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Form **990-PF**

**Return of Private Foundation**

OMB No 1545-0052

**2014**

Department of the Treasury  
Internal Revenue Service

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

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Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf)

Open to Public Inspection

For calendar year 2014 or tax year beginning

09/01, 2014, and ending

08/31, 2015

Name of foundation

OPAL G COX CHARITABLE TRUST

A Employer identification number

74-6307500

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

Room/suite

B Telephone number (see instructions)

BANK OF AMERICA, N.A. P.O. BOX 831041

800-357-7094

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

DALLAS, TX 75283-1041

G Check all that apply:

Initial return

Initial return of a former public charity

Final return

Amended return

Address change

Name change

C If exemption application is pending, check here

D 1 Foreign organizations, check here

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

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

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

H Check type of organization:  Section 501(c)(3) exempt private foundation

Section 4947(a)(1) nonexempt charitable trust  Other taxable private foundation

I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$

7,143,851.

J Accounting method:  Cash  Accrual

Other (specify) \_\_\_\_\_

(Part I, column (d) must be on cash basis)

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

	(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received (attach schedule)				
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
3 Interest on savings and temporary cash investments				
4 Dividends and interest from securities	90,522.	90,522.		STMT 1
5a Gross rents				
b Net rental income or (loss)				
6a Net gain or (loss) from sale of assets not on line 10	218,515.			
b Gross sales price for all assets on line 6a	2,279,938.			
7 Capital gain net income (from Part IV, line 2)		218,515.		
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)	372,969.	372,969.		STMT 2
12 Total. Add lines 1 through 11	682,006.	682,006.		
13 Compensation of officers, directors, trustees, etc.	49,628.	29,777.		19,851.
14 Other employee salaries and wages		NONE	NONE	
15 Pension plans, employee benefits		NONE	NONE	
16a Legal fees (attach schedule)				
b Accounting fees (attach schedule) STMT 3	1,675.	NONE	NONE	1,675.
c Other professional fees (attach schedule) STMT 4	26,484.	26,484.		
17 Interest				
18 Taxes (attach schedule) (see instructions) STMT 5	15,032.	2,223.		
19 Depreciation (attach schedule) and depletion				
20 Occupancy				
21 Travel, conferences, and meetings		NONE	NONE	
22 Printing and publications		NONE	NONE	
23 Other expenses (attach schedule) STMT 6	51,548.	51,548.		
24 Total operating and administrative expenses. Add lines 13 through 23	144,367.	110,032.	NONE	21,526.
25 Contributions, gifts, grants paid	375,692.			375,692.
26 Total expenses and disbursements Add lines 24 and 25	520,059.	110,032.	NONE	397,218.
27 Subtract line 26 from line 12				
a Excess of revenue over expenses and disbursements	161,947.			
b Net investment income (if negative, enter -0-)		571,974.		
c Adjusted net income (if negative, enter -0-)				

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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 . . . . .			
	2	Savings and temporary cash investments . . . . .	910,703.	596,003.	596,003.
	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 (attach schedule) (see instructions) . . . . .			
	7	Other notes and loans receivable (attach schedule) ▶ Less: allowance for doubtful accounts ▶			NONE
	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) . . . . .	4,184,453.	4,675,072.	4,885,788.
	c	Investments - corporate bonds (attach schedule) . . . . .	157.	131.	131.
	11	Investments - land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶	14,586. 28,535.	14,586.	4,000.
	12	Investments - mortgage loans . . . . .			
	13	Investments - other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis Less: accumulated depreciation (attach schedule) ▶			
15	Other assets (describe ▶) . . . . .	1.	1.	1,657,929.	
16	<b>Total assets</b> (to be completed by all filers - see the instructions Also, see page 1, item I) . . . . .	5,123,849.	5,285,793.	7,143,851.	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons . . . . .			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶) . . . . .			
23	<b>Total liabilities</b> (add lines 17 through 22) . . . . .			NONE	
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> 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, . . . . ▶ <input checked="" type="checkbox"/> check here and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	5,123,849.	5,285,793.	
	28	Paid-in or capital surplus, or land, bldg, and equipment fund . . . . .			
	29	Retained earnings, accumulated income, endowment, or other funds . . . . .			
	30	<b>Total net assets or fund balances</b> (see instructions) . . . . .	5,123,849.	5,285,793.	
31	<b>Total liabilities and net assets/fund balances</b> (see instructions) . . . . .	5,123,849.	5,285,793.		

