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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

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

OMB No 1545-0052

2015

Open to Public Inspection

For calendar year 2015, or tax year beginning 01-01-2015, and ending 12-31-2015

Name of foundation THE JOSEPH AND ROBERT CORNELL MEMORIAL FOUNDATION		A Employer identification number 13-3097502	
Number and street (or P O box number if mail is not delivered to street address) ONE BOARS HEAD POINTE SUITE 127		B Telephone number (see instructions) (212) 372-1000	
City or town, state or province, country, and ZIP or foreign postal code CHARLOTTESVILLE, VA 22903		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) ☒ \$ 81,124,399		F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐	
J Accounting method ☒ Cash ☐ Accrual ☐ Other (specify) _____ (Part I, column (d) must be on cash basis.)			

Part I Analysis of Revenue and Expenses <i>(The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions))</i>		Revenue and expenses per books (a)	Net investment income (b)	Adjusted net income (c)	Disbursements for charitable purposes (d) (cash basis only)
Revenue	1 Contributions, gifts, grants, etc , received (attach schedule)				
	2 Check ☒ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	2,637	2,637		
	4 Dividends and interest from securities	2,689,364	2,689,364		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	707,914			
	b Gross sales price for all assets on line 6a 11,378,744				
	7 Capital gain net income (from Part IV, line 2) . . .		707,914		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
Operating and Administrative Expenses	b Less Cost of goods sold				
	c Gross profit or (loss) (attach schedule)				
	11 Other income (attach schedule)	36,028	36,028		
	12 Total.Add lines 1 through 11	3,435,943	3,435,943		
	13 Compensation of officers, directors, trustees, etc	184,055	18,406		165,649
	14 Other employee salaries and wages	20,304	0		20,304
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).	19,353	0		19,353
	b Accounting fees (attach schedule).	14,875	7,437		7,438
	c Other professional fees (attach schedule)	166,060	132,848		33,212
	17 Interest				
	18 Taxes (attach schedule) (see instructions) . . .	109,182	2,799		1,383
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy	11,687	5,843		5,844
	21 Travel, conferences, and meetings.	6,386	0		6,386
	22 Printing and publications				
	23 Other expenses (attach schedule).	6,363	490		5,873
	24 Total operating and administrative expenses. Add lines 13 through 23	538,265	167,823		265,442
	25 Contributions, gifts, grants paid	3,837,000			3,837,000
	26 Total expenses and disbursements.Add lines 24 and 25	4,375,265	167,823		4,102,442
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	-939,322			
	b Net investment income (if negative, enter -0-)		3,268,120		
	c Adjusted net income(if negative, enter -0-) . . .				

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	309,709	1,630,669	1,630,669	
	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)				
	b	Investments—corporate stock (attach schedule)	44,010,742	41,318,809	70,506,173	
	c	Investments—corporate bonds (attach schedule)	1,504,625	1,135,480	1,234,489	
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans.				
	13	Investments—other (attach schedule)	6,144,794	7,115,028	6,890,694	
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)	588,452	419,014	862,374		
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	52,558,322	51,619,000	81,124,399		
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	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ ☐ and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ ☒ and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	52,558,322	51,619,000		
	28	Paid-in or capital surplus, or land, bldg , and equipment fund	0	0		
	29	Retained earnings, accumulated income, endowment, or other funds	0	0		
	30	Total net assets or fund balances(see instructions)	52,558,322	51,619,000		
31	Total liabilities and net assets/fund balances(see instructions)	52,558,322	51,619,000			

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	52,558,322
2	Enter amount from Part I, line 27a	2	-939,322
3	Other increases not included in line 2 (itemize) ▶ _____	3	0
4	Add lines 1, 2, and 3	4	51,619,000
5	Decreases not included in line 2 (itemize) ▶ _____	5	0
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	51,619,000

