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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 Byck-Rothschild Foundation Inc		A Employer identification number 14-1859523	
Number and street (or P O box number if mail is not delivered to street address) PO Box 568		B Telephone number (see instructions) (912) 489-9302	
City or town, state or province, country, and ZIP or foreign postal code Statesboro, GA 30459		C If exemption application is pending, check here ☐	
G Check all that apply ☐ Initial return ☐ Final return ☐ Address change		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) \$ 2,438,650		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))		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)	75,000			
	2 Check ☐ if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments				
	4 Dividends and interest from securities	55,794	55,794		
	5a Gross rents				
	b Net rental income or (loss) _____				
	6a Net gain or (loss) from sale of assets not on line 10	66,231			
	b Gross sales price for all assets on line 6a 426,704				
	7 Capital gain net income (from Part IV, line 2)		66,231		
	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)				
	12 Total.Add lines 1 through 11	197,025	122,025		
	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule).				
	b Accounting fees (attach schedule).	1,900			1,900
	c Other professional fees (attach schedule)	16,550	16,550		
	17 Interest				
	18 Taxes (attach schedule) (see instructions)	7,253	7,223		30
	19 Depreciation (attach schedule) and depletion . . .				
	20 Occupancy				
	21 Travel, conferences, and meetings.				
	22 Printing and publications				
	23 Other expenses (attach schedule).				
	24 Total operating and administrative expenses. Add lines 13 through 23	25,703	23,773		1,930
	25 Contributions, gifts, grants paid	125,300			125,300
	26 Total expenses and disbursements.Add lines 24 and 25	151,003	23,773		127,230
	27 Subtract line 26 from line 12				
	a Excess of revenue over expenses and disbursements	46,022			
	b Net investment income (if negative, enter -0-)		98,252		
	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	148,958	117,970	117,970	
	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)	1,913,696	1,990,202	2,317,913	
	c	Investments—corporate bonds (attach schedule)				
	11	Investments—land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
	12	Investments—mortgage loans.				
	13	Investments—other (attach schedule)				
	14	Land, buildings, and equipment basis ▶ _____ Less accumulated depreciation (attach schedule) ▶ _____				
15	Other assets (describe ▶ _____)	2,263	2,767	2,767		
16	Total assets(to be completed by all filers—see the instructions Also, see page 1, item I)	2,064,917	2,110,939	2,438,650		
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 ▶ ☐ 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				
	28	Paid-in or capital surplus, or land, bldg , and equipment fund				
	29	Retained earnings, accumulated income, endowment, or other funds	2,064,917	2,110,939		
	30	Total net assets or fund balances(see instructions)	2,064,917	2,110,939		
31	Total liabilities and net assets/fund balances(see instructions)	2,064,917	2,110,939			

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	2,064,917
2	Enter amount from Part I, line 27a	2	46,022
3	Other increases not included in line 2 (itemize) ▶ _____	3	
4	Add lines 1, 2, and 3	4	2,110,939
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	2,110,939

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)
1a	See Additional Data Table			
b				
c				
d				
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 See Additional Data Table			
b			
c			
d			
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 See Additional Data Table			
b			
c			
d			
e			

2	Capital gain net income or (net capital loss)	{ If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }	2	66,231
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	110,880	2,413,993	0 04593
2013	99,080	2,206,247	0 04491
2012	101,226	1,969,571	0 05140
2011	86,000	1,919,063	0 04481
2010	92,628	1,757,797	0 05270

2	Total of line 1, column (d).	2	0 239746
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 047949
4	Enter the net value of noncharitable-use assets for 2015 from Part X, line 5.	4	2,494,307
5	Multiply line 4 by line 3.	5	119,600
6	Enter 1% of net investment income (1% of Part I, line 27b).	6	983
7	Add lines 5 and 6.	7	120,583
8	Enter qualifying distributions from Part XII, line 4.	8	127,230

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

3

Add lines 1 and 2.

