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Form 990-PF.

Return of Private Foundation

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

OMB No 1545-0052

2015

Open to Public Inspection

Department of the Treasury
Internal Revenue Service

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

For calendar year 2015 or tax year beginning

, and ending

Name of foundation Mutual of Omaha Foundation			A Employer identification number 20-2176636	
Number and street (or P.O. box number if mail is not delivered to street address) Mutual of Omaha Plaza		Room/suite	B Telephone number (see instructions) (866) 663-8665	
City or town Omaha	State Nebraska	ZIP code 68175		
Foreign country name	Foreign province/state/county	Foreign postal code	C If exemption application is pending, check here <input type="checkbox"/>	
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change			D 1 Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>	
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>	
I Fair market value of all assets at end of year (from Part II, col (c), line 16) \$ 69,772,184		J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify) _____ (Part I, column (d) must be on cash basis)		
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>	

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see instructions).)		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)				
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch. B				
	3 Interest on savings and temporary cash investments	5,860	5,860		
	4 Dividends and interest from securities	1,384,746	1,384,746		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10				
	b Gross sales price for all assets on line 6a				
	7 Capital gain net income (from Part IV, line 2)		585,499		
	8 Net short-term capital gain				
	9 Income modifications				
	10a Gross sales less returns and allowances				
b Less Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule)					
12 Total. Add lines 1 through 11	1,390,606	1,976,105	0		
Operating and Administrative Expenses	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)				
	c Other professional fees (attach schedule)				
	17 Interest				
	18 Taxes (attach schedule) (see instructions)				
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
	21 Travel, conferences, and meetings				
	22 Printing and publications				
	23 Other expenses (attach schedule)	17,831	17,781		
	24 Total operating and administrative expenses. Add lines 13 through 23	17,831	17,781	0	0
	25 Contributions, gifts, grants paid	4,240,060			4,262,560
26 Total expenses and disbursements. Add lines 24 and 25	4,257,891	17,781	0	4,262,560	
27 Subtract line 26 from line 12					
a Excess of revenue over expenses and disbursements	-2,867,285				
b Net investment income (if negative, enter -0-)		1,958,324			
c Adjusted net income (if negative, enter -0-)			0		

For Paperwork Reduction Act Notice, see instructions.

HTA

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P 8

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	10,304,922	1,014,825	1,014,825
	3	Accounts receivable			
		Less: allowance for doubtful accounts	16,834	10,655	10,655
	4	Pledges receivable			
		Less: allowance for doubtful accounts			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see instructions)			
	7	Other notes and loans receivable (attach schedule)			
		Less: allowance for doubtful accounts			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule)			
	b	Investments—corporate stock (attach schedule)			
	c	Investments—corporate bonds (attach schedule)			
Liabilities	11	Investments—land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)	64,853,882	68,746,704	68,746,704
	14	Land, buildings, and equipment: basis			
		Less: accumulated depreciation (attach schedule)			
	15	Other assets (describe)			
	16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	75,175,638	69,772,184	69,772,184
	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 Taxes Payable)			
	23	Total liabilities (add lines 17 through 22)	0	0	
Net Assets or Fund Balances		Foundations that follow SFAS 117, check here <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.			
	24	Unrestricted	75,175,638	69,772,184	
	25	Temporarily restricted			
	26	Permanently restricted			
		Foundations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 27 through 31.			
	27	Capital stock, trust principal, or current funds			
	28	Paid-in or capital surplus, or land, bldg, and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
	30	Total net assets or fund balances (see instructions)	75,175,638	69,772,184	
	31	Total liabilities and net assets/fund balances (see instructions)	75,175,638	69,772,184	

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	75,175,638
2	Enter amount from Part I, line 27a	2	1,372,775
3	Other increases not included in line 2 (itemize) <input type="checkbox"/> See attached	3	585,499
4	Add lines 1, 2, and 3	4	77,133,912
5	Decreases not included in line 2 (itemize) <input type="checkbox"/> See attached	5	7,361,728
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	69,772,184

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)	(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a Securities Held by Merrill Lynch		Various	Various
b			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 585,499			585,499
b			
c			
d			
e			--

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			585,499
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	585,499
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	0

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

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

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

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

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

1 Enter the appropriate amount in each column for each year, see the instructions before making any entries			
(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2014	3,429,169	65,630,103	0.052250
2013	3,402,674	47,291,402	0.071951
2012	1,907,693	36,334,722	0.052503
2011	2,887,364	37,091,321	0.077845
2010	2,751,639	31,004,042	0.088751

