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For calendar year 2014, or tax year beginning 12-01-2014 , and ending 11-30-2015

Name of foundation DOSS T SUTTON CHARITABLE FOUNDATIO MARK BARR AND JOE POWERS		<b>A Employer identification number</b>  71-6055339	
Number and street (or P O box number if mail is not delivered to street address) 723 GARRISON AVENUE		<b>B Telephone number</b> (see instructions)  (479) 494-1062	
City or town, state or province, country, and ZIP or foreign postal code FORT SMITH, AR 72901		<b>C</b> If exemption application is pending, check here <input type="checkbox"/>	
<b>G</b> Check all that apply <div><input type="checkbox"/> Initial return <input type="checkbox"/> Final return <input type="checkbox"/> Address change</div> <div><input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Amended return <input type="checkbox"/> Name change</div>		<b>D 1.</b> Foreign organizations, check here <input type="checkbox"/> <b>2.</b> Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/> <b>E</b> If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/> <b>F</b> If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	
<b>H</b> Check type of organization <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			
<b>I</b> Fair market value of all assets at end of year (from Part II, col. (c), line 16) <input checked="" type="checkbox"/> \$ 2,059,456		<b>J</b> Accounting method <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> 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)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule) . . . . .				
	2 Check <input checked="" type="checkbox"/> if the foundation is <b>not</b> required to attach Sch B . . . . .				
	3 Interest on savings and temporary cash investments	15	15	15	
	4 Dividends and interest from securities. . . . .	39,893	39,893	39,893	
	5a Gross rents . . . . .				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	19,305			
	b Gross sales price for all assets on line 6a 801,481				
	7 Capital gain net income (from Part IV, line 2) . . .		19,305		
	8 Net short-term capital gain . . . . .			19,305	
	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) . . . . .				
	12 <b>Total.</b> Add lines 1 through 11 . . . . .	59,213	59,213	59,213	
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc	1,600	1,200		400
	14 Other employee salaries and wages . . . . .				
	15 Pension plans, employee benefits . . . . .				
	16a Legal fees (attach schedule) . . . . .				
	b Accounting fees (attach schedule) . . . . .	2,175	1,631		544
	c Other professional fees (attach schedule) . . . . .	23,165	17,374		5,791
	17 Interest . . . . .				
	18 Taxes (attach schedule) (see instructions) . . .	996	747		249
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy . . . . .				
	21 Travel, conferences, and meetings . . . . .				
	22 Printing and publications . . . . .				
	23 Other expenses (attach schedule) . . . . .	211	158		53
	24 <b>Total operating and administrative expenses.</b> Add lines 13 through 23 . . . . .	28,147	21,110		7,037
	25 Contributions, gifts, grants paid . . . . .	75,000			75,000
	26 <b>Total expenses and disbursements.</b> Add lines 24 and 25	103,147	21,110		82,037
	27 Subtract line 26 from line 12				
	a <b>Excess of revenue over expenses and disbursements</b>	-43,934			
	b <b>Net investment income</b> (if negative, enter -0-)		38,103		
c <b>Adjusted net income</b> (if negative, enter -0-)				59,213	

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 . . . . .	4,608	4,842	4,850
	2	Savings and temporary cash investments . . . . .	72,907	64,141	64,141
	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 ▶ _____			
	8	Inventories for sale or use . . . . .			
	9	Prepaid expenses and deferred charges . . . . .			
	10a	Investments—U S and state government obligations (attach schedule)	560,523	595,580	596,584
	b	Investments—corporate stock (attach schedule) . . . . .	1,154,279 <input checked="" type="checkbox"/>	1,066,626	1,243,974
	c	Investments—corporate bonds (attach schedule). . . . .	134,789 <input checked="" type="checkbox"/>	151,983	149,907
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
	12	Investments—mortgage loans . . . . .			
	13	Investments—other (attach schedule) . . . . .			
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____			
15	Other assets (describe ▶ _____)				
16	Total assets (to be completed by all filers—see the instructions Also, see page 1, item I)	1,927,106	1,883,172	2,059,456	
Liabilities	17	Accounts payable and accrued expenses . . . . .			
	18	Grants payable . . . . .			
	19	Deferred revenue . . . . .			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule) . . . . .			
	22	Other liabilities (describe ▶ _____)			
	23	Total liabilities (add lines 17 through 22) . . . . .		0	
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, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds . . . . .	1,927,106	1,883,172	
	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) . . . . .	1,927,106	1,883,172		
31	Total liabilities and net assets/fund balances (see instructions) . . .	1,927,106	1,883,172		