3

983

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

983

6

Credits/Payments

a

2015 estimated tax payments and 2014 overpayment credited to 2015

6a

4,560

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

4,560

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

3,577

11

Enter the amount of line 10 to be Credited to 2015 estimated tax ☒ 3,577 Refunded ☒

11

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

e

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

2

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

2

No

3

Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes

3

No

4a

Did the foundation have unrelated business gross income of \$1,000 or more during the year?

4a

No

b

If "Yes," has it filed a tax return on Form 990-T for this year?

4b

No

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):
☒ GA _____

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  www.guidestar.org	13	Yes	
14	The books are in care of  EDWIN R BYCK Telephone no  (912) 489-9302 Located at  PO BOX 10105 SAVANNAH GA ZIP+4  31412			
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		No
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		No
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))?

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

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

☐ Yes ☒ No

b

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

5b

No

Organizations relying on a current notice regarding disaster assistance check here.

☒

c

If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant?

☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945–5(d).

6a

Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?

☐ Yes ☒ No

b

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

6b

No

If "Yes" to 6b, file Form 8870.

7a

At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?

☐ Yes ☒ No

b

If yes, did the foundation receive any proceeds or have any net income attributable to the transaction?

7b

No

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
ELLEN R BYCK	President	0		
305 MCLAWS STREET	0 00			
SAVANNAH, GA 31405				
EDWIN R BYCK	Secretary	0		
145 EAST STATE STREET	0 00			
SAVANNAH, GA 31401				
DAVID B BYCK	Treasurer	0		
4750 WATERS AVENUE	0 00			
SAVANNAH, GA 31404				
NANCY B BURTON	Trustee	0		
6181 TIDEWATER ISLAND CIRCLE	0 00			
FT MYERS, FL 33908				

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.

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	
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	2,415,039
b	Average of monthly cash balances.	1b	117,252
c	Fair market value of all other assets (see instructions).	1c	0
d	Total (add lines 1a, b, and c).	1d	2,532,291
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	
3	Subtract line 2 from line 1d.	3	2,532,291
4	Cash deemed held for charitable activities Enter 1 1/2% of line 3 (for greater amount, see instructions).	4	37,984
5	Net value of noncharitable-use assets.Subtract line 4 from line 3 Enter here and on Part V, line 4	5	2,494,307
6	Minimum investment return.Enter 5% of line 5.	6	124,715

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	124,715
2a	Tax on investment income for 2015 from Part VI, line 5.	2a	983
b	Income tax for 2015 (This does not include the tax from Part VI).	2b	
c	Add lines 2a and 2b.	2c	983
3	Distributable amount before adjustments Subtract line 2c from line 1.	3	123,732
4	Recoveries of amounts treated as qualifying distributions.	4	
5	Add lines 3 and 4.	5	123,732
6	Deduction from distributable amount (see instructions).	6	
7	Distributable amountas adjusted Subtract line 6 from line 5 Enter here and on Part XIII, line 1.	7	123,732

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	127,230
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	127,230
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	983
6	Adjusted qualifying distributions.Subtract line 5 from line 4.	6	126,247

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				123,732
2 Undistributed income, if any, as of the end of 2015				
a Enter amount for 2014 only.			74,749	
b Total for prior years 20____, 20____, 20____				
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.				
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 127,230				
a Applied to 2014, but not more than line 2a			74,749	
b Applied to undistributed income of prior years (Election required—see instructions).				
c Treated as distributions out of corpus (Election required—see instructions).	0			
d Applied to 2015 distributable amount.				52,481
e Remaining amount distributed out of corpus				
5 Excess distributions carryover applied to 2015 (If an amount appears in column (d), the same amount must be shown in column (a).)				
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
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 2014 Subtract line 4a from line 2a Taxable amount—see instructions				
f Undistributed income for 2016 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2015.				71,251
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 2010 not applied on line 5 or line 7 (see instructions). . . .				
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a.				
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.				