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 5,123,849.
2	Enter amount from Part I, line 27a . . . . .	2 161,947.
3	Other increases not included in line 2 (itemize) ▶	3
4	Add lines 1, 2, and 3 . . . . .	4 5,285,796.
5	Decreases not included in line 2 (itemize) ▶ ROUNDING	5 3.
6	<b>Total net assets or fund balances at end of year</b> (line 4 minus line 5) - Part II, column (b), line 30 . . . . .	6 5,285,793.

**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.)
<b>1a PUBLICLY TRADED SECURITIES</b>				
<b>b OTHER GAINS AND LOSSES</b>				
<b>c</b>				
<b>d</b>				
<b>e</b>				
(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)	
<b>a</b> 2,278,738.		2,047,033.	231,705.	
<b>b</b> 1,200.		14,390.	-13,190.	
<b>c</b>				
<b>d</b>				
<b>e</b>				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(i) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) 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		
<b>a</b>			231,705.	
<b>b</b>			-13,190.	
<b>c</b>				
<b>d</b>				
<b>e</b>				
<b>2</b> 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 }		<b>2</b>	218,515.
<b>3</b> 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	{ If gain, also enter in Part I, line 8, column (c) (see instructions). If (loss), enter -0- in Part I, line 8 }		<b>3</b>	

**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	382,584.	7,970,692.	0.047999	
2012	303,475.	7,409,211.	0.040959	
2011	265,232.	6,254,149.	0.042409	
2010	215,383.	5,211,045.	0.041332	
2009	165,683.	4,420,710.	0.037479	
<b>2</b> Total of line 1, column (d)			<b>2</b>	0.210178
<b>3</b> 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			<b>3</b>	0.042036
<b>4</b> Enter the net value of noncharitable-use assets for 2014 from Part X, line 5			<b>4</b>	7,843,579.
<b>5</b> Multiply line 4 by line 3			<b>5</b>	329,713.
<b>6</b> Enter 1% of net investment income (1% of Part I, line 27b)			<b>6</b>	5,720.
<b>7</b> Add lines 5 and 6			<b>7</b>	335,433.
<b>8</b> Enter qualifying distributions from Part XII, line 4 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.			<b>8</b>	397,218.

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

Table with 11 rows for excise tax calculations. Includes categories like 'Exempt operating foundations', 'Domestic foundations that meet the section 4940(e) requirements', and 'Total credits and payments'. Total amount owed is 4,276.

Part VII-A Statements Regarding Activities

Table with 10 rows for activity statements. Includes questions about political campaign participation, unrelated business gross income, and substantial contributors. Includes handwritten 'TX' in row 8a.

Part VII-A Statements Regarding Activities (continued)

11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions) . . . . . 11 X
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions) . . . . . 12 X
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address NONE . . . . . 13 X
14 The books are in care of BANK OF AMERICA, N.A. Telephone no (214) 209-6477
Located at 901 MAIN ST, FL 19, DALLAS, TX ZIP+4 75202-3714
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here . . . . . 15
16 At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? . . . . . 16 Yes No 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.

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 X No
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? . . . . . Yes X No
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? . . . . . Yes X No
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? . . . . . X 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 X 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 X 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 X
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 X 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.) . . . . . 2b X
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 X 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 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... (2) Influence the outcome of any specific public election... (3) Provide a grant to an individual for travel... (4) Provide a grant to an organization other than a charitable... (5) Provide for any purpose other than religious... 5b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify... 6a Did the foundation, during the year, receive any funds... 6b Did the foundation, during the year, pay premiums... 7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? 7b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?