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	1,927,106
2	Enter amount from Part I, line 27a . . . . .	2	-43,934
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3 . . . . .	4	1,883,172
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	1,883,172

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 )
1 a	PUBLICLY TRADED SECURITIES	P		
b	LONG-TERM CAPITAL GAIN DISTRIBUTIONS	P		
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 801,407		782,176	19,231
b 74			74
c			
d			
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) 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			19,231
b			74
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	19,305
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	19,305

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	107,345	2,077,183	0 051678
2012	93,429	1,971,098	0 047399
2011	91,082	1,829,281	0 049791
2010	87,852	1,853,483	0 047398
2009	86,654	1,832,742	0 047281

2	Total of line 1, column (d). . . . .	2	0 243547
3	Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years . . . . .	3	0 048709
4	Enter the net value of noncharitable-use assets for 2014 from Part X, line 5. . . . .	4	2,059,125
5	Multiply line 4 by line 3. . . . .	5	100,298
6	Enter 1% of net investment income (1% of Part I, line 27b). . . . .	6	381
7	Add lines 5 and 6. . . . .	7	100,679
8	Enter qualifying distributions from Part XII, line 4. . . . .	8	82,037

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 VIExcise 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 <input type="checkbox"/> 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 <input type="checkbox"/> and enter 1% of Part I, line 27b . . . . .		1	762
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	762
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	762
6		Credits/Payments			
a		2014 estimated tax payments and 2013 overpayment credited to 2014	6a	3,024	
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	3,024
8		Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached.		8	
9		Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed . . . . .		9	
10		Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid. . . . .		10	2,262
11		Enter the amount of line 10 to be Credited to 2015 estimated tax <input type="checkbox"/> 2,262 Refunded <input type="checkbox"/>		11	

Part VII-AStatements Regarding Activities

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	Yes	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 <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____				
e		Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____				
2		Has the foundation engaged in any activities that have not previously been reported to the IRS? . . . . .		2		No
If "Yes," attach a detailed description of the activities.						
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? . . . . .		5		No
If "Yes," attach the statement required by General Instruction T.						
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) <input type="checkbox"/> _____				
b		If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation .		8b	Yes	
9		Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2014 or the taxable year beginning in 2014 (see instructions for Part XIV)? If "Yes," complete Part XIV . . . . .		9		No
10		Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses. . . . .		10		No

Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		No
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		No
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application?	13	Yes	
Website address N/A				
14	The books are in care of REGIONS BANK Telephone no (479) 494-1060 Located at 723 GARRISON AVE FORT SMITH AR ZIP+4 72901			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 —Check here and enter the amount of tax-exempt interest received or accrued during the year.	15		
16	At any time during calendar year 2014, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country?	16	Yes	No
See instructions for exceptions and filing requirements for FinCEN Form 114, Report of Foreign Bank and Financial Accounts (FBAR) If "Yes", enter the name of the foreign country				

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)? Organizations relying on a current notice regarding disaster assistance check here.	1b		
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		
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))			
a	At the end of tax year 2014, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2014?. If "Yes," list the years 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))?

YesNo

(2)

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

YesNo

(3)

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

YesNo

(4)

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

YesNo

(5)

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

YesNo

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?

YesNo

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?

YesNo

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?