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

1a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2015, 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) ☐

2a	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed	Tax year	Prior 3 years			(e) Total
		(a) 2015	(b) 2014	(c) 2013	(d) 2012	
b	85% of line 2a					
c	Qualifying distributions from Part XII, line 4 for each year listed					
d	Amounts included in line 2c not used directly for active conduct of exempt activities					
e	Qualifying distributions made directly for active conduct of exempt activities Subtract line 2d from line 2c					
3	Complete 3a, b, or c for the alternative test relied upon					
a	"Assets" alternative test—enter					
	(1) Value of all assets					
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)					
b	"Endowment" alternative test— enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed.					
c	"Support" alternative test—enter					
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)					
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii).					
	(3) Largest amount of support from an exempt organization					
	(4) Gross investment income					

Part XV **Supplementary Information (Complete this part only if the 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))

ELLEN R BYCK

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	125,300
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

Form **990-PF** (2015)

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

	Yes	No
1a(1)		No
1a(2)		No
1b(1)		No
1b(2)		No
1b(3)		No
1b(4)		No
1b(5)		No
1b(6)		No
1c		No

[illegible]

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

b If "Yes," complete the following schedule

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

**Sign
Here**

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

* * * * *

2016-05-03

* * * * *

Signature of officer or trustee

Date

Title

May the IRS discuss this return with the preparer shown below
(see instr)? ☒ Yes ☐ No

☒ Yes ☐ No

**Paid
Preparer
Use
Only**

Print/Type preparer's name G Forbes Buck CPA	Preparer's Signature	Date	Check if self-employed ☐	PTIN P00590640
Firm's name ☐ KRT CPAs PC			Firm's EIN ☐	
Firm's address ☐ 6600 Abercorn Street Suite 200 Savannah, GA 31405			Phone no (912) 232-0475	

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
KRAFT FOODS GROUP INC	P	2014-08-22	2015-07-06
MATTEL INC COM	P	2014-03-17	2015-01-13
OPPENHEIMER DEV MKTS FUND CL I	P	2015-01-23	2015-10-07
RAYONIER INC COM	P	2015-01-23	2015-08-06
TEMPLETON GLOBAL BOND FUND	P	2015-01-23	2015-12-14
CALAMOS MARKET NTL INCOME FD	P	2015-12-31	2015-01-23
CHEMOURS CO COM	P	2012-01-05	2015-07-21
DODGE & COX INCOME FUND	P	2014-06-20	2015-10-07
FOUR CORNERS PPTY TR INC	P	2012-01-05	2015-12-08
GOLDMAN SACHS STRATEGIC INCOM FD	P	2014-03-31	2015-10-07

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
2,272		2,117	155
2,903		3,787	-884
3,000		3,459	-459
2,321		2,922	-601
4,558		5,000	-442
111,738		112,000	-262
395		376	19
7,000		7,244	-244
7		5	2
15,000		16,073	-1,073

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			155
			-884
			-459
			-601
			-442
			-262
			19
			-244
			2
			-1,073

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo , day, yr)	(d) Date sold (mo , day, yr)
GOLDMAN SACHS STRATEGIC INCOM FD	P	2015-12-31	2015-12-14
KRAFT FOODS GROUP INC	P	2012-01-05	2015-07-06
MAINSTAY MARKETFIELD FD CL I	P	2015-12-31	2015-01-23
MARATHON OIL CORP	P	2012-01-05	2015-01-23
RAYONIER INC COM	P	2012-01-05	2015-08-06
TEMPLETON GLOBAL BOND FUND	P	2013-10-01	2015-12-14
TOTAL S A SPORSORED ADR	P	2012-01-05	2015-06-01
MAINSTAY MARKETFIELD FD CL I	P	2015-12-31	2015-01-23
SENTINEL COMMON STOCK FUND	P	2008-10-15	2015-10-07
TOTAL SYS SVCS INC	P	1990-12-25	2015-10-06