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). Table with columns: (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. Entry: BANK OF AMERICA, N.A., TRUSTEE, 1, 49,628, -0-, -0-. 2 Compensation of five highest-paid employees (other than those included on line 1 - see instructions). If none, enter "NONE." Table with columns: (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. Entry: NONE, NONE, NONE, NONE, NONE. Total number of other employees paid over \$50,000. NONE

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

<b>3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE."</b>		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		NONE
<b>Total number of others receiving over \$50,000 for professional services</b>		NONE

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

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

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments See instructions	
3 NONE	
<b>Total.</b> Add lines 1 through 3	

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

<b>1</b>	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
<b>a</b>	Average monthly fair market value of securities . . . . .	<b>1a</b>	4,998,838.
<b>b</b>	Average of monthly cash balances . . . . .	<b>1b</b>	698,703.
<b>c</b>	Fair market value of all other assets (see instructions). . . . .	<b>1c</b>	2,265,483.
<b>d</b>	<b>Total</b> (add lines 1a, b, and c) . . . . .	<b>1d</b>	7,963,024.
<b>e</b>	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation) . . . . .	<b>1e</b>	
<b>2</b>	Acquisition indebtedness applicable to line 1 assets . . . . .	<b>2</b>	NONE
<b>3</b>	Subtract line 2 from line 1d . . . . .	<b>3</b>	7,963,024.
<b>4</b>	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	<b>4</b>	119,445.
<b>5</b>	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3 Enter here and on Part V, line 4 . . . . .	<b>5</b>	7,843,579.
<b>6</b>	<b>Minimum investment return.</b> Enter 5% of line 5 . . . . .	<b>6</b>	392,179.

**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.)

<b>1</b>	Minimum investment return from Part X, line 6 . . . . .	<b>1</b>	392,179.
<b>2a</b>	Tax on investment income for 2014 from Part VI, line 5 . . . . .	<b>2a</b>	5,720.
<b>b</b>	Income tax for 2014. (This does not include the tax from Part VI.) . . . . .	<b>2b</b>	
<b>c</b>	Add lines 2a and 2b . . . . .	<b>2c</b>	5,720.
<b>3</b>	Distributable amount before adjustments. Subtract line 2c from line 1 . . . . .	<b>3</b>	386,459.
<b>4</b>	Recoveries of amounts treated as qualifying distributions . . . . .	<b>4</b>	NONE
<b>5</b>	Add lines 3 and 4 . . . . .	<b>5</b>	386,459.
<b>6</b>	Deduction from distributable amount (see instructions). . . . .	<b>6</b>	NONE
<b>7</b>	<b>Distributable amount</b> as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1 . . . . .	<b>7</b>	386,459.

**Part XII Qualifying Distributions** (see instructions)

<b>1</b>	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
<b>a</b>	Expenses, contributions, gifts, etc - total from Part I, column (d), line 26 . . . . .	<b>1a</b>	397,218.
<b>b</b>	Program-related investments - total from Part IX-B . . . . .	<b>1b</b>	
<b>2</b>	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes . . . . .	<b>2</b>	NONE
<b>3</b>	Amounts set aside for specific charitable projects that satisfy the:		
<b>a</b>	Suitability test (prior IRS approval required) . . . . .	<b>3a</b>	NONE
<b>b</b>	Cash distribution test (attach the required schedule) . . . . .	<b>3b</b>	NONE
<b>4</b>	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4 . . . . .	<b>4</b>	397,218.
<b>5</b>	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) . . . . .	<b>5</b>	5,720.
<b>6</b>	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4 . . . . .	<b>6</b>	391,498.