YesNo

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
MARK BARR	TRUSTEE	400	0	0
P O BOX 10266 FORT SMITH,AR 72903	1 00			
JAMES M LLEWELLYN JR	TRUSTEE	400	0	0
412 SOUTH 18TH STREET FORT SMITH,AR 72901	1 00			
JOE D POWERS	TRUSTEE	400	0	0
723 GARRISON AVENUE FORT SMITH,AR 72901	1 00			
JIM HARWOOD	TRUSTEE	400	0	0
3109 ENID STREET FORT SMITH,AR 72903	1 00			

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
NONE				

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

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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
NONE		
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	
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 N/A	
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	2,001,467
b	Average of monthly cash balances. . . . .	1b	89,015
c	Fair market value of all other assets (see instructions). . . . .	1c	0
d	Total (add lines 1a, b, and c). . . . .	1d	2,090,482
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	
3	Subtract line 2 from line 1d. . . . .	3	2,090,482
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions). . . . .	4	31,357
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,059,125
6	Minimum investment return. Enter 5% of line 5. . . . .	6	102,956

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	102,956
2a	Tax on investment income for 2014 from Part VI, line 5. . . . .	2a	762
b	Income tax for 2014 (This does not include the tax from Part VI ). . . . .	2b	
c	Add lines 2a and 2b. . . . .	2c	762
3	Distributable amount before adjustments Subtract line 2c from line 1. . . . .	3	102,194
4	Recoveries of amounts treated as qualifying distributions. . . . .	4	
5	Add lines 3 and 4. . . . .	5	102,194
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	102,194

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	82,037
b	Program-related investments—total from Part IX-B. . . . .	1b	
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	82,037
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	82,037

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				102,194
2 Undistributed income, if any, as of the end of 2014				
a Enter amount for 2013 only. . . . .				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2014				
a From 2009. . . . .				
b From 2010. . . . .				
c From 2011. . . . . 221				
d From 2012. . . . . 5,265				
e From 2013. . . . . 4,462				
f Total of lines 3a through e. . . . .	9,948			
4 Qualifying distributions for 2014 from Part XII, line 4 ▶ \$ 82,037				
a Applied to 2013, but not more than line 2a				
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. . . . .				82,037
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2014 (If an amount appears in column (d), the same amount must be shown in column (a).)	9,948			9,948
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 . . . . .				
f Undistributed income for 2014 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015 . . . . .				10,209
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 . . . . .				
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. . . .				

## Part XIV

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

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

## 1 Information Regarding Foundation Managers:

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

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

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

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

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

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

**c** Any submission deadlines

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

Part XV

Supplementary Information (continued)

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

Recipient	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
Name and address (home or business)				
a Paid during the year See Additional Data Table				
Total . . . . .			3a	75,000
b Approved for future payment				
Total . . . . .			3b	


Enter gross amounts unless otherwise indicated

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

[illegible]



Form 990PF Part XV Line 3 - Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	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
Name and address (home or business)				
<b>a</b> Paid during the year				
CHILDREN'S EMERGENCY SHELTER 3015 SOUTH 14TH STREET FORT SMITH,AR 72901	NONE	N/A	OPERATIONS	2,000
COMMUNITY SERVICE CLEARINGHOUSE PO BOX 1522 FORT SMITH,AR 72902	NONE	N/A	OPERATIONS	13,000
FORT SMITH BOYS & GIRLS CLUB 4905 NORTH O STREET FORT SMITH,AR 72904	NONE	N/A	OPERATIONS	4,500
GATEWAY HOUSE 3900 ARMOUR STREET FORT SMITH,AR 72904	NONE	N/A	OPERATIONS	3,000
HARBOR HOUSE 615 NORTH 19TH STREET FORT SMITH,AR 72901	NONE	N/A	OPERATIONS	5,000
LINCOLN CHILDCARE CENTER 1415 NORTH 9TH STREET FORT SMITH,AR 72901	NONE	N/A	OPERATIONS	5,000
DONALD W REYNOLDS CANCER SUPPORT 3324 SOUTH M STREET FORT SMITH,AR 72903	NONE	N/A	OPERATIONS	2,000
SALVATION ARMY 301 NORTH 6TH STREET FORT SMITH,AR 72901	NONE	N/A	OPERATIONS	9,000
SEBASTIAN COUNTY HUMANE SOCIETY 3800 KELLEY HIGHWAY FORT SMITH,AR 72904	NONE	N/A	OPERATIONS	1,500
UNITED WAY OF FORT SMITH 320 SOUTH 18TH STREET FORT SMITH,AR 72901	NONE	N/A	OPERATIONS	30,000
<b>Total . . . . .</b>  <b>3a</b>				75,000