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
54,075		58,927	-4,852
5,096		3,271	1,825
21,822		25,000	-3,178
6,822		7,805	-983
3,714		5,180	-1,466
22,087		25,000	-2,913
7,515		7,681	-166
74,659		63,457	11,202
15,000		7,917	7,083
4,643		3,252	1,391

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
			-4,852
			1,825
			-3,178
			-983
			-1,466
			-2,913
			-166
			11,202
			7,083
			1,391

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns a - d

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)	(d) Date sold (mo , day, yr)
Capital Gain Dividends			

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns e - h

(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)
			62,077

Form 990PF Part IV - Capital Gains and Losses for Tax on Investment Income - Columns i - l

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	Adjusted basis (j) as of 12/31/69	Excess of col (i) (k) over col (j), if any	

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>				
JUNIOR ACHIEVEMENT OF GEORGIA 2 E BRYAN ST SAVANNAH,GA 31401	N/A	T/E	EDUCATION	5,000
SENIOR CITIZENS INC 3025 BULL STREET SAVANNAH,GA 31405	N/A	T/E	BENEVOLENCE	50,000
UNITED WAY OF THE COASTAL EMPIRE 428 BULL STREET SAVANNAH,GA 31401	N/A	T/E	BENEVOLENCE	2,500
SAVANNAH JEWISH COUNCIL INC PO BOX 23527 SAVANNAH,GA 31403	N/A	T/E	BENEVOLENCE	20,000
TELFAIR MUSEUM OF ART 121 BARNARD STREET SAVANNAH,GA 31401	N/A	T/E	ARTS & EDUCATION	5,600
CANTEBURY SCHOOL ABC ENDOWMENT 3210 SMITH ROAD FORT WAYNE,IN 46804	N/A	T/E	ARTS & EDUCATION	2,000
SAVANNAH MUSIC FESTIVAL 204 W ST JULIAN 2 SAVANNAH,GA 31401	N/A	T/E	ARTS & EDUCATION	10,000
AMERICA'S SECOND HARVEST OF COASTAL 2501 E PRESIDENT ST SAVANNAH,GA 31404	N/A	T/E	BENEVOLENCE	5,000
MEMORIAL HEALTH MEDICAL CTR FOUNDAT PO BOX 23089 SAVANNAH,GA 31403	N/A	T/E	MEDICAL RESEARCH	15,000
LEE MEMORIAL HEALTH SYSTEM FOUNDATI 9800 S HEALTHPARK DR FORT MYERS,FL 33908	N/A	T/E	MEDICAL RESEARCH	2,500
HARRY CHAPIN FOODBANK OF SW FLORIDA 3760 FOWLER STREET FORT MEYERS,FL 33901	N/A	T/E	BENEVOLENCE	500
ABUSE COUNSELING TREATMENT INC PO BOX 60401 FORT MYERS,FL 33906	N/A	PC	BENEVOLENCE	500
SOUTHWEST FLORIDA COMMUNITY FOUNDAT 8771 COLLEGE PARKWAY 201 FORT MYERS,FL 33919	N/A	EOF	BENEVOLENCE	5,700
STEP UP SAVANNAH 428 BULL STREET SAVANNAH,GA 31401	N/A	PC	GENERAL	1,000
Total				125,300

TY 2015 Accounting Fees Schedule

Name: Byck-Rothschild Foundation Inc

EIN: 14-1859523

Software ID: 15000324

Software Version: 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
ACCOUNTING FEES	1,900	0	0	1,900

TY 2015 Investments Corporate Stock Schedule

Name: Byck-Rothschild Foundation Inc

EIN: 14-1859523

Software ID: 15000324

Software Version: 2015v2.0

Name of Stock	End of Year Book Value	End of Year Fair Market Value
VARIOUS - SEE ATTACHED LIST	1,990,202	2,317,913