**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 . . . . .				386,459.
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only . . . . .			320,797.	
b Total for prior years 20 <u>12</u> , 20 <u>  </u> , 20 <u>  </u>		NONE		
3 Excess distributions carryover, if any, to 2014				
a From 2009 . . . . .	NONE			
b From 2010 . . . . .	NONE			
c From 2011 . . . . .	NONE			
d From 2012 . . . . .	NONE			
e From 2013 . . . . .	NONE			
f Total of lines 3a through e . . . . .	NONE			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ <u>397,218.</u>				
a Applied to 2013, but not more than line 2a . . .			320,797.	
b Applied to undistributed income of prior years (Election required - see instructions) . . . . .		NONE		
c Treated as distributions out of corpus (Election required - see instructions) . . . . .	NONE			
d Applied to 2014 distributable amount . . . . .				76,421.
e Remaining amount distributed out of corpus . .	NONE			
5 Excess distributions carryover applied to 2014 . (If an amount appears in column (d), the same amount must be shown in column (a) )	NONE			NONE
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	NONE			
b Prior years' undistributed income. Subtract line 4b from line 2b . . . . .		NONE		
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 . . . . .		NONE		
d Subtract line 6c from line 6b Taxable amount - see instructions . . . . .		NONE		
e Undistributed income for 2013 Subtract line 4a from line 2a Taxable amount - see instructions . . . . .				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				310,038.
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) . . . . .	NONE			
8 Excess distributions carryover from 2009 not applied on line 5 or line 7 (see instructions) . . .	NONE			
9 Excess distributions carryover to 2015. Subtract lines 7 and 8 from line 6a . . . . .	NONE			
10 Analysis of line 9				
a Excess from 2010 . . .	NONE			
b Excess from 2011 . . .	NONE			
c Excess from 2012 . . .	NONE			
d Excess from 2013 . . .	NONE			
e Excess from 2014 . . .	NONE			

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9) NOT APPLICABLE

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 foundation is a private operating foundation described in section 4942(j)(3) or 4942(j)(5)

Table with columns: Tax year (a) 2014, (b) 2013, (c) 2012, (d) 2011, (e) Total. Rows include: 2a Adjusted net income, b 85% of line 2a, c Qualifying distributions, d Amounts included in line 2c, e Qualifying distributions made directly for active conduct, 3 Alternative tests (Assets, Endowment, Support).

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

1 Information Regarding Foundation Managers:

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

NONE

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

NONE

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

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

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

SEE STATEMENT 10

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

SEE ATTACHED STATEMENT FOR LINE 2

c Any submission deadlines:

SEE ATTACHED STATEMENT FOR LINE 2

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

SEE ATTACHED STATEMENT FOR LINE 2

**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
<b>a Paid during the year</b>				
BAYLOR UNIVERSITY 1 BEAR PL UNIT 97028 WACO TX 76798-7028	N/A	PC	FOR OPAL G. COX CHARITABLE TRUST SCHOLARSHIPS	187,846.
SOUTHWESTERN BAPTIST THEOLOGICAL SEMINARY P.O. BOX 22000 FORT WORTH TX 76122-0001	N/A	PC	FOR OPAL G. COX CHARITABLE TRUST SCHOLARSHIPS	187,846.
<b>Total</b> . . . . . ▶ <b>3a</b>				375,692.
<b>b Approved for future payment</b>				
<b>Total</b> . . . . . ▶ <b>3b</b>				





FORM 990PF, PART I - DIVIDENDS AND INTEREST FROM SECURITIES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
USGI REPORTED AS NONQUALIFIED DIVIDENDS	32.	32.
FOREIGN DIVIDENDS	16,037.	16,037.
DOMESTIC DIVIDENDS	56,844.	56,844.
OTHER INTEREST	15.	15.
NONQUALIFIED FOREIGN DIVIDENDS	3,877.	3,877.
NONQUALIFIED DOMESTIC DIVIDENDS	13,717.	13,717.
TOTAL	90,522.	90,522.