TY 2014 Accounting Fees Schedule

**Name:** DOSS T SUTTON CHARITABLE FOUNDATIO  
MARK BARR AND JOE POWERS  
**EIN:** 71-6055339

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
	2,175	1,631		544

# TY 2014 Investments Corporate Bonds Schedule

**Name:** DOSS T SUTTON CHARITABLE FOUNDATIO

MARK BARR AND JOE POWERS

**EIN:** 71-6055339

Name of Bond	End of Year Book Value	End of Year Fair Market Value
DIRECTV HOLDGS	8,074	8,095
HONDA AUTO RECVBLE OWNER TRUST	1,820	1,818
MONDELEZ INTERNATIONAL CALLABLE	8,021	7,814
REYNOLDS AMERICAN INC	7,089	7,170
WALGREENS BOOTS ALLIANCE	8,051	7,974
ANADARKO PETROLEUM CORP	8,952	8,271
ALLY AUTO RECEIVABLES TRUST	6,010	5,999
ALLY AUTO RECEIVABLES TRUST	1,000	995
AMERICREDIT AUTOMOBILE REC TRUST	681	681
BEAR STEARNS CO	7,795	7,311
CAP ONE MULTI-ASSET EXEC TRST	999	996
CHASE ISSUANCE TRUST SERIES	15,038	15,023
CITIGROUP INC	7,806	7,317
CITIBANK CREDIT CARD ISSUANCE TR	15,023	14,998
DISCOVER CARD MASTER TRUST	15,005	15,001
FIFTH THIRD BANKCORP CALLABLE	7,018	7,025
HONDA AUTO RECEIVABLES OWNER	2,995	2,997
HYUNDAI AUTO RECEIVABLES TRUST	6,190	6,192
WESTERN UNION CO DTD	8,201	8,126
WATSON PHARMACEUTICALS INC DTD	7,986	8,012

Name of Bond	End of Year Book Value	End of Year Fair Market Value
VERIZON COMMUNICATIONS DTD	8,229	8,092
AMERICAN EXPRESS CR		
CHASE ISSUANCE TRUST		
DISCOVER CARD MASTER TRUST		
SANTANDER DRIVE AUTO		