Part IV

Capital Gains and Losses for Tax on Investment Income

List and describe the kind(s) of property sold (e g , real estate, (a) 2-story brick warehouse, or common stock, 200 shs MLC Co)		How acquired P—Purchase (b) D—Donation	Date acquired (c) (mo , day, yr)	Date sold (d) (mo , day, yr)
1 a	PUBLICLY TRADED SECURITIES		2015-12-31	2015-12-31
b	PUBLICLY TRADED SECURITIES		2013-12-31	2015-12-31
c	SALE OF ARTWORK	D	2013-12-31	2015-12-31
d	CAPITAL GAINS DIVIDENDS	P		
e				

(e) Gross sales price	Depreciation allowed (f) (or allowable)	Cost or other basis (g) plus expense of sale	Gain or (loss) (h) (e) plus (f) minus (g)
a 4,126,871		4,302,622	-175,751
b 7,023,144		6,162,875	860,269
c 130,000		205,333	-75,333
d 98,729			98,729
e			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			Gains (Col (h) gain minus col (k), but not less than -0-) or (l) Losses (from col (h))
(i) F M V as of 12/31/69	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	
a			-175,751
b			860,269
c			-75,333
d			98,729
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	707,914
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))
2014	3,726,683	83,760,218	0 044492
2013	2,181,940	76,286,306	0 028602
2012	2,242,540	68,992,768	0 032504
2011	1,959,141	65,393,427	0 029959
2010	5,084,872	60,841,983	0 083575

2	Total of line 1, column (d).	2	0 219132
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 043826
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	81,924,835
5	Multiply line 4 by line 3.	5	3,590,438
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	32,681
7	Add lines 5 and 6.	7	3,623,119
8	Enter qualifying distributions from Part XII, line 4.	8	4,102,442

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

c

All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)

2

Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

2

0

3

Add lines 1 and 2.

3

32,681

4

Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)

4

0

5

Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-

5

32,681

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

121,237

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

121,237

8

Enter any **penalty** for underpayment of estimated tax. Check here ☒ if Form 2220 is attached

8

9

Tax due. If the total of lines 5 and 8 is more than line 7, enter **amount owed**

9

10

Overpayment. If line 7 is more than the total of lines 5 and 8, enter the **amount overpaid**

10

88,556

11

Enter the amount of line 10 to be **Credited to 2015 estimated tax** 88,556 **Refunded**

11

0

Part VII-A

Statements 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

No

b

Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for definition)?
If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.

1b

No

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 \$ _____ 0 (2) On foundation managers \$ _____ 0

e

Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers \$ _____ 0

2

Has the foundation engaged in any activities that have not previously been reported to the IRS?
If "Yes," attach a detailed description of the activities.

2

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)
 NY _____

b

If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? *If "No," attach explanation.*

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 2015 or the taxable year beginning in 2015 (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

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Part VII-A

Statements Regarding Activities *(continued)*

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions).	11		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? Website address ▶N/A	13	Yes	
14	The books are in care of ▶RSM US LLP Located at ▶1185 AVENUE OF AMERICAS NEW YORK NY Telephone no ▶(212) 372-1000 ZIP+4 ▶100362602			
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 2015, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See 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 ▶	16	Yes	No

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		No
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 2015? ☐	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 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? ☐ 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 2015 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?(<i>Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015.</i>) ☐	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 2015?	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	Title, and average hours per week (b) devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	Expense account, (e) other allowances
RICHARD M ADER	TRUSTEE 20 00	18,513	0	0
7 AVENUE DE LA MER 606 PALM COAST, FL 32137				
JOSEPH ERDMAN	TRUSTEE 20 00	165,542	0	0
550 SE MIZNER BLVD BOCA RATON, FL 33432				

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	Title, and average hours per week (b) devoted to position	(c) Compensation	Contributions to employee benefit plans and deferred compensation (d)	Expense account, (e) other allowances
NONE				

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

0

Part VIII

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

3 Five highest-paid independent contractors for professional services (see instructions). If none, enter "NONE".		
(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
FIDUCIARY TRUST COMPANY	CUSTODY FEES	166,060
175 FEDERAL STREET		
BOSTON,MA 02110		
Total number of others receiving over \$ 50,000 for professional services. ▶		0