FORM 990PF, PART I - OTHER INCOME  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL AND GAS INCOME	372,969.	372,969.
	-----	-----
TOTALS	372,969.	372,969.
	=====	=====

FORM 990PF, PART I - ACCOUNTING FEES

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME	ADJUSTED NET INCOME	CHARITABLE PURPOSES
TAX PREPARATION FEE - BOA	1,675.			1,675.
TOTALS	1,675.	NONE	NONE	1,675.

FORM 990PF, PART I - OTHER PROFESSIONAL FEES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
PROPERTY MGMT FEES - BOA	500.	500.
OIL & GAS MGMT FEES - BOA	25,984.	25,984.
TOTALS	26,484.	26,484.

FORM 990PF, PART I - TAXES

=====

DESCRIPTION	REVENUE AND EXPENSES PER BOOKS	NET INVESTMENT INCOME
FOREIGN TAXES	472.	472.
NON-RENTAL PROPERTY TAXES	277.	277.
EXCISE TAX - PRIOR YEAR	2,813.	
EXCISE TAX ESTIMATES	9,996.	
FOREIGN TAXES ON QUALIFIED FOR	1,149.	1,149.
FOREIGN TAXES ON NONQUALIFIED	325.	325.
TOTALS	15,032.	2,223.

FORM 990PF, PART I - OTHER EXPENSES  
=====

DESCRIPTION -----	REVENUE AND EXPENSES PER BOOKS -----	NET INVESTMENT INCOME -----
OIL AND GAS EXPENSES		
GROSS PRODUCTION TAX	16,364.	16,364.
LEASE OPERATING EXPENSE	2,279.	2,279.
AD VALOREM TAX	32,399.	32,399.
NON RENTAL PROPERTY EXPENSE	475.	475.
OTHER INVESTMENT FEE	31.	31.
TOTALS	51,548.	51,548.

OPAL G COX CHARITABLE TRUST

74-6307500

FORM 990PF, PART II - CORPORATE BONDS  
=====

DESCRIPTION	ENDING BOOK VALUE	ENDING FMV
36220JTD8 GOVERNMENT NATL MTG	131.	131.
TOTALS	131.	131.

OPAL G COX CHARITABLE TRUST  
 FORM 990PF, PART II - OTHER ASSETS  
 =====

74-6307500

DESCRIPTION -----	ENDING BOOK VALUE -----	ENDING FMV ---
903174273 OIL GAS OR OTHER MIN	1.	1,657,929.
999682834 LOVE CORP WORTHLESS	-----	-----
TOTALS	1.	1,657,929.
	=====	=====



RECIPIENT NAME:

OFFICE OF ACADEMIC SCHOLARSHIPS & FINANCIAL AID

ADDRESS:

BAYLOR UNIVERSITY ONE BEAR PL #97028  
WACO, TX 76798-7028

RECIPIENT'S PHONE NUMBER: 254-710-2611

FORM, INFORMATION AND MATERIALS:

OPAL G. COX CHARITABLE TRUST SCHOLARSHIP APPLICATION FORM

SUBMISSION DEADLINES:

MAY 15

RESTRICTIONS OR LIMITATIONS ON AWARDS:

BAYLOR UNIVERSITY STUDENTS ONLY. PREFERENCE TO BE GIVEN TO STUDENTS  
STUDYING TO BE MISSIONARIES OR MEDICAL MISSIONARIES.  
CALL FOR ADDITIONAL INFORMATION.

RECIPIENT NAME:

OFFICE OF FINANCIAL AID - SWBTS

ADDRESS:

P.O. BOX 22510  
FORT WORTH, TX 76122

RECIPIENT'S PHONE NUMBER: 817-923-1921

FORM, INFORMATION AND MATERIALS:

OPAL G. COX CHARITABLE TRUST SCHOLARSHIP APPLICATION FORM

SUBMISSION DEADLINES:

CALL FOR DEADLINE INFORMATION

RESTRICTIONS OR LIMITATIONS ON AWARDS:

SOUTHWESTERN BAPTIST THEOLOGICAL SEMINARY STUDENTS ONLY. PREFERENCE  
TO BE GIVEN TO STUDENTS STUDYING TO BE MISSIONARIES OR MEDICAL  
MISSIONARIES. CALL FOR ADDITIONAL INFORMATION.