TY 2014 Investments Corporate  
Stock Schedule

**Name:** DOSS T SUTTON CHARITABLE FOUNDATIO  
MARK BARR AND JOE POWERS  
**EIN:** 71-6055339

Name of Stock	End of Year Book Value	End of Year Fair Market Value
AMAZON.COM INC	7,000	14,626
BIG LOTS INC	1,426	1,395
BORG WARNER INC	2,323	2,049
CHIPOTLE MEXICAN GRILL CLASS A	10,823	11,011
CIE FINANCIERE RICH - UNSP ADR	3,172	2,629
CONTINENTAL AG SPONSORED ADR	3,323	3,478
COSTCO WHOLESALE CORP	9,127	12,914
D R HORTON INC	1,437	2,391
DARDEN RESTAURANTS INC	958	1,292
FACEBOOK INC A	15,310	21,265
GENUINE PARTS CO	10,363	11,782
PUBLICIS GROUP SPONSORED ADR	3,156	2,586
REED ELSEVIER PLC SPON ADR	3,419	4,838
SAMSONITE INTERNATIONAL UNSP ADR	2,199	2,018
SNAP ON INC	2,451	4,132
STARBUCKS CORP	11,660	18,663
TJX COS INC NEW	2,429	3,036
TIFFANY & CO	8,005	8,127
TOYOTA MOTOR CORP SPON ADR	4,963	4,977
UNDER ARMOUR INC CLASS A	7,707	9,139
VALEO SA	2,305	2,631
NIELSEN HOLDINGS PLC	3,454	4,061
MOBILEYE NV	11,532	13,211
ALTRIA GROUP INC	9,575	15,840
CVS HEALTH CORPORATION	10,581	9,974
COMPASS GROUP PLC ADR	2,197	2,310
DIAGEO PLC-SPONSORED ADR	13,359	12,372
GIVAUDAN SA UNSPONSOR ADR	2,900	3,794
HENKEL KGAA	4,331	4,882
KIMBERLY CLARK CORP	9,266	12,153

Name of Stock	End of Year Book Value	End of Year Fair Market Value
KONINKLIJKE AHOLD N V SP ADR	3,322	4,132
LOREAL CO ADR	2,547	2,761
MEAD JOHNSON NUTRITION COMPANY	9,695	9,590
MONSTER BEVERAGE CORP	10,777	12,214
PERNOD-RICARD SA UNSPON ADR	2,807	2,730
PHILIP MORRIS INTERNATIONAL INC	14,805	14,944
SABMILLER PLC	2,676	3,277
SODEXHO SPONSORED ADR	3,822	4,210
UNILEVER N V N Y SHS NEW ONE NY	16,023	18,415
UNITED NAT FOODS INC	3,054	2,020
CHEVRON CORP	14,592	15,798
CONOCO PHILLIPS	16,994	14,648
ENBRIDGE INC	2,026	1,631
EXXON MOBIL CORP	8,976	9,881
NEWFIELD EXPL CO	1,229	1,683
ROYAL DUTCH SHELL PLC ADR B	18,312	14,682
SUNCOR ENTERGY INC	2,321	1,711
WEC ENTERGY GROUP INC	1,312	1,381
WHITING PETROLEUM CORP	2,059	545
ASTORIA FINL CORP	1,021	1,306
BNP PARIBAS SPONSORED ADR	3,453	2,963
BANCO BILBAO VIZCAYA ARGENTA	2,678	2,216
BANK NOVA SCOTIA HALIFAX	1,942	1,594
BARCLAYS PLC SPONSORED ADR ONE	3,872	3,080
BOSTON PROPERTIES INC	1,595	1,875
CBRE GROUP INC	1,532	2,323
CASH AMERICA INTL INC	989	1,418
CIELO SA-SPONSORED ADR	1,025	744
DNB NOR ASA SPONSOR ADR	2,174	1,581
DEUTSCHE BOERSE AG DEUTSCHE	1,912	2,358