2 Total of line 1, column (d)	2	0.343300
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	0.068660
4 Enter the net value of noncharitable-use assets for 2015 from Part X, line 5	4	72,624,053
5 Multiply line 4 by line 3	5	4,986,367
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	19,583
7 Add lines 5 and 6	7	5,005,950
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions.	8	4,262,560

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

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter: _____ (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	39,166
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	39,166
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	39,166
6	Credits/Payments		
a	2015 estimated tax payments and 2014 overpayment credited to 2015	6a	50,177
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	50,177
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	0
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	11,011
11	Enter the amount of line 10 to be: Credited to 2016 estimated tax <input type="checkbox"/> 11,411 Refunded <input type="checkbox"/>	11	0

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see Instructions for the definition)? <i>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</i>		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation <input type="checkbox"/> \$ _____ (2) On foundation managers <input type="checkbox"/> \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers <input type="checkbox"/> \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? <i>If "Yes," attach a detailed description of the activities</i>		X
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? <i>If "Yes," attach a conformed copy of the changes</i>		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? <i>If "Yes," attach the statement required by General Instruction T.</i>		X
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?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? <i>If "Yes," complete Part II, col. (c), and Part XV</i>	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <input type="checkbox"/> NE		
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 <i>General Instruction G</i> ? <i>If "No," attach explanation</i>	X	
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)? <i>If "Yes," complete Part XIV</i>		X
10 Did any persons become substantial contributors during the tax year? <i>If "Yes," attach a schedule listing their names and addresses</i>		X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)	11		X
12	Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <u>www.mutualofomahafoundation.org</u>	13	X	
14	The books are in care of ► <u>Laura A. Fender</u> Telephone no ► <u>(402) 351-8026</u> Located at ► <u>Mutual of Omaha Plaza, Omaha, NE</u> ZIP+4 ► <u>68175</u>			
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 ► <u>15</u>			
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 the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►	16	Yes	No
				X

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? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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 ► <input type="checkbox"/>	1b	N/A
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	X
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2015, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2015? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
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	N/A
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here ► <u>20</u> , <u>20</u> , <u>20</u> , <u>20</u>		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> 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? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2015)	3b	N/A
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2015?	4b	X

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

<p>5a During the year did the foundation pay or incur any amount to:</p> <p>(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))?</p> <p>(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive?</p> <p>(3) Provide a grant to an individual for travel, study, or other similar purposes?</p> <p>(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions)</p> <p>(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals?</p>	<p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>	<p>5b N/A</p>
<p>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)?</p> <p>Organizations relying on a current notice regarding disaster assistance check here ▶ <input type="checkbox"/></p>		
<p>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?</p> <p><input type="checkbox"/> Yes <input type="checkbox"/> No</p> <p><i>If "Yes," attach the statement required by Regulations section 53.4945–5(d)</i></p>		
<p>6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract?</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		
<p>b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract?</p> <p><i>If "Yes" to 6b, file Form 8870</i></p>		X
<p>7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction?</p> <p><input type="checkbox"/> Yes <input checked="" type="checkbox"/> No</p>		
<p>b If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction?</p>		N/A

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**1 List all officers, directors, trustees, foundation managers and their compensation (see instructions).**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Attached Schedule 2		0		

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

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

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

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 NONE	
2	
3	
4	

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

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2	Amount
1 NONE	
2	
All other program-related investments. See instructions.	
3	
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	68,070,976
b	Average of monthly cash balances	1b	5,659,027
c	Fair market value of all other assets (see instructions)	1c	
d	Total (add lines 1a, b, and c)	1d	73,730,003
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	
2	Acquisition indebtedness applicable to line 1 assets	2	
3	Subtract line 2 from line 1d	3	73,730,003
4	Cash deemed held for charitable activities. Enter 1 1/2 % of line 3 (for greater amount, see instructions)	4	1,105,950
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	72,624,053
6	Minimum investment return. Enter 5% of line 5	6	3,631,203

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	3,631,203
2a	Tax on investment income for 2015 from Part VI, line 5	2a	39,166
b	Income tax for 2015 (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	39,166
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	3,592,037
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	3,592,037
6	Deduction from distributable amount (see instructions)	6	
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	3,592,037

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	4,262,560
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	4,262,560
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see instructions)	5	
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	4,262,560