FEDERAL FOOTNOTES

=====

THE COMPENSATION SHOWN ON THE RETURN THAT IS PAID TO BANK OF AMERICA, N.A. AS CORPORATE TRUSTEE IS NOT CALCULATED BASED UPON AN HOURLY RATE FOR TIME SPENT BY THE TRUSTEE; RATHER, BANK OF AMERICA'S COMPENSATION AS CORPORATE TRUSTEE IS CALCULATED USING A MARKET VALUE FEE SCHEDULE. THE TRUST OFFICER'S TIME SPENT PERFORMING ADMINISTRATIVE RESPONSIBILITIES FOR THIS FOUNDATION AVERAGES ONE HOUR PER WEEK. IN ADDITION, TIME IS SPENT BY OTHER STAFF MEMBERS FOR RECORDKEEPING, INVESTMENT MANAGEMENT, INCOME COLLECTION, RENDERING STATEMENTS AND ACCOUNTINGS, REGULATORY REPORTING, REGULATORY COMPLIANCE, AND TAX SERVICES.

**OPAL G COX CHARITABLE TRUST**  
**74-6307500**  
**Balance Sheet**  
**8/31/2015**



<u>Cusip</u>	<u>Asset</u>	<u>Units</u>	<u>Basis</u>	<u>Market Value</u>
	Cash/Cash Equivalent	596002.970	596,002.97	596,002.97
008882532	INVESCO INTL GROWTH FUND	7004 981	225,000.00	215,893.51
026874784	AMERICAN INTL GROUP INC	709 000	38,508.99	42,781.06
037833100	APPLE INC	657.000	50,027 04	74,083 32
053015103	AUTOMATIC DATA PROCESSING INC	369.000	12,583.27	28,531.08
057071813	BAIRD MIDCAP FUND	8283 632	125,000.00	128,230 62
075887109	BECTON DICKINSON & CO	165.000	24,999 17	23,268.30
09247X101	BLACKROCK INC	112.000	25,247 21	33,876.64
093001188	WILLIAM BLAIR INTL SMALL CAP	9584 665	150,000 00	127,284 35
097023105	BOEING CO	236 000	29,110 30	30,840 48
126650100	CVS HEALTH CORP	515 000	36,874 93	52,736 00
14040H105	CAPITAL ONE FINL CORP	399 000	32,404.27	31,022 25
17275R102	CISCO SYS INC	1166.000	33,056 45	30,176.08
19765N245	COLUMBIA DIVIDEND INCOME FUND	15889 783	189,033 60	282,997 04
19765Y852	COLUMBIA EMERGING MARKETS	27190.850	256,465.19	240,367.11
20030N101	COMCAST CORP	584.000	31,404.32	32,896 72
20825C104	CONOCOPHILLIPS	392 000	30,513 00	19,266.80
268648102	EMC CORP	921.000	22,810 16	22,905.27
26875P101	EOG RES INC	337.000	32,347 76	26,390.47
278865100	ECOLAB INC	310.000	34,861.79	33,833.40
30231G102	EXXON MOBIL CORP	461.000	33,414 72	34,685 64
36220JTD8	GOVERNMENT NATL MTG ASSN	130 530	130.53	131.15
375558103	GILEAD SCIENCES INC	381 000	31,817.99	40,031 67
38145C646	GOLDMAN SACHS STRATEGIC	7455.268	75,000.00	74,254.47
38145N220	GOLDMAN SACHS ABSOLUTE RETURN	22124.217	200,000.00	200,224 16
384802104	GRAINGER W W INC	125 000	29,601 02	27,930 00
41902V872	HATTERAS ALPHA HEDGED	14943 209	175,000 00	168,559 40
437076102	HOME DEPOT INC	367 000	41,609 82	42,740 82
438516106	HONEYWELL INTL INC	436 000	17,067.22	43,281.72
440452100	HORMEL FOODS CORP	570.000	32,566 79	34,827 00
459200101	INTERNATIONAL BUSINESS MACHS	218.000	37,037.39	32,240 02
464287200	ISHARES CORE S&P 500 ETF	590 000	118,906 48	117,262 50
464287507	ISHARES CORE S&P MID CAP ETF	1235.000	177,720 70	174,888 35
464287655	ISHARES RUSSELL 2000 ETF	1010 000	117,789 23	116,352 00