Part IX-A

Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.	Expenses
1 N/A	0
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 NOT APPLICABLE	0
2	
All other program-related investments. See instructions.	
3	
Total. Add lines 1 through 3.	0

Part X

Minimum Investment Return

(All domestic foundations must complete this part. Foreign foundations,see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc , purposes		
a	Average monthly fair market value of securities.	1a	79,764,110
b	Average of monthly cash balances.	1b	2,542,218
c	Fair market value of all other assets (see instructions).	1c	866,093
d	Total (add lines 1a, b, and c).	1d	83,172,421
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation).	1e	0
2	Acquisition indebtedness applicable to line 1 assets.	2	0
3	Subtract line 2 from line 1d.	3	83,172,421
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	1,247,586
5	Net value of noncharitable-use assets. Subtract line 4 from line 3 Enter here and on Part V, line 4	5	81,924,835
6	Minimum investment return. Enter 5% of line 5.	6	4,096,242

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	4,096,242
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	32,681
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	32,681
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	4,063,561
4	Recoveries of amounts treated as qualifying distributions.	4	0
5	Add lines 3 and 4.	5	4,063,561
6	Deduction from distributable amount (see instructions).	6	0
7	Distributable amount as adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	4,063,561

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	4,102,442
b	Program-related investments—total from Part IX-B.	1b	0
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc , purposes.	2	
3	Amounts set aside for specific charitable projects that satisfy the		
a	Suitability test (prior IRS approval required).	3a	
b	Cash distribution test (attach the required schedule).	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	4,102,442
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	32,681
6	Adjusted qualifying distributions. Subtract line 5 from line 4.	6	4,069,761

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 2014	(c) 2014	(d) 2015
1 Distributable amount for 2015 from Part XI, line 7				4,063,561
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			4,064,255	
b Total for prior years 20____, 20____, 20____		0		
3 Excess distributions carryover, if any, to 2015				
a From 2010.				
b From 2011.				
c From 2012.				
d From 2013.				
e From 2014.				
f Total of lines 3a through e.	0			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 4,102,442				
a Applied to 2014, but not more than line 2a			4,064,255	
b Applied to undistributed income of prior years (Election required—see instructions).		0		
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				38,187
e Remaining amount distributed out of corpus	0			
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)	0			0
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0			
b Prior years' undistributed income Subtract line 4b from line 2b.		0		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed.		0		
d Subtract line 6c from line 6b Taxable amount—see instructions		0		
e Undistributed income for 2014 Subtract line 4a from line 2a Taxable amount—see instructions			0	
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				4,025,374
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions).	0			
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions). . .	0			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.	0			
10 Analysis of line 9				
a Excess from 2011. . . .				
b Excess from 2012. . . .				
c Excess from 2013. . . .				
d Excess from 2014. . . .				
e Excess from 2015. . . .				

Part XIV

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

b 85% of line 2a

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

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

a "Assets" alternative test—enter

(1) Value of all assets

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

b "Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed. . . .

c "Support" alternative test—enter

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties). . . .

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii). . . .

(3) Largest amount of support from an exempt organization

(4) Gross investment income

Part XV

1

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

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	3,837,000
b Approved for future payment				
Total			3b	0

Enter gross amounts unless otherwise indicated		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income (See instructions)
		(a) Business code	(b) Amount	(c) Exclusion code	(d) Amount	
1	Program service revenue					
a	_____					
b	_____					
c	_____					
d	_____					
e	_____					
f	_____					
g	Fees and contracts from government agencies					
2	Membership dues and assessments.					
3	Interest on savings and temporary cash investments			14	2,637	
4	Dividends and interest from securities.			14	2,689,364	
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	707,914	
9	Net income or (loss) from special events					
10	Gross profit or (loss) from sales of inventory					
11	Other revenue a <u>PERMISSIONS AND LICENSES</u>			01	36,028	
b	_____					
c	_____					
d	_____					
e	_____					
12	Subtotal Add columns (b), (d), and (e).		0		3,435,943	0
13	Total. Add line 12, columns (b), (d), and (e). (See worksheet in line 13 instructions to verify calculations)			13		3,435,943