Name of Stock	End of Year Book Value	End of Year Fair Market Value
EATON VANCE CORP COM	1,298	1,221
FIRST POTOMAC REALTY TRUST	801	755
FOUR CORNER PROPERTY TRUST INC	124	158
GRUPO FINANCIERO BANORTE	2,097	1,767
HSBC HOLDINGS PLC SPONS ADR	12,171	9,855
HORACE MANN EDUCATORS CORP N	1,310	1,607
INTERCONTINENTAL EXCHANGE	1,893	2,598
J P MORGAN CHASE & CO	11,995	14,870
JULIUS BAER GROUP, LTD	3,680	3,353
KEYCORP	1,489	1,691
LLOYD'S BANKING GROUP PLC SPONS	4,358	3,943
METLIFE INC	11,553	12,568
NORDEA BANK SPONSORED ADR	3,107	2,870
PRUDENTIAL PLC ADR	4,037	4,130
RAYMOND JAMES FINL INC	1,413	2,056
REINSURANCE GROUP OF AMERICA	1,389	1,838
CHARLES SCHWAB CORP NEW	6,626	10,484
TRAVELERS COMPANIES INC	9,004	12,259
WELLS FARGO & CO	14,992	14,822
WELLTOWER INC	11,914	12,512
AON PLC	2,675	3,695
WILLIS GROUP HOLDINGS PLC	2,566	2,482
ACE LTD	22,771	27,219
UBS GROUP AG	4,511	4,618
ALEXION PHARMACEUTICALS INC	16,267	16,060
ASTRAZENECA PLC SPONSORED ADR	6,030	7,763
CR BARD INC	1,266	2,055
BAYER A G SPONSORED ADRS ONE ADR	2,189	2,534
BIO-RAD LABORATORIES INC CL A	1,064	1,257
BIOMARIN PHARMACEUTICAL INC	7,207	8,869

Name of Stock	End of Year Book Value	End of Year Fair Market Value
CELGENE CORP	11,165	16,965
CENTENE CORP DEL	2,102	3,869
DENTSPLY INTL INC NEW	1,638	1,941
HCP INC REIT	13,834	12,507
ILLUMINA INC	13,153	15,448
JOHNSON & JOHNSON	13,779	15,895
ELI LILLY & CO	5,456	9,188
MEDICAL PROPERTIES TRUST INC	1,271	1,261
MERCK & CO INC NEW	13,274	14,737
NOVARTIS A G ADR ONE ADR REPRS	4,099	4,688
PFIZER INC	13,588	14,943
ROCHE HOLDINGS LTD SPONSORED ADR	7,069	7,437
SANOFI	4,852	4,378
SANTEN PHARMACEUTICAL	2,777	3,768
SONOVA HOLDING AG UNSPON ADR	1,661	1,818
TEVA PHARMACEUTICAL INDS SPONS	2,363	2,580
ALLERGAN PLC	14,089	14,753
BOEING CO	6,222	7,273
BRAMBLES LTD	2,723	2,762
BUNZL PLC	3,573	4,740
CSX CORP	2,138	2,360
DAIKIN INDUSTRIES	1,892	2,245
FANUC CORPORATION	3,438	3,882
GATX CORP	1,646	1,621
GEA GROUP	1,545	1,618
GENERAL ELECTRIC CO	12,090	14,970
GLOBAL PMTS INC	881	2,196
HUNTINGTON INGALLS INDUSTRIES	1,369	2,487
JOY GLOBAL INC	1,025	307
MOOG INC CL A	1,124	1,387

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RAYTHEON CO	8,864	14,636
REPUBLIC SVCS INC	1,149	1,538
SMC CORP	3,414	3,506
SCHNEIDER ELECTRIC	4,055	3,004
SGS SA	3,797	3,216
TAL INTERNATIONAL GROUP INC	1,349	565
3M CO	9,336	12,213
NABORS INDUSTRIES LTD	1,479	880
AERCAP HOLDINGS NV	2,095	2,317
AKAMAI TECHNOLOGIES INC	1,893	2,132
ALIBABA GROUP HOLDING LTD	3,497	3,952
ALPHABET INC	20,112	30,447
ANSYS INC	2,053	2,237
ARM HLDINGS PLC	11,597	12,523
ATHENAHEALTH INC	12,040	15,936
AUTO DESK INC	1,399	2,095
CERNER CORP	15,743	17,463
CISCO SYSTEMS INC	12,432	14,824
CORNING INC	4,425	4,889
EQUINIX INC	8,262	14,232
ERICSSON (LM) TEL	3,398	2,762
FAIRCHILD SEMICONDUCTOR INTL CL	1,500	1,641
INTEL CORP	6,798	10,049
INTUIT INC	2,300	3,507
ITRON INC	982	827
LINKEDIN CORPORATION	15,788	17,018
MICROSOFT CORP	9,450	14,892
MONOLITHIC POWER SYSTEMS INC	831	1,845
ON SEMICONDUCTOR CORP COM	1,708	2,400
PRICELINE GROUP INC	14,189	17,484