TY 2015 Other Assets Schedule

Name: Byck-Rothschild Foundation Inc

EIN: 14-1859523

Software ID: 15000324

Software Version: 2015v2.0

Description	Beginning of Year - Book Value	End of Year - Book Value	End of Year - Fair Market Value
INVESTMENT INCOME RECEIVABLE	2,263	2,767	
INVESTMENT INCOME RECIEVABLE			2,767

TY 2015 Other Professional Fees Schedule

Name: Byck-Rothschild Foundation Inc

EIN: 14-1859523

Software ID: 15000324

Software Version: 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
INVESTMENT MANAGEMENT FEES	16,550	16,550	0	0

TY 2015 Taxes Schedule**Name:** Byck-Rothschild Foundation Inc**EIN:** 14-1859523**Software ID:** 15000324**Software Version:** 2015v2.0

Category	Amount	Net Investment Income	Adjusted Net Income	Disbursements for Charitable Purposes
LICENSES & REGISTRATION	30			30
TAXES	7,223	7,223		

Schedule B (Form 990, 990-EZ, or 990-PF) Department of the Treasury Internal Revenue Service	Schedule of Contributors ▶ Attach to Form 990, 990-EZ, or 990-PF. ▶ Information about Schedule B (Form 990, 990-EZ, or 990-PF) and its instructions is at www.irs.gov/form990.	OMB No 1545-0047 2015
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Name of the organization Byck-Rothschild Foundation Inc	Employer identification number 14-1859523
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Organization type (check one)

Filers of: Form 990 or 990-EZ Form 990-PF	Section: ☐ 501(c)() (enter number) organization ☐ 4947(a)(1) nonexempt charitable trust not treated as a private foundation ☐ 527 political organization ☒ 501(c)(3) exempt private foundation ☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation ☐ 501(c)(3) taxable private foundation
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Check if your organization is covered by the **General Rule** or a **Special Rule**.
Note. Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule See instructions

General Rule

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

Special Rules

- ☐ For an organization described in section 501(c)(3) filing Form 990 or 990-EZ that met the 33¹/₃% support test of the regulations under sections 509(a)(1) and 170(b)(1)(A)(vi), that checked Schedule A (Form 990 or 990-EZ), Part II, line 13, 16a, or 16b, and that received from any one contributor, during the year, total contributions of the greater of **(1)** \$5,000 or **(2)** 2% of the amount on (i) Form 990, Part VIII, line 1h, or (ii) Form 990-EZ, line 1 Complete Parts I and II
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, total contributions of more than \$1,000 *exclusively* for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals Complete Parts I, II, and III
- ☐ For an organization described in section 501(c)(7), (8), or (10) filing Form 990 or 990-EZ that received from any one contributor, during the year, contributions *exclusively* for religious, charitable, etc , purposes, but no such contributions totaled more than \$1,000 If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc , purpose Do not complete any of the parts unless the **General Rule** applies to this organization because it received *nonexclusively* religious, charitable, etc , contributions totaling \$5,000 or more during the year ▶ \$ _____

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

Name of organization Byck-Rothschild Foundation Inc	Employer identification number 14-1859523
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Part I Contributors (see instructions) Use duplicate copies of Part I if additional space is needed			
(a) No.	(b) Name, address, and ZIP + 4	(c) Total contributions	(d) Type of contribution
1	NANCY R HILL CHAR LEAD TRUST	\$ 50,000	Person ☒
	C/O SYNOVUS TRUST CO		Payroll ☐
	COLUMBUS, GA 31902		Noncash ☐ (Complete Part II for noncash contributions)
2	ELLEN R BYCK	\$ 25,000	Person ☒
	305 MCLAWS STREET		Payroll ☐
	SAVANNAH, GA 31405		Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)
		\$	Person ☐
			Payroll ☐
			Noncash ☐ (Complete Part II for noncash contributions)

Name of organization Byck-Rothschild Foundation Inc	Employer identification number 14-1859523
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Part II **Noncash Property**
(see instructions) Use duplicate copies of Part II if additional space is needed

[illegible]

Name of organization Byck-Rothschild Foundation Inc	Employer identification number 14-1859523
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Part III