[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)				
a <i>Paid during the year</i>				
ASH LAWN OPERA 226 E HIGH STREET CHARLOTTESVILLE,VA 22902	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
COOK CHILDREN'S HEALTH FOUNDATION 801 7TH AVENUE FORT WORTH,TX 76104	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	25,000
DUKE UNIVERSITY 700 W MAIN STREET 110 DURHAM,NC 27701	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	5,000
FIRST TEE OF RICHMOND CHESTERFIELD 9211 FOREST HILL AVENUE SUITE 104 RICHMOND,VA 23235	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	7,500
FOCUSED ULTRASOUND SURGERY FOUNDATION 1230 CEDARS COURT SUITE F CHARLOTTESVILLE,VA 22903	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
HOSPICE OF THE PIEDMONT 675 PETER JEFFERSON PARKWAY CHARLOTTESVILLE,VA 22911	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
JEFFERSON SCHOLARS FOUNDATION 112 CLARK COURT CHARLOTTESVILLE,VA 22903	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
LIVE IN CONCERT 104 NORTHAMPTON ROAD AMHERST,MA 01002	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	25,000
MARTHA JEFFERSON HOSPITAL 500 MARTHA JEFFERSON DRIVE CHARLOTTESVILLE,VA 22911	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	250,000
MILLER CENTER FOUNDATION 2333 OLD IVY ROAD CHARLOTTESVILLE,VA 22903	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	125,000
MONTPELIER FOUNDATION 11407 CONSTITUTION HWY MONTPELIER STATION,VA 22957	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	500,000
PRESERVATION VIRGINIA 204 WEST FRANKLIN STREET RICHMOND,VA 232205012	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	10,000
RON BROWN SCHOLAR PROGRAM 1160 PEPSI PL 206 CHARLOTTESVILLE,VA 22901	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	10,000
ST BARTHOLOMEWS CONSERVANCY INC 325 PARK AVENUE NEW YORK,NY 10022	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
THOMAS JEFFERSON FOUNDATION INC PO BOX 217 CHARLOTTESVILLE,VA 22902	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	500,000
Total  3a				3,837,000

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)				
a <i>Paid during the year</i>				
UNION SETTLEMENT ASSOCIATION 237 E 104TH STREET NEW YORK,NY 10029	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	10,000
UNIVERSITY OF MASSACHUSETTS DEPARTMENT OF THEATER 151 PRESIDENTS DR AMHERST,MA 01003	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	12,000
UNIVERSITY OF VIRGINIA - COLLEGE AND GRADUATE SCHOOL OF ARTS & SCIENCES 155 RUGBY ROAD CHARLOTTESVILLE,VA 22904	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	250,000
UNIVERSITY OF VIRGINIA - FRALIN MUSEUM 155 RUGBY ROAD CHARLOTTESVILLE,VA 22904	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	750,000
UNIVERSITY OF VIRGINIA - VIRGINIA FILM FESTIVAL 155 RUGBY ROAD CHARLOTTESVILLE,VA 22904	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	100,000
UVA CHARLOTTESVILLE SYMPHONY 155 RUGBY ROAD CHARLOTTESVILLE,VA 22904	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
UVA HERITAGE REPERTORY THEATRE 155 RUGBY ROAD CHARLOTTESVILLE,VA 22904	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	50,000
VIRGINIA CENTER FOR THE CREATIVE ARTS 154 SAN ANGELO DR AMHERST,VA 24521	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	7,500
VIRGINIA FOUNDATION FOR THE HUMANITIES & PUBLIC POLICY 145 EDNAM PLACE CHARLOTTESVILLE,VA 22903	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	150,000
WNET 825 EIGHTH AVENUE NEW YORK,NY 10019	NONE	PC	GRANT IS FOR DONEE'S EXEMPT PURPOSE	750,000
Total			3a	3,837,000