Name of Stock	End of Year Book Value	End of Year Fair Market Value
RYDER SYSTEM INC	1,464	1,451
SBA COMMUNICATIONS CORP	2,675	3,681
SALESFORCE.COM INC	18,115	29,485
SAP SE ONE ADR	4,093	4,424
SERVICENOW INC	12,566	18,185
SPLUNK INC	11,051	10,829
SYMANTEC CORP	10,231	9,653
TELEDYNE TECHNOLOGIES INC	1,355	1,480
VISA INC	13,574	24,414
XILINX INC	1,493	1,689
TE CONNECTIVITY LTD	3,068	3,355
CHECK POINT SOFTWARE TECH LT ORD	5,181	7,682
ASML HOLDING N.V.	4,157	4,358
SENSATA TECHNOLOGIES HOLDING NV	3,164	3,573
AKZO NOBEL NV	2,994	3,484
ALLEGHENY TECHNOLOGIES INC	1,039	443
ARKEMA SPONSORED ADR	3,135	2,305
CABOT CORP	858	871
DU PONT E I DE NEMOURS & CO	10,592	14,949
EASTMAN CHEMICAL CO	1,559	1,453
HEXCEL CORP	1,579	1,884
LINDE AG	5,281	4,782
SCOTTS MIRACLE GRO CO	1,332	1,605
SONOCO PRODUCTS	1,317	1,490
VALSPAR CORP	2,292	2,957
AT&T INC	14,938	14,916
AMERICAN TOWER CORPORATION	19,758	25,640
BCE INC	12,189	12,487
BEZEQ ISRAELI TELECOMMUNICATION	2,790	3,319
VODAFONE GROUP	17,029	10,001

Name of Stock	End of Year Book Value	End of Year Fair Market Value
NEXTERA ENTERGY INC	11,896	14,879
CORUS ENTERTAINMENT INC		
INTERNATIONAL GAME TECHNOLOGY		
VOLKSWAGEN AG		
CNOOC LTD		
CENOVUS ENERGY INC		
DIAMOND OFFSHORE DRILLING INC		
OCEANEERING INTL INC		
SCHLUMBERGER LTD		
ENOVA INTERNATIONAL INC		
HEALTH CARE REIT INC		
PROTECTIVE LIFE CORP		
UNITED OVERSEAS BK LTD		
ALLERGAN INC		
COVANCE INC		
HALYARD HEALTH INC		
DRIL-QUIP INC		
FASTENAL CO		
JARDINE MATHESON HOLDINGS LTD		
PRECISION CASTPARTS CORP		
SAFRAN SA-UNSPN ADR		
GOOGLE INC CL C		
QUALCOMM INC		
VMWARE INC		
AGRIUM INC		
BASF SE		
PARTNER COMMUNICATIONS		
SOFTBANK CORPORATION		
INTEGRYS ENERGY GROUP INC		

TY 2014 Other Expenses Schedule

**Name:** DOSS T SUTTON CHARITABLE FOUNDATIO  
MARK BARR AND JOE POWERS  
**EIN:** 71-6055339

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
EXPENSES				
MISC EXPENSES	211	158		53

## TY 2014 Other Professional Fees Schedule

**Name:** DOSS T SUTTON CHARITABLE FOUNDATIO  
MARK BARR AND JOE POWERS

**EIN:** 71-6055339

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDUCIARY FEES	5,230	3,923		1,307
INVESTMENT FEES	17,935	13,451		4,484

**TY 2014 Taxes Schedule****Name:** DOSS T SUTTON CHARITABLE FOUNDATIO

MARK BARR AND JOE POWERS

**EIN:** 71-6055339

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FOREIGN TAX WITHHELD	996	747		249