFIELD ROAD BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0
RONALD VIZENA 707 EARLS COURT BENTONVILLE,AR 72712	BOARD MEMBER 1 0	0	0	0

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

TY 2014 Depreciation Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
MANSION	1993-01-01	534,472	354,137	SL	31	16,967			
MANSION RENOVATION	1994-06-01	373,139	185,211	SL	40	9,328			
MANSION RENOVATION	1995-06-30	8,287	3,832	SL	40	207			
MANSION RENOVATION	1996-06-30	6,696	2,946	SL	40	167			
SPRINKLER & LANDSC	1996-06-30	5,447	5,447	SL	15				
PERMANENT CABINETS	1998-02-25	1,400	557	SL	40	35			
WINDOW SHADES	1998-10-08	1,517	1,517	SL	10				
PAVEMENT	1998-10-05	11,152	8,926	SL	20	558			
STORAGE AREA WIR	1999-05-03	350	131	SL	40	9			
AIR CONDITIONER	1999-09-30	1,710	1,252	SL	15	123			
BRICK SIDEWALK	2000-07-01	13,916	12,527	SL	15	928			
CHANDELIER	2001-04-03	1,592	1,592	SL	10				
COMPTON HOUSE	2002-10-16	180,000	50,250	SL	40	4,500			
PRIVATE FENCING	2002-10-23	5,421	4,031	SL	15	361			
FURNACE	2002-11-02	2,760	1,806	SL	15	184			
BIRDBLIND	2002-12-12	4,312	3,181	SL	15	287			
MAINTENANCE BLDG	2002-12-31	67,211	18,480	SL	40	1,680			
COMPTON GARDENS RE	2005-04-02	241,356	105,595	SL	20	12,068			
3 CANDELABRAS	2004-05-25	5,000	4,792	SL	10	208			
ANTIQUE GLASSWARE	2004-10-07	30,486	28,203	SL	10	2,283			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
ANTIQUE FURNITURE	2004-07-20	1,950	1,836	SL	10	114			
BRICK SIDEWALK	2004-05-18	7,770	4,964	SL	15	518			
PEEL HOUSE RESTORE	2004-06-16	8,059	1,910	SL	40	201			
COMPTON GARDENS RE	2005-04-02	345,344	151,086	SL	20	17,267			
COMPTON HOUSE RE	2005-04-02	490,912	107,389	SL	40	12,273			
COMPTON HOUSE REN	2005-04-02	246,484	53,918	SL	40	6,162			
COMPTON GRDN PRKNG	2005-04-02	307,760	134,645	SL	20	15,388			
COMPTON GARDEN REN	2005-04-02	158,033	69,142	SL	20	7,902			
COMPTON FURNITURE	2005-04-02	16,143	16,143	SL	7				
COMPTON KITCHEN EQ	2005-04-02	1,936	1,936	SL	7				
PEEL HOUSE GRDN RE	2005-06-10	3,140	1,348	SL	20	157			
PEEL MANSION REN	2005-06-10	40,942	8,789	SL	40	1,024			
KARASTAN 8X12 RUG	2005-07-26	2,300	1,936	SL	10	230			
2005 FORD F150	2005-07-22	12,276	12,276	SL	5				
WOOD CHIPPER	2005-09-12	1,700	1,700	SL	7				
AUDIO VISUAL EQUIP	2005-04-02	10,586	10,586	SL	7				
PARKING LOT - COMP	2006-06-30	101,382	38,018	SL	20	5,069			
3 CHARC LANDSCAPE	2006-04-06	3,000	3,000	SL	7				
STONE ENTRANCE-COM	2007-09-01	6,800	2,153	SL	20	340			
PEEL CUTTING GARDN	2007-03-01	7,605	2,597	SL	20	380			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
FOUNTAIN-CUTTING G	2007-04-04	615	418	SL	10	62			
AIR CONDITIONER	2007-06-15	2,725	1,198	SL	15	182			
COMPTON RENOVATION	2008-06-01	14,651	5,455	SL	15	977			
WALKING WHEEL	2008-10-09	500	262	SL	10	50			
PAINTING "AUTUMN"	2008-10-01	1,000	525	SL	10	100			
COMPTON STONE ENTR	2008-05-01	6,262	2,363	SL	15	417			
LAWN MOWER	2009-05-21	1,227	802	SL	7	175			
SKIDSTEER LOADER	2009-03-19	14,165	6,730	SL	10	1,417			
COMPTON GRDN ADDIT	2009-07-30	135,630	29,954	SL	20	6,782			
IRON RAILING	2009-08-30	5,234	1,135	SL	20	262			
COMPUTER	2009-12-08	541	441	SL	5	100			
PEACHTREE SOFTWARE	2009-04-15	654	654	SL	3				
MANSION RENOVATION	2009-04-28	20,505	4,784	SL	20	1,025			
GUTTERING - PEEL	2009-04-28	8,940	2,086	SL	20	447			
LOG CABIN ROOF	2009-07-15	5,007	1,125	SL	20	250			
LAWN MOWER	2009-03-12	8,337	5,757	SL	7	1,191			
SCHOOL HOUSE	2009-08-25	59,694	6,466	SL	40	1,492			
PAVILION DESKTOP C	2010-04-16	767	561	SL	5	153			
PRINTER	2010-06-14	599	430	SL	5	120			
PHONE SYSTEM	2010-03-01	2,298	1,763	SL	5	460			