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

Use duplicate copies of Part III if additional space is needed

(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	--		
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	--		
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	--		
(a) No.from Part I	(b) Purpose of gift	(c) Use of gift	(d) Description of how gift is held
-			
	(e) Transfer of gift		
	Transferee's name, address, and ZIP 4	Relationship of transferor to transferee	
	--		

Buck-Rothschild Foundation Inc
December 31 2014 and December 31 2015 Portfolio

	<u>Units</u>	<u>Tax Cost</u>	<u>Market Value</u>	<u>Units</u>	<u>Tax Cost</u>	<u>Market Value</u>
<u>EQUITIES</u>						
ALLIANCE BERNSTEIN SMALL CAP GROWTH #426	824 22	35 000	39 002	931 57	40 000	40 253
ABBVIE INC	150 00	7 023	9 816	150 00	7 023	8 886
ALTRIA GROUP INC	370 00	10 522	18 230	370 00	10 522	21 538
AMERICAN EURO PACIFIC GROWTH FUND #16	2 037 37	75 473	95 797	2 381 53	92 473	107 764
AT&T INC	320 00	9 682	10 749	320 00	9 682	11 011
AUTOMATIC DATA PROCESSING CO	130 00	6 171	10 838	130 00	6 171	11 014
BRISTOL MYERS SQUIBB CO	225 00	7 618	13 282	225 00	7 618	15 478
CALAMOS MARKET NEUTRAL INCOME FUND CL I	8 729 54	112 000	111 913	8 729 54	-	-
CHEVRON CORPORATION	75 00	9 254	8 414	110 00	13 054	9 896
CISCO SYS INC	300 00	6 799	8 345	400 00	9 639	10 862
COLUMBIA DIVIDEND OPPTY FUND CL Z	14 182 93	120 193	134 880	16 251 18	140 193	142 198
CONOCOPHILLIPS COM	175 00	10 687	12 086	225 00	13 955	10 505
CONSOLIDATED EDISON INC COM	125 00	7 442	8 251	125 00	7 442	8 034
DARDEN RESTAURANTS INC	115 00	5 126	6 742	115 00	4 582	7 319
DUPONT E IDE NEMOURS & CO	160 00	7 393	11 830	160 00	7 017	10 656
DUKE ENERGY CORP	83 00	5 345	6 934	83 00	5 345	5 925
EMERSON ELECTRIC CO	165 00	7 766	10 185	165 00	7 766	7 892
FIDELITY SPARTAN 500 INDEX FUND ADV #1523	-	-	-	481 70	35 000	34 586
FIDELITY SMALL CAP VALUE FUND 1389	2 506 50	48 500	47 448	2 775 47	53 500	46 461
FORD MOTOR COMPANY	300 00	4 595	4 650	300 00	4 595	4 227
FOUR CORNERS PTY TR INC COM	-	-	-	38 00	539	918
GENERAL ELECTRIC CO	525 00	12 228	13 267	525 00	12 228	16 354
GENUINE PARTS CO	85 00	5 195	9 058	85 00	5 195	7 301
HARBOR INTERNATIONAL FUND	1 364 39	62 402	88 386	1 615 30	79 402	95 998
HP INC COM	-	-	-	-	4 037	3 848
HEWLETT PACKARD CO	325 00	8 563	13 042	325 00	4 525	4 940
IBM CORP	45 00	8 263	7 220	45 00	8 263	6 193
INTEL CORP	425 00	10 555	15 423	425 00	10 555	14 641
JPMORGAN CHASE & CO	235 00	9 067	14 706	235 00	9 067	15 517
JOHNSON & JOHNSON CO	110 00	7 159	11 503	110 00	7 159	11 299