OPAL G COX CHARITABLE TRUST

74-6307500

Balance Sheet

8/31/2015

Bank of America



Cusip	Asset	Units	Basis	Market Value
464288588	ISHARES MBS ETF	1630.000	179,827.14	177,947.10
4812A0573	JPMORGAN INTL VALUE FUND	11278 195	150,000.00	147,744 35
500754106	KRAFT HEINZ CORP	475.000	18,400 78	34,513 50
517834107	LAS VEGAS SANDS CORP	443.000	26,660.65	20,479.89
552983694	MFS VALUE FUND	2220.249	75,000 00	74,511.56
571748102	MARSH & MCLENNAN COS INC	566.000	22,156 80	30,411.18
594918104	MICROSOFT CORP	1015.000	42,841.64	44,172 80
693475105	PNC FINL SVCS GROUP INC	423.000	31,840.98	38,543 76
717081103	PFIZER INC	1410.000	47,060 02	45,430 20
718172109	PHILIP MORRIS INTL INC	453.000	23,075.91	36,149.40
744336504	PRUDENTIAL GLOBAL REAL ESTATE	1572 327	40,000.00	36,226 41
74925K581	ROBECO BOSTON PARTNERS LONG/	10676.157	150,000 00	162,277 59
755111507	RAYTHEON CO	303.000	33,107.22	31,075 68
76628R615	RIDGEWORTH MID CAP VALUE EQUITY	9469 697	125,000.00	120,170 45
78464A474	SPDR BARCLAYS SHORT TERM	9745 000	299,464 82	296,930 15
806857108	SCHLUMBERGER LTD	330 000	18,227 55	25,532.10
808513105	SCHWAB CHARLES CORP NEW	988.000	19,572 78	30,015.44
87612E106	TARGET CORP	406.000	32,130.52	31,550.26
90130A101	TWENTY-FIRST CENTY FOX INC	912.000	30,466.74	24,979.68
904504842	UNDISCOVERED MANAGERS FDS	1890 002	100,000 00	106,822 91
921943858	VANGUARD FTSE DEVELOPED	4625 000	175,379 81	172,605 00
922042858	VANGUARD FTSE EMERGING MKTS	6800 000	286,247 33	234,872.00
92343V104	VERIZON COMMUNICATIONS INC	854.000	41,005 40	39,292 54
92826C839	VISA INC	964 000	39,059 12	68,733 20
949746101	WELLS FARGO & CO	918 000	27,480 23	48,956 94
98978V103	ZOETIS INC	505 000	15,812 84	22,659 35
999107964	4881 STEPHEN ST, HASTINGS, ST	100 000	14,586.14	4,000 00
9O3174273	OIL GAS OR OTHER MINERALS	1 000	1 00	1,657,929 20
G0177J108	ALLERGAN PLC	183.000	41,704 71	55,584.42
G1151C101	ACCENTURE PLC	323 000	16,716.53	30,449 21
G47791101	INGERSOLL-RAND CO LTD	479 000	32,384.52	26,483 91
G5960L103	MEDTRONIC PLC	646.000	49,709.70	46,699.34
H84989104	TE CONNECTIVITY LTD	663 000	16,959 74	39,309 27
		Totals	5,285,792 93	7,143,851.18