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				3,592,037
2 Undistributed income, if any, as of the end of 2015:				
a Enter amount for 2014 only			0	
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2015:				
a From 2010	1,243,002			
b From 2011	1,098,502			
c From 2012	170,890			
d From 2013	1,094,372			
e From 2014	200,487			
f Total of lines 3a through e	3,807,253			
4 Qualifying distributions for 2015 from Part XII, line 4 ▶ \$ 4,262,560				
a Applied to 2014, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see instructions)				
c Treated as distributions out of corpus (Election required—see instructions)				
d Applied to 2015 distributable amount				3,592,037
e Remaining amount distributed out of corpus	670,523			
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	4,477,776			
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				
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			0	
f Undistributed income for 2015. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2016				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required—see instructions)				
8 Excess distributions carryover from 2010 not applied on line 5 or line 7 (see instructions)	1,243,002			
9 Excess distributions carryover to 2016. Subtract lines 7 and 8 from line 6a	3,234,774			
10 Analysis of line 9:				
a Excess from 2011	1,098,502			
b Excess from 2012	170,890			
c Excess from 2013	1,094,372			
d Excess from 2014	200,487			
e Excess from 2015	670,523			

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

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 foundation 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	
				0
b 85% of line 2a				0
c Qualifying distributions from Part XII, line 4 for each year listed				0
d Amounts included in line 2c not used directly for active conduct of exempt activities				0
e Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				0
3 Complete 3a, b, or c for the alternative test relied upon				
a "Assets" alternative test—enter				
(1) Value of all assets				0
(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				0
b "Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				0
c "Support" alternative test—enter				
(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				0
(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				0
(3) Largest amount of support from an exempt organization				0
(4) Gross investment income				0

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see instructions.)**1 Information Regarding Foundation Managers:**

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

None

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

None

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

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

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

Gail Graeve, Mutual of Omaha Foundation, Mutual of Omaha Plaza, Omaha, NE 68175 (866) 663-8665

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

See Attached Schedule 3

c Any submission deadlines

Grants are reviewed and approved quarterly. See website for submission deadlines

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

See Attached Schedule 3

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 <i>Paid during the year</i> See Schedule 4	None			4,240,060
Total			▶ 3a	4,240,060
b <i>Approved for future payment</i>				
Total			▶ 3b	0

Part XVI-A Analysis of Income-Producing Activities

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	5,860	
4 Dividends and interest from securities			14	1,384,746	
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					
9 Net income or (loss) from special events					
10 Gross profit or (loss) from sales of inventory					
11 Other revenue					
a					
b					
c					
d					
e					
12 Subtotal. Add columns (b), (d), and (e)		0		1,390,606	0
13 Total. Add line 12, columns (b), (d), and (e)			13		1,390,606

(See worksheet in line 13 instructions to verify calculations.)

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

Line No. Explain below how each activity for which income is reported in column (e) of Part XVI-A contributed importantly to the accomplishment of the foundation's exempt purposes (other than by providing funds for such purposes) (See instructions.)

1	N/A
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Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

- | | | |
|-----|--|----|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | |
| (1) | Cash | 1a |
| (2) | Other assets | 1a |
| b | Other transactions: | |
| (1) | Sales of assets to a noncharitable exempt organization | 1b |
| (2) | Purchases of assets from a noncharitable exempt organization | 1b |
| (3) | Rental of facilities, equipment, or other assets | 1b |
| (4) | Reimbursement arrangements | 1b |
| (5) | Loans or loan guarantees | 1b |
| (6) | Performance of services or membership or fundraising solicitations | 1b |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | |
| 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)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

[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.

Signature of officer or trustee

5/11/2014
Date

Executive Director
Title

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

**Paid
Preparer
Use Only**

Print/Type preparer's name _____

Preparer's signature

Date _____

Check ☐ if
self-employed

PTIN

Firm's name ▶

Firm's EIN ▶

Firm's address ►

Phone no

Part III (990-PF) - Changes in Net Assets or Fund Balances

Line 3 - Other increases not included in Part III, Line 2

1	Capital Gains	1	585,499
2	Total	2	585,499

Line 5 - Decreases not included in Part III, Line 2

1	Grants	1	4,262,560
2	Income Tax Expense	2	39,179
3	Unrealized Loss on Investments	3	3,059,989
4	Total	4	7,361,728

Mutual of Omaha Foundation #20-2176636
Form 990-PF
Index
2015

Schedule
Number

- | | |
|----------|--|
| 1 | Investments - Regulated Investment Companies |
| 2 | Part VIII - Information about Officers & Directors |
| 3 | Part XV - Question 2b and 2d - Supplementary Information |
| 4 | (3 Pages) Part XV - Grants and Contributions Paid - Details |