TY 2015 Accounting Fees Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION
EIN: 13-3097502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
RSM US LLP	14,875	7,437		7,438

TY 2015 Investments Corporate Bonds Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION

EIN: 13-3097502

Name of Bond	End of Year Book Value	End of Year Fair Market Value
400,000 AT&T INC	395,296	427,596
250,000 BANK OF AMERICA CORP	249,974	266,053
100,000 BARCLAYS BANK PLC	99,748	109,924
400,000 VERIZON COMMUNICATIONS	390,462	430,916

TY 2015 Investments Corporate Stock Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION
EIN: 13-3097502

Name of Stock	End of Year Book Value	End of Year Fair Market Value
20,000 ABBOTT LABORATORIES	588,809	898,200
20,000 ABBVIE INC	710,063	1,184,800
20,000 ALLIANT ENERGY GROUP	456,133	1,249,000
1,000 ALPHABET INC CLASS A	330,892	778,010
1,002 ALPHABET INC CLASS C	331,512	760,398
10,000 AMERICAN ELECTRIC POWER CO	266,202	582,700
2,000 AMGEN INC	322,896	324,660
10,000 APPLE INC	752,690	1,052,600
20,000 AT&T INC	494,624	688,200
10,000 ATMOS ENERGY CORP	251,350	630,400
30,000 BRISTOL-MYERS SQUIBB CO	955,582	2,063,700
20,000 CHEVRON CORP	671,928	1,799,200
50,000 CISCO SYSTEMS INC	894,772	1,357,750
20,000 COCA-COLA CO COM	706,056	859,200
10,000 COLGATE PALMOLIVE	358,902	666,200
10,000 CONOCOPHILLIPS COM	580,968	466,900
10,000 EQT CORP	196,280	521,300
13,000 EQUITY RESIDENTIAL SH BEN INT	865,521	1,060,670
25,000 EXXON MOBIL CORP	1,960,831	1,948,750
45,000 GENERAL ELECTRIC CO	1,042,071	1,401,750
18,000 GENERAL MILLS	583,130	1,037,880
5,000 GILEAD SCIENCES INC	413,200	505,950
1,500 GRAINGER (W.W.) INC	358,950	303,885
10,000 HOME DEPOT INC	1,319,609	1,322,500
15,000 HONEYWELL INTL INC	547,273	1,553,550
20,000 HORMEL FOODS CORP	129,132	1,581,600
20,000 JOHNSON AND JOHNSON COM	1,099,841	2,054,400
9,000 KELLOGG CO	484,826	650,430
10,000 KIMBERLY CLARK	613,913	1,273,000
10,000 MARATHON PETROLEUM CORP	60,923	777,600

Name of Stock	End of Year Book Value	End of Year Fair Market Value
10,000 MCDONALDS CORP	1,163,301	1,181,400
24,000 MDU RESOURCES GRP INC	108,540	439,680
35,000 MERCK & CO INC	1,317,160	1,848,700
50,000 MICROSOFT CORP	1,288,252	2,774,000
38,000 NEW JERSEY RESOURCE CORP	153,894	1,252,480
10,000 NEXTERA ENERGY INC	141,428	1,038,900
3,000 NOVARTIS AG SPONSORED	282,681	258,120
15,000 PEPSICO INC	811,735	1,498,800
40,000 PFIZER INC	836,256	1,291,200
4,000 PHILLIPS 66	133,436	327,200
40,000 PLUM CREEK TIMBER CO INC	1,442,443	1,908,800
20,000 PPG INDUSTRIES INC	444,507	1,976,400
16,000 PUBLIC STORAGE	2,603,969	3,963,200
18,000 PROCTER & GAMBLE CO	970,994	1,429,380
30,000 QEP RESOURCES INC	111,609	402,000
50,000 QUESTAR CORP	106,244	974,000
15,000 SCANA CORP NEW	279,600	907,350
10,000 SEMPRA ENERGY	194,025	940,100
16,000 SIMON PROPERTY GROUP INC	2,518,355	3,111,040
5,000 SKYWORKS SOLUTIONS INC	462,582	384,150
10,000 SOUTH JERSEY INDUSTRIES	47,707	235,200
20,000 SOUTHERN COMPANY	545,741	935,800
20,000 SOUTHWEST GAS CORP	273,980	1,103,200
25,000 SPECTRA ENERGY CORP	285,773	598,500
10,000 STARBUCKS CORP	518,844	600,300
20,000 TECO ENERGY INC	379,050	533,000
25,000 TORTOISE MLP FUND	524,857	434,000
20,000 TORTOISE ENERGY INTRASTRUCTURE	889,734	556,400
4,000 VANGUARD TELECOM SERVICE ETF	250,948	335,640
40,000 VERIZON COMMUNICATIONS	1,495,982	1,848,800