JPMORGAN MIDCAP VALUE FUND CL I	3 458 12	78 384	128 469	3 724 52	88 384	126 522
KIMBERLY CLARK CORP	100 00	6 981	11 554	100 00	6 981	12 730
KRAFT FOODS GROUP INC	120 00	5 388	7 519	-	-	-
KRAFT HEINZ INC	-	-	-	120 00	5 388	8 731
LILLY ELI & CO	225 00	10 070	15 523	225 00	10 070	18 959
MARATHON OIL CORP	255 00	7 805	7 214	-	-	-
MARKETFIELD FUND	6 041 34	88 457	98 111	0 00	-	-
MATTEL INC COM	100 00	3 787	3 095	-	-	-
MCDONALDS CORP	85 00	8 376	7 965	85 00	8 376	10 042
MERCK & CO INC	200 00	7 681	11 358	200 00	7 681	10 564
MICROSOFT CORP	225 00	7 024	10 451	225 00	7 024	12 483
MONDELEZ INTL INC CL A	250 00	6 075	9 081	250 00	6 075	11 210
VICTORY MUNDER MIDCAP CORE GROWTH FUND	2 904 25	76 642	123 721	3 134 93	86 642	115 741
OPPENHEIMER DEVELOPING MARKETS FUND CL I	995 45	35 000	34 900	1 094 34	38 541	32 808
ORACLE CORP	175 00	6 172	7 870	175 00	6 172	6 393
PACWEST BANCORP DEL COM	-	-	-	100 00	4 665	4 310
PEPSICO INC	150 00	9 957	14 184	150 00	9 957	14 988
PFIZER INC	350 00	7 520	10 903	350 00	7 520	11 298
RAYONIER INC	160 00	5 180	4 470	-	-	-
SENTINEL COMMON STOCK FUND	7 504 26	163 818	318 331	7 141 60	155 901	277 951
SOUTHERN COMPANY	225 00	10 057	11 050	225 00	10 057	10 528
SPECTRA ENERGY CORP	275 00	8 417	9 983	275 00	8 417	6 584
T ROWE PRICE INST LARGE CAP GROWTH FUND	5 197 51	150 000	142 827	5 558 52	160 000	160 586
TOTAL S A SPONSORED ADR	150 00	7 681	7 680	-	-	-
TOTAL SYS SVCS INC COM	1 647 00	51 919	55 932	1 547 00	48 667	77 041
TRAVELERS CO INC	140 00	8 141	14 819	140 00	8 141	15 800
UNITED PARCEL SERVICES CL B	100 00	7 236	11 117	100 00	7 236	9 623
VF CORP COM	-	-	-	100 00	7 096	6 225
VERIZON COMMUNICATIONS INC	176 00	7 260	8 233	176 00	7 260	8 135
WASTE MANAGEMENT INC	225 00	7 251	11 547	225 00	7 251	12 008
		1 412 298	1 839 902		1 330 048	1 672 770
<u>FIXED INCOME FUNDS</u>						
FEDERATED INST HIGH YIELD BOND FUND #900	5 029 31	48 515	49 690	6 546 00	63 515	59 503
DODGE & COX INCOME FUND #147	8 557 53	119 206	117 923	10 915 95	151 962	145 073
GOLDMAN SACHS STRATEGIC INCOME FUND	7 051 08	75 000	72 485	-	-	-

FEDERATED TOTAL RETURN BOND	10 304 33	108 677	113 760	13 889 76	148 677	147 926
TEMPLETON GLOBAL BOND FUND	1 929 01	25 000	23 939	-	-	-
VANGUARD SHORT TERM INTL GRADE FD	11 671 34	125 000	124 416	14 472 46	155 000	152 829
WESTERN ASSET CORE PLUS BOND FUND	-	-	-	12 232 05	141 000	139 812
		<u>501 398</u>	<u>502 213</u>		<u>660 153</u>	<u>645 143</u>
ACCRUED INCOME RECEIVABLE		<u>2 263</u>	<u>2 263</u>		<u>2 767</u>	<u>2 767</u>
TOTAL ASSETS		<u>1 915 959</u>	<u>2 344 378</u>		<u>1 992 969</u>	<u>2 320 680</u>