SCHEDULE 1

**Mutual of Omaha Foundation #20-2176636
Form 990-PF
Investments - Regulated Investment Companies
2015**

<u>Form 990-PF, Line 13</u>	<u>Beginning of Tax Year Market Value</u>	<u>End of Tax Year Market Value</u>
Merrill Lynch Investments	<u>64,853,881.77</u>	<u>68,746,703.72</u>
Investments - Regulated Investment Companies	<u>64,853,881.77</u>	<u>68,746,703.72</u>

Mutual of Omaha Foundation # 20-2176636

Form 990-PF

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

Name and Address	Title and Average Hours Per Week Devoted to Position	Compensation	Contributions to Employee Benefit Plans and Deferred Compensation	Expense Account, Other Allowances
Kathleen Olson Mutual of Omaha Plaza Omaha, NE 68175	President, Secretary .5 hours	None	None	None
Gail A. Graeve Mutual of Omaha Plaza Omaha, NE 68175	Executive Director, Director 20 hours	None	None	None
Richard A. Witt Mutual of Omaha Plaza Omaha, NE 68175	Vice-President, - .5 hours	None	None	None
Laura A. Fender Mutual of Omaha Plaza Omaha, NE 68175	Treasurer, Director -.5 hours	None	None	None
David A. Diamond Mutual of Omaha Plaza Omaha, NE 68175	Director - .5 hours	None	None	None
Dana E. Washington Mutual of Omaha Plaza Omaha, NE 68175	Director - .5 hours	None	None	None
Richard C. Anderl Mutual of Omaha Plaza Omaha, NE 68175	Director - .5 hours	None	None	None
Michelle A. Lebens Mutual of Omaha Plaza Omaha, NE 68175	Director - .5 hours	None	None	None
Michael J. Homa Mutual of Omaha Plaza Omaha, NE 68175	Director - .5 hours	None	None	None

Mutual of Omaha Foundation, EIN 20-2176636
Form 990-PF
Part XV – Supplementary Information

Question 2b

The Foundation does require a grant agreement which specifies the respective responsibilities of the Foundation and the recipient; obligates the recipient to use the grant funds only for the purposes for which the grant was made; provides for periodic written reports concerning the use of the grant funds; requires a final written report and accounting of how grant funds were used; and acknowledges the authority of Mutual of Omaha Foundation to withhold and/or recover grant funds in case such funds are, or appear to be, misused.

As noted in Question 2d below, the Foundation's sole activity will be to make grants to other organizations which are exempt from taxation under Section 501(c)(3) in order to carry out its philanthropic objectives. In general, an organization seeking a grant from the Foundation will be required to submit an online application to the Foundation, which application may include the following information:

- Name, address, phone number and contact person of the organization.
- Mission of the organization.
- Description of the project for which grant funds are being requested.
- Names of the organization's board of directors.
- Verification of the organization's tax-exempt status.
- A current financial statement.
- Cost of the proposed project and the amount being sought from the Foundation.
- Budget for the proposed project.
- Organization's budget.
- A list of other sources of support and the amounts and types of their donations.
- An explanation of whether this is an ongoing activity or a one-time project.

Question 2d

The Foundation currently intends that its sole activity will be to make grants to other organizations which are exempt from taxation under Section 501(c)(3) in order to carry out the philanthropic objectives of Mutual of Omaha Insurance Company. The Foundation may also use its funds to engage directly in other 501(c)(3) exempt activities. The Foundation's mission is to prevent and break the cycle of poverty for families in the Omaha metropolitan area. The Foundation intends to focus its philanthropy in the Omaha community within the following areas:

- Preventing and ending homelessness through support of programs that focus on homeless prevention, emergency shelter and food.
- Encouraging self-sufficiency through support of programs that focus on literacy and language proficiency, workforce development, financial literacy and behavioral health.
- Providing education support through support of programs that address early childhood education and preparedness for graduation.
- Preventing and ending violence through support of programs that focus on youth violence and domestic abuse.
- Supporting projects that improve the community and provide enhanced quality of life.