Name of Stock	End of Year Book Value	End of Year Fair Market Value
5,000 WALT DISNEY HOLDING CO	252,966	525,400
15,000 WELLS FARGO & CO	857,992	815,400
10,000 WESTAR ENERGY INC	180,411	424,100
10,000 WGL HOLDINGS INC	115,626	629,900
15,000 XCEL ENERGY INC	269,192	538,650
7,500 3M COMPANY	710,116	1,129,800

TY 2015 Investments - Other Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION

EIN: 13-3097502

Category / Item	Listed at Cost or FMV	Book Value	End of Year Fair Market Value
21,361 ALLIANZGI CONVERTIBLE & INCOME FUND	FMV	204,796	118,340
30,000 ALLIANCEBERNSTEIN GLOBAL	FMV	407,993	323,400
260,761 DNP SELECT INCOME FD INC	FMV	2,350,113	2,336,419
44,304 HANCOCK JOHN PREMIUM DIV FUND	FMV	493,661	607,408
10,000 INVESCO BOND FUND	FMV	169,724	175,700
5,000 ISHARES CORE S & P 500 EFT	FMV	991,024	1,024,350
63,616 MORGAN STANLEY INCOME SECURITIES	FMV	1,039,138	1,073,202
72,502 PUTNAM HIGH INCOME SECS	FMV	536,153	529,990
110,533 TEMPLETON GLOBAL INCOME FD	FMV	922,426	701,885

TY 2015 Legal Fees Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION

EIN: 13-3097502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
MCGUIREWOODS LLP	4,893	0		4,893
PROSKAUER ROSE LLP	14,460	0		14,460

TY 2015 Other Assets Schedule

Name: THE JOSEPH AND ROBERT CORNELL

MEMORIAL FOUNDATION

EIN: 13-3097502

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
PROGRAM RELATED ASSETS	541,440	379,440	822,800
DUE FROM BROKER	47,012	39,574	39,574

TY 2015 Other Expenses Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION

EIN: 13-3097502

Description	Revenue and Expenses per Books	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ANNUAL FILING FEE	1,500	0		1,500
BANK FEE	490	490		0
OFFICE SUPPLIES	3,091	0		3,091
PAYROLL SERVICES	1,282	0		1,282

TY 2015 Other Income Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION
EIN: 13-3097502

Description	Revenue And Expenses Per Books	Net Investment Income	Adjusted Net Income
PERMISSIONS AND LICENSES	36,028	36,028	36,028

TY 2015 Other Professional Fees Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION
EIN: 13-3097502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FIDUCIARY TRUST CUSTODY FEE	166,060	132,848		33,212

TY 2015 Taxes Schedule

Name: THE JOSEPH AND ROBERT CORNELL
MEMORIAL FOUNDATION

EIN: 13-3097502

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
FEDERAL EXCISE TAX	105,000	0		0
FOREIGN TAX PAID	2,799	2,799		0
PAYROLL TAXES	1,383	0		1,383