Description of Property	Date Acquired	Cost or Other Basis	Prior Years' Depreciation	Computation Method	Rate / Life (# of years)	Current Year's Depreciation Expense	Net Investment Income	Adjusted Net Income	Cost of Goods Sold Not Included
OFFICE DESK	2010-02-06	563	314	SL	7	80			
DINNING TBL/CHAIRS	2010-02-02	1,088	607	SL	7	155			
ADOBE CREATIVE SOF	2010-10-16	1,528	1,528	SL	3				
ANTIQUE TABLE	2010-05-20	3,000	1,537	SL	7	429			
SHARP COLOR COPIER	2010-02-12	5,947	2,330	SL	10	595			
DISH WASHER	2010-08-20	1,487	707	SL	7	212			
OUTSIDE LIGHTING	2010-04-22	10,910	2,002	SL	20	546			
AIR CONDITIONER	2010-03-16	4,164	1,042	SL	15	278			
FRONT PORCH	2010-04-19	18,046	3,308	SL	20	902			
JOHN DEER GATOR	2010-01-25	8,824	4,939	SL	7	1,261			
SCHOOLHOUSE RENOVA	2010-12-31	71,857	5,388	SL	40	1,796			
SIGNS	2010-05-18	12,063	2,881	SL	15	804			

TY 2014 Investments - Other Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Category/ Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
ARVEST ASSET MANAGEMENT FUNDS	FMV	585,138	585,138

TY 2014 Other Expenses Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL EVENTS EXPENSES	20,911		20,911	
ANNUAL GIVING EXPENSES	1,175		1,175	
BANK FEES	2,843			2,843
DUES AND SUBSCRIPTIONS	1,624			1,624
ENTERTAINMENT EXPENSES	275			275
INSURANCE	28,826			28,826
REPAIRS, MAINTENANCE,CLEANING	29,324			29,324
GARDEN MAINTENANCE	24,843			24,843
OFFICE SUPPLIES	3,932			3,932
POSTAGE	469			469
PROMOTIONAL	5,030			5,030
MULTI USE TRAIL EXPENSE	207,085			207,085
TECHNOLOGY & DEVELOPMENT	3,182			3,182
TELEPHONE	11,784			11,784
SHOP EXPENSES	999		999	
INVENTORY EXPENSES	12,266		12,266	
MISCELLANEOUS	1,412			1,412

TY 2014 Other Income Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
ADMISSIONS	10,917		10,917
ANNUAL EVENTS	52,671		52,671
MISC	-13		-13
CONSIGNMENT INCOME	18,123		18,123
CONFERENCE CENTER & OTHER RENTAL INCOME	49,914		49,914

TY 2014 Other Increases Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Description	Amount
FMV SECURITIES ADJUSTMENT RECORDED FOR	17,006
BOOKS, NOT FOR TAXES	0

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TY 2014 Other Professional Fees Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
TRUSTEE FEES	5,864	5,864	5,864	
PROFESSIONAL FEES	3,947			3,947

TY 2014 Substantial Contributors Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Name	Address
MELBA J SHEWMAKER	PO BOX 1478 BENTONVILLE,AR 72712

TY 2014 Taxes Schedule

Name: THE PEEL COMPTON FOUNDATION

EIN: 71-0713232

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
PAYROLL TAXES	35,293			35,293
FEDERAL TAX EXPENSE	1,500			

Schedule B
(Form 990, 990-EZ, or 990-PF)
Department of the Treasury
Internal Revenue Service

Schedule of Contributors

▶ Attach to Form 990, 990-EZ, or 990-PF.
▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at *www.irs.gov/form990*.

OMB No 1545-0047

2014

Name of the organization	Employer identification number
THE PEEL COMPTON FOUNDATION	71-0713232

Organization type (check one)

Filers of:	Section:
Form 990 or 990-EZ	☐ 501(c)( ) (enter number) organization
	☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation
	☐ 527 political organization
Form 990-PF	☑ 501(c)(3) exempt private foundation
	☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation
	☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule.**
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

☑ For an organization filing Form 990, 990-EZ, or 990-PF that received, during the year, contributions totaling $5,000 or more (in money or other property) from any one contributor Complete Parts I and II See instructions for determining a contributor's total contributions

Special Rules

☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33 1/3% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** $5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than $1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III

☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than $1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling $5,000 or more during the year . . . . ▶ $ ____________

Caution. An organization that is not covered by the General Rule and/or the Special Rules does not file Schedule B (Form 990, 990-EZ, or 990-PF), but it **must** answer "No" on Part IV, line 2, of its Form 990, or check the box on line H of its Form 990-EZ or on its Form 990PF, Part I, line 2, to certify that it does not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF)

Name of organization	**Employer identification number**
THE PEEL COMPTON FOUNDATION	71-0713232

Part I **Contributors** (see Instructions) Use duplicate copies of Part I if additional space is needed

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

Name of organization
THE PEEL COMPTON FOUNDATION

Employer identification number
71-0713232

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

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
4	1,350 SHARES OF WALMART STOCK	$ 107,782	2014-04-28

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

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

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

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

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

Name of organization
THE PEEL COMPTON FOUNDATION

Employer identification number
71-0713232

Part III *Exclusively* **religious, charitable, etc., contributions to organizations described in section 501(c)(7), (8), or (10) that total more than $1,000 for the year from any one contributor.** Complete columns **(a)** through **(e) and** the following line entry For organizations completing Part III, enter the total of *exclusively* religious, charitable, etc , contributions of **$1,000 or less** for the year (Enter this information once See instructions) ▶ $ ____________
Use duplicate copies of Part III if additional space is needed

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

(a) No. from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held

(e) Transfer of gift

Transferee's name, address, and ZIP 4	Relationship of transferor to transferee

Additional Data

Software ID:
Software Version:
EIN: 71-0713232
Name: THE PEEL COMPTON FOUNDATION

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	WALTON FAMILY FOUNDATION PO BOX 2030 BENTONVILLE, AR72712	$ 1,050,716	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
2	VARIOUS DONATIONS LESS THAN 5000 PER DONOR NA, AR72712	$ 28,532	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
3	WAL-MART FOUNDATION 702 SW 8TH STREET MS 0150 BENTONVILLE, AR72716	$ 50,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
4	MELBA J SHEWMAKER PO BOX 1478 BENTONVILLE, AR72712	$ 182,782	Person ☑ Payroll ☐ Noncash ☑ (Complete Part II for noncash contribution)
5	ROBERT AND MARILYN BOGLE 703 JEFFERSON STREET BENTONVILLE, AR72712	$ 12,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
6	RICHARD AND MICKEY MAHAN 11711 PUNKIN HOLLOW RD BENTONVILLE, AR72712	$ 5,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)

Form 990 Schedule B, Part I - Contributors (see Instructions) Use duplicate copies of Part I if additional space is needed.

(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
7	JUNE CARTER 9656 E HWY 72 BENTONVILLE, AR72712	$ 11,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)
8	FEROLD AREND 210 OLD WHAYNE ROAD BENTONVILLE, AR72712	$ 10,000	Person ☑ Payroll ☐ Noncash ☐ (Complete Part II for noncash contribution)