Mutual of Omaha Foundation #20-2176636			
Form 990-PF			
Part XV - Grants and Contributions Paid - Details			
Payable To	Foundation Status of Recipient	Date	Amount
Abide Network Inc	PC	12/11/2015	\$2,500 00
Big Brothers Big Sisters Of The Midlands	PC	03/02/2015	\$25,000 00
Boy Scouts Of America, Mid-America Council	PC	03/02/2015	\$10,000 00
Boys & Girls Clubs of the Midlands	PC	03/02/2015	\$25,000 00
Casa For Douglas County	PC	08/28/2015	\$25,000 00
Charles Drew Health Center Inc	PC	03/02/2015	\$10,000 00
Child Saving Institute Inc	PC	12/11/2015	\$10,000 00
Children's Scholarship Fund of Omaha	PC	03/02/2015	\$25,000 00
Christian Outreach Program-Elkhorn (COPE)	PC	12/11/2015	\$2,500 00
City of Hope	PC	08/28/2015	\$4,000 00
College Possible	PC	08/28/2015	\$10,000 00
Community Education Foundation Inc	PC	05/21/2015	\$20,000 00
Completely KIDS	PC	05/21/2015	\$25,000 00
Family Housing Advisory Services Inc	PC	08/28/2015	\$25,000 00
Food Bank for the Heartland	PC	03/02/2015	\$75,000.00
Friends of Ngong Road	PC	05/21/2015	\$5,000 00
Girl Scouts Spirit of Nebraska	PC	03/02/2015	\$10,000 00
Girls Incorporated in Omaha	PC	12/11/2015	\$25,000 00
Goodwill Industries, Inc	PC	05/21/2015	\$25,000 00
Greater Omaha Attendance and Learning Services	PC	05/21/2015	\$2,500 00
Habitat For Humanity of Omaha, Inc	PC	08/28/2015	\$50,000 00
Heart Ministry Center	PC	12/11/2015	\$25,000 00
Heartland Family Service	PC	05/21/2015	\$30,000 00
Heartland Hope Mission	PC	12/11/2015	\$25,000 00
Heartland Hope Mission	PC	03/02/2015	\$50,000 00
Heartland Workers Center	PC	12/11/2015	\$5,000 00
Heritage Services	PC	03/02/2015	\$500,000 00
Holy Name Housing Corporation	PC	05/21/2015	\$2,500 00
Hope Center, Inc	PC	05/21/2015	\$25,000 00
Interchurch Ministries Of Nebraska	PC	05/21/2015	\$5,000 00
Justice For Our Neighbors - Nebraska	PC	12/11/2015	\$5,000 00
Kids Can Community Center	PC	12/11/2015	\$25,000 00
Kids Can Community Center	PC	03/02/2015	\$25,000 00
Latino Center of the Midlands	PC	03/02/2015	\$10,000 00
Legal Aid Of Nebraska	PC	05/21/2015	\$25,000 00
Literacy Center For The Midlands	PC	05/21/2015	\$35,000 00
Lutheran Family Services of Nebraska	PC	03/02/2015	\$25,000 00
MICAH House Corporation	PC	03/02/2015	\$10,000 00
Mount St Michael Academy	PC	05/21/2015	\$1,000 00
Nebraska Childrens Home Society	PC	08/28/2015	\$25,000 00
New Visions Homeless Services	PC	12/11/2015	\$1,000 00
Northstar Foundation	PC	05/21/2015	\$10,000 00
Omaha Home For Boys	PC	05/21/2015	\$15,000.00
Omaha Street School	PC	08/28/2015	\$15,000 00
OneWorld Community Health Centers, Inc	PC	03/02/2015	\$10,000 00
Our Lady of Mt Carmel Parish	PC	08/28/2015	\$1,000 00
Partnership 4 Kids	SO I	12/11/2015	\$25,000 00
Santa Fe Chamber Music Festival	SO I	10/07/2015	\$5,000 00
Santa Monica, Inc	PC	08/28/2015	\$2,500 00
Saving Grace Perishable Food Rescue, Inc.	PC	12/11/2015	\$5,000 00
Seton Hall University	PC	05/21/2015	\$1,500 00
St Augustine Indian Mission School	PC	03/02/2015	\$20,000.00
Stephen Center, Inc	PC	03/02/2015	\$25,000 00
TeamMates Mentoring Program	PC	05/21/2015	\$25,000 00
Ted E Bear Hollow Inc	PC	12/11/2015	\$10,000 00
The Salvation Army Western Division	PC	12/11/2015	\$26,000 00
The Salvation Army Western Division	PC	03/02/2015	\$500,000 00

Mutual of Omaha Foundation #20-2176636			
Form 990-PF			
Part XV - Grants and Contributions Paid - Details			
Payable To	Foundation Status of Recipient	Date	Amount
Together	PC	08/28/2015	\$25,000 00
United States Naval Academy	PC	05/21/2015	\$2,500 00
United Way of the Midlands	PC	03/02/2015	\$25,000 00
United Way of the Midlands	PC	12/11/2015	\$200,000 00
Visiting Nurse Association	SO I	08/28/2015	\$25,000 00
Women's Center for Advancement	PC	03/02/2015	\$40,000 00
Youth Emergency Services Inc	PC	03/02/2015	\$35,000 00
Father Flanagans Boys Home	PC	12/14/2015	\$200,000 00
Omaha Performing Arts	PC	12/14/2015	\$150,000 00
Heritage Services	PC	12/14/2015	\$150,000 00
Omaha Zoo Foundation	SO II	12/14/2015	\$180,000 00
Heritage Services	PC	12/14/2015	\$300,000.00
Heartland Family Service	PC	12/14/2015	\$200,000 00
University of Nebraska Foundation	PC	12/14/2015	\$500,000 00
Girls Incorporated in Omaha	PC	12/14/2015	\$125,000 00
Catholic Charities	PC	12/14/2015	\$75,000 00
Briar Cliff University	PC	12/19/2014	\$5,000.00
Creighton University	PC	12/19/2014	\$5,000.00
Heritage Services	PC	12/19/2014	\$5,000.00
Texas Scottish Rite Hospital for Children	PC	12/19/2014	\$1,000.00
The Fund for American Studies	PC	12/19/2014	\$1,500.00
University of California, Berkeley, Haas School of Business	PC	12/19/2014	\$1,000.00
University of Kansas School of Business	PC	12/19/2014	\$1,500.00
Alaska Christian College	PC	05/08/2015	\$300 00
Augustana Rock Island	PC	05/08/2015	\$75 00
Brownell-Talbott School	PC	05/08/2015	\$550 00
Buena Vista University	PC	05/08/2015	\$50 00
Christendom Educational Corpor	PC	05/08/2015	\$500 00
Creighton Preparatory School	PC	05/08/2015	\$425 00
Creighton University	PC	05/08/2015	\$866 67
Doane College	PC	05/08/2015	\$500 00
Father Flanagan's Boys Home	PC	05/08/2015	\$500 00
Grace University	PC	05/08/2015	\$1,000 00
Gross Catholic High School	PC	05/08/2015	\$1,000 00
Kuemper Catholic High School	PC	05/08/2015	\$35 00
Linfield College	PC	05/08/2015	\$300 00
Marian High School	PC	05/08/2015	\$1,350 00
Massachusetts College MCLA	PC	05/08/2015	\$300 00
Mercy High School	PC	05/08/2015	\$1,250 00
Missouri S&T	PC	05/08/2015	\$150 00
Mt Michael Benedictine	PC	05/08/2015	\$1,500 00
New York University	PC	05/08/2015	\$77 46
North Park University	PC	05/08/2015	\$300 00
Northwest Missouri State	PC	05/08/2015	\$1,250 00
Olivet Nazarene University	PC	05/08/2015	\$500.00
Omaha Street School	PC	05/08/2015	\$1,000 00
Roncalli High School	PC	05/08/2015	\$2,000 00
Skidmore College	PC	05/08/2015	\$100 00
Skutt High School	PC	05/08/2015	\$2,492 66
St. Agnes Academy	PC	05/08/2015	\$500 00
St. Albert High School	PC	05/08/2015	\$333 33
St. John Vianney College	PC	05/08/2015	\$25 00
St. John's University	PC	05/08/2015	\$25 00
St. Mary's Preparatory	PC	05/08/2015	\$1,250 00
Thomas Aquinas College	PC	05/08/2015	\$500 00
University of California, LA	PC	05/08/2015	\$50 00
University of Nebraska	PC	05/08/2015	\$1,179 88

Mutual of Omaha Foundation #20-2176636			
Form 990-PF			
Part XV - Grants and Contributions Paid - Details			
<u>Payable To</u>	<u>Foundation Status of Recipient</u>	<u>Date</u>	<u>Amount</u>
University of Nebraska @ Omaha	PC	05/08/2015	\$100 00
University of Notre Dame	PC	05/08/2015	\$1,000 00
University of Oklahoma	PC	05/08/2015	\$100 00
University of South Dakota	PC	05/08/2015	\$1,000 00
University of St Thomas	PC	05/08/2015	\$25 00
Western Michigan University	PC	05/08/2015	\$100 00
Elkhorn Public School Fnd	PC	05/08/2015	\$1,000 00
Total Donations			\$4